Governor Joe Lombardo

Treasurer Zach Conine
Controller Andy Matthews
Benjamin Edwards
David R. Navarro

State of Nevada
STATE BOARD OF FINANCE

PUBLIC NOTICE

AGENDA

MEETING OF THE STATE BOARD OF FINANCE
August 20, 2025
10:00 A.M.

Locations:

Old Assembly Chambers
Capitol Building, Second Floor
101 N. Carson Street
Carson City, NV 89701

Governor's Office Conference Room
1 State of Nevada Way, Fourth Floor
Las Vegas, NV 89119

Videoconference Link: **Join the meeting now**
Meeting ID: 234 703 570 601

Dial-in by phone:
+1 775-321-6111
Phone conference ID: 212 561 480#

YouTube Livestream: **https://www.youtube.com/watch?v=LhwSjY57m2I**

Agenda Items:

1. Roll Call.

   Presenter: Lori Hoover, Chief Deputy, Nevada State Treasurer's Office

2. Public Comment.
   Comments from the public are invited at this time. Pursuant to NRS 241.020(3)(d)(7), the Board intends to limit to 3 minutes the time for an individual to speak and may impose reasonable restrictions on place or manner for such comment. No restriction will be imposed based on viewpoint. Comments will only be received on matters relevant to the Board's jurisdiction. The Board may discuss but is precluded from acting on items raised during Public Comment that are not on the agenda.

   Presenter: Joe Lombardo, Governor of the State of Nevada

3. **For discussion and for possible action:** For discussion and for possible action on the Board of Finance minutes from the meeting held on April 16, 2025.

   Presenter: Joe Lombardo, Governor of the State of Nevada

4. **For discussion and for possible action:** Discussion and for possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of up to $23,000,000 of Multi-Unit Housing Revenue Bonds (Arthur McCants Senior Apartments), for the purpose of acquisition and rehabilitation of a 116-unit affordable senior housing rental project in Las Vegas, Nevada. The project developer is GLTC Partners. The borrower/ownership entity will be Arthur McCants TC GP, LLC. Boston Financial will be the equity investor partner. Approval of the Board of Finance is required pursuant to NRS 319.270(4).

   Presenter: Stephen Aichroth, Administrator, Nevada Housing Division

5. **For discussion and for possible action:** Discussion and for possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of up to $35,000,000 of Multi-Unit Housing Revenue Bonds (Riverwood Village Apartments), for the purpose of acquisition and rehabilitation of a 207-unit family affordable housing rental project in Laughlin, Nevada. The project developer is the Nevada Rural Housing Authority. The borrower/ownership entity will be RW Associates, LLC. The Richman Group will be the equity investor partner. Approval of the Board of Finance is required pursuant to NRS 319.270(4).

   Presenter: Stephen Aichroth, Administrator, Nevada Housing Division

6. **For discussion and for possible action:** Discussion and for possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of up to $28,670,000 of Multi-Unit Housing Revenue Bonds (The Prospector Apartments), for the purpose of new construction of a 136-unit family affordable housing rental project in Reno, Nevada. The project developer is the Ulysses Development Group. The borrower entity will be Prospector Owner LP. US Bank will be the equity investor partner. Approval of the Board of Finance is required pursuant to NRS 319.270(4).

   Presenter: Stephen Aichroth, Administrator, Nevada Housing Division

7. **For discussion and for possible action:** Discussion and for possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of up to $95,600,000 of Multi-Unit Housing Revenue Bonds (Skyline Flats Apartments), for the purpose of new construction of a 402-unit family affordable housing rental project in Reno, Nevada. The project developer is Dominium Development. The borrower entity will be Reno Leased Housing Associates I, LLLP. US Bank will be the equity investor partner. Approval of the Board of Finance is required pursuant to NRS 319.270(4). The Skyline Flats Apartments project was originally approved by the Board of Finance in December of 2024 for an amount of up to $90.6 million in Multi-Unit Housing Revenue Bonds.

   Presenter: Stephen Aichroth, Administrator, Nevada Housing Division

8. **For discussion and for possible action:** Discussion and for possible action on a Resolution approving the report submitted by the Executive Director of the Department of Taxation and the State Permanent School Fund (PSF) Guarantee Agreement pertaining to the Nye County School District (District), Nevada, General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed) Series 2025, in maximum aggregate principal amount of $10,000,000.

   Presenter: Cari Eaton Deputy Treasurer of Debt Management, Nevada State Treasurer's Office

9. **For discussion and for possible action:** Discussion and for possible action on a resolution designated as the "2025B Capital Improvement Bond Resolution"; authorizing the issuance and sale of the State of Nevada General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B, in the aggregate principal amount not to exceed $9,000,000; providing the purpose for which such bond is issued, the form, terms, and conditions of such bond and other details in connection therewith; providing for the levy and collection of annual general (ad valorem) taxes for the payment of such bond; approving the investment of moneys in the Consolidated Bond Interest and Redemption Fund of the State in such bond; and providing other related matters.

   Presenter: Cari Eaton Deputy Treasurer of Debt Management, Nevada State Treasurer's Office

10. **Informational Item:** regarding the State Treasurer's quarterly investment report for the quarter ended March 31, 2025.

    Presenter: Steven Hale, Deputy Treasurer of Investments, Nevada State Treasurer's Office

11. **For discussion and for possible action:** For discussion and for possible action on the Treasurer's investment policies for the General Portfolio and the Local Government Investment Pool dated July 2022. Approval of the Board of Finance is required pursuant to NRS 355.045.

    Presenter: Steven Hale, Deputy Treasurer of Investments, Nevada State Treasurer's Office

12. Public Comment.
    Comments from the public are invited at this time. Pursuant to NRS 241.020(3)(d)(7), the Board intends to limit to 3 minutes the time for an individual to speak and reserves the right to impose other reasonable restrictions on place or manner for such comment. No restriction will be imposed based on viewpoint. Comments will only be received on matters relevant to the Board's jurisdiction. The Board may discuss but is precluded from acting on items raised during Public Comment that are not on the agenda.

ADJOURNMENT

Notes:
Items may be taken out of order; items may be combined for consideration by the public body, and items may be pulled or removed from the agenda at any time.

Prior to the commencement and conclusion of a quasi-judicial proceeding that may affect the due process rights of an individual, the Board may refuse to consider public comment. See NRS 233B.126.

The State Board of Finance is pleased to make reasonable accommodations for persons with physical disabilities. Please call (775) 684-5753 if assistance is needed.

Lori Hoover, Secretary to the Board, may be contacted at (775) 684-5753 to obtain copies of supporting materials, which are available to the public at 101 N. Carson St., Suite 4, Carson City, NV 89701.

THIS AGENDA HAS BEEN POSTED IN THE FOLLOWING PUBLIC LOCATIONS:

- **Capitol Building, 1st & 2nd Floors, Carson City, Nevada**
- **1 State of Nevada Way, Las Vegas, Nevada**

Also online at: http://www.nevadatreasurer.gov/Finances/Board/BOF_Home/ and https://notice.nv.gov/

STATE BOARD OF FINANCE
April 16, 2025 – 10:00 am
Summary Minutes

Location:
Via videoconference at the following locations:

Old Assembly Chambers
Capitol Building, 2nd Floor
101 N. Carson Street
Carson City, NV 89701

Governor's Office Conference Room
1 State of Nevada Way, 4th Floor
Las Vegas, NV 89119

Governor Lombardo called the meeting to order at 10:03 am.

Board members present:
Governor Joe Lombardo – Carson City
Treasurer Zach Conine – Las Vegas
Controller Andy Matthews – Las Vegas
David R. Navarro – Las Vegas
Benjamin Edwards – Teams

Others present:

Ryan Herrick:	Governor's Office
Debi Reynolds:	Governor's Office
Dionne Stanfill:	Governor's Office
Nicole Ting:	Attorney General's Office
Lori Hoover:	Treasurer's Office
Steven Hale:	Treasurer's Office
Ryan Merchant:	Treasurer's Office
Emily Nagel:	Treasurer's Office
Rebecca Swanson:	Treasurer's Office
Jeff Landerfelt	Treasurer's Office
Stephen Aichroth:	Nevada Housing Division
Christine Hess:	Nevada Housing Division
Michael Moriarty	NRP Group
Eric Novak:	Praxis Consulting
Dane Hillard	Green Street
Maggie Marshall:	PFM

Agenda Item 2 – Public Comment.

No public comment in Carson City or Las Vegas. No written public comment.

Agenda Item 3 – For discussion and for possible action – on the Board of Finance minutes from the meeting held on February 19, 2025.

Controller Matthews moved to approve the minutes. Motion passed unanimously.

<u>Agenda Item 4</u> – For discussion and for possible action: Discussion and possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of up to $20,400,000 of Multi-Unit Housing Revenue Bonds (Pecos Apartments), for the purpose of construction of a 105-unit affordable family housing rental project in North Las Vegas, Nevada. The project developer is NPR Lone Star Development. The borrower entity will be Pecos Apartments LP. US Bank will be the equity investor partner. Approval of the Board of Finance is required pursuant to NRS 319.270(4). The Pecos Apartments project was originally approved by the Board of Finance in December of 2024 for an amount of up to $20.4 million in Multi-Unit Housing Revenue Bonds.

Administrator Stephen Aichroth with the Nevada Housing Division (NHD) presented a request to seek approval of the Administrator's Findings of Fact pertaining to the issuance of up to $20.4 million NHD multi-unit housing revenue bonds for the Pecos Apartments. These bonds will be used to provide for the new construction of a 105-unit affordable apartment complex in North Las Vegas. The rental housing will serve a hundred households at or below 60% of area median income, with five units serving 50% area median income households and below. The proposed development includes 55, three-bedroom units and 20, four-bedroom units, and is supported by $9 million dollars of Clark County Community Housing Funds and the Division Gap Loan Development that is led by NRP Development. This agenda item was previously approved by the Board of Finance in December of 2024, but because of modifications to the financial plan, NHD is seeking reapproval.

Chief Financial Officer Christine Hess, with NHD, presented the modifications to the Board. She stated that the indicated insurance will not exceed $20.4 million and has not changed since the December Board of Finance meeting, however, the financing plan was updated. The bonds were previously a public offering with KeyBank Capital Markets as the underwriter. Not unlike 2 projects in the fall of 2024, the Michael's Organization is in partnership with the Southern Nevada Regional Housing Authorities and NRP has an opportunity for cost savings through a private placement of the bonds, with Deutsche Bank. This will be more cost effective and efficient. Many of the financing structures in which the bonds issued during construction are reduced upon conversion but in this case, there will be two series of loans issued. Series A will be issued at the approximate size of the permanent loan, estimated at $10.51 million, and Series B will cover the rest of the construction costs, estimated at $9.89 million. Developers indicated that the benefits, in addition to being more efficient, are the reduction in financing cost of $900,000, additional permanent debt capacity by $500,000, and additional cash flow over the 15- year period of $300,000 through a 5-year-interest only period. These savings are essential to offset anticipated cost increases to construction. The revised application is now in a competitive bond process. The application scored 87 and was not previously scored since it was approved in the 2024 tranche.

Motion to approve agenda item 4 from Treasurer Conine. Motion passed unanimously.

<u>Agenda Item 5</u> – For discussion and for possible action: Discussion and possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of up to $50,500,000 of Multi-Unit Housing Revenue Bonds (Kiley View by Vintage Apartments), for the purpose of construction of a 300-unit family affordable housing rental project in Sparks, Nevada. The project developers are Vintage Housing Development with assistance from

Greenstreet Development. Vintage Housing Holdings 2, LLC will be the sole member of General Partner LLC. R4 will be the equity investor partner. Approval of the Board of Finance is required pursuant to NRS 319.270(4).

Mr. Aichroth presented the request for approval of the Board for the findings of fact pertaining to the issuance of up to $50.5 million of NHD multi-unit housing revenue bonds for Kiley View by Vintage Apartments. These bonds will be used to provide for the new construction of a 300-unit affordable family apartment complex in the Spanish Springs Valley in Sparks, near the intersection of Wingfield Hills Road and Kiley Parkway. The rental housing unit will serve 300 family households at or below 60% of area median income, including 8-units serving those at 50% of area median income and below. The development team will consist of Vintage Housing and Green Street Development, who were present in Carson City. Together, they have created or preserved 15,000 units of market rate and affordable housing, with over 3,000 of those units in the Truckee Meadows area.

Ms. Hess continued the presentation, stating that the bond issuance will not exceed $50.5 million. She shared with the board a significant component of bond financing to trigger the 4% tax credits. The application was submitted in December of 2024 as a complete application, although it was not ready to present to the Board of Finance. The December submission allowed the project to maintain its DDA (Difficult to Develop) status. The status allows the project to qualify for a 30% basis boost, which brings more equity to the project and allows the project to be financially feasible. The DDA and qualified census tract maps are available in the fall. The maps may mean that a parcel is no longer eligible for the 30% basis boost and could possibly kill the project by qualifying for less equity and thus being no longer financially feasible. Ms. Hess shared that the division (NHD) does accept applications at the end of the year to maintain DDA status, and the application needs to be considered complete to qualify. Since the project qualifies for the 30% basis boost, it will generate approximately $37 million in federal tax equity. The financing structure is common for the Vintage projects where the board has seen before, with a placement with Citibank for tax exempt bonds not to exceed $50.5 million, that is issued by NHD. Citibank will also issue a taxable construction loan for $12.75 million and is not issued by the division. Upon conversion to the permanent loan, the tax-exempt bonds will be reduced to approximately $39.85 million. There will be 8-units below 50% of area median income and the division is recommending $3 million in state tax credits for this project. The housing division will also be providing a $4.3 million gap loan. The sponsor is coming to the table for the project that includes a $1 million sponsor loan, and they are deferring nearly 87% of their developer fee. The cost per unit is $327,000, which is below the average for the last ten new construction projects, with the average being $393,000.

Governor Lombardo inquired as to who develops the DDA maps. Ms. Hess responded that the federal government releases the maps. Governor Lombardo then asked if the map were in conjunction with the NHD, in which Ms. Hess replied that they had no participation with the maps. The governor continued, asking what changed and if the project was taken off DDA status. Ms. Hess replied yes and that project representatives were in Carson City and were asked by Governor Lombardo to come forward.

Dane Hillyard, from Green Street and partner of Vintage Housing, stated that the federal HUD designates the DDA every year which changes slightly based on demographics, cost of construction, income levels, etc. The rules allow companies to apply for the year the property qualified for the DDA but don't have to close until the following year.

Mr. Hillyard noted that some of the factors changed, and HUD moved the DDA line where the site is no longer in the DDA. There are also some sites that were previously not in DDA and now currently are.

Governor Lombardo asked if geography is a factor in determining a DDA.

Mr. Hillyard responded that it would have to do with topography, mountainous areas, and cost of construction.

Erik Novak from Praxis Consulting Group, stated the DDA is a formula based on the HUD, small area FMR (Fair Market Rents), which are published every year, and cost of living index ratios. These are factors the State has no control over. The data is then put in a formula and the smaller FMRs that are relatively new were introduced in 2015. Before then, Clark County was a DDA, in which the State received a rush of projects. He reviewed that in 2008, Clark County was a DDA, and bond projects were viable for only one year. HUD then developed a new procedure called Small DDAs in 2015 which opened the bond program in Nevada. That's when Nevada began to see development in higher income neighborhoods, like the Ovation and Vintage projects that are in smaller DDAs.

Dane Hillyard added that he has been part of affordable housing in Nevada for over thirty years and has met many housing division representatives. He stated that the housing division has worked with them to come up with solutions that would not normally work in a different situation. They visit the sites, care about what is going on with the projects, and make deals happen.

Motion to approve agenda item 5 from Member Navarro. Motion passed unanimously.

Agenda Item 6 – For discussion and possible action: Discussion and possible action on the Nevada Housing Division's request to approve the Administrator's Findings of Fact pertaining to the issuance of Single-Family Mortgage Revenue Bonds, in an amount not to exceed $200,000,000 to be issued in one or more series. Approval of the Board of Finance is required pursuant to NRS 319.270(4).

Mr. Aichroth presented the request to seek the approval of the Board for the findings of facts pertaining to the issuance in an amount not to exceed $200 million for single family mortgage revenue bonds. These bonds can be used in multiple series to provide mortgage financing for single-family residential housing for qualified home buyers. For over thirty years, NHD has operated a mortgage assistance program for first-time home buyers, and over this time, NHD has issued and retired over $2 billion in single-family mortgage bonds. This particular approval is for both taxable and tax-exempt bonds which will allow the current homeownership programs to continue unimpeded over the course of the remainder calendar year. Last approval for this bond was in December 2024, for $225 million and this request should cover the division until December of 2025.

Ms. Hess continued the presentation, by stating that the most recent pricing was at the end of February for $125 million. The program is currently sizing around $450 to $475 million, remaining robust, despite of five rate changes in the last week. The single-family home manager, Dwight Pace, is working with partner lenders to continue to provide mortgage assistance. NHD has partnered with Nevada Rural Housing by restarting their program, which has been very successful, provides loans, and educates the rural community. Currently, the bond program supports single-family mortgages, and they see a need for down payment assistance throughout the state.

Treasurer Conine commented that the board is impressed by the subtlety of the volatile market conditions of over the last week. He asked what they would do if the state were in a situation where the market conditions change after they have gone to market. He also inquired whether there would be flexibility, if they would be refunded if the state has expended $200 million, or if it would be moved into another program.

Ms. Hess replied that when NHD determines the single-family bonds, they are usually pricing well into the deal. The risk is mitigated by the fact the NHD has some assurance that they are well into the next deal by at least 50% which is the standard. There could be some risks if that happened, however, NHD works with their financial advisors which are consultants that work nationwide with other housing financing agencies. Prior to having mortgages supported by the single-family bond program, NHD used a program called TBA, that is currently in the interest rate conditions and is non-functional. They worked with both financial advisors on how the program could look as they analyzed what happened during that recession. She noted that in 2008 or 2009 is when the TBA program came about. If the bond program becomes no longer a viable option for Nevadans, but there are those that still need assistance, NHD wants to make sure that TBA is prepared. She reviewed they are keeping both teams active by having weekly meetings with advisors on the bond side, monthly meetings on the TBA side, and those communications could open at any time.

Treasure Conine then asked if NHD can move the resources from the bond program into the TBA program and if it would need to come back to the Board of Finance to do so. He inquired if the program would be refunded and if they would be able to get resources to TBA some other way.

Ms. Hess stated that those would be separate and would not need Board of Finance approval.

Mr. Aichroth stated that basically the TBA market works on hedging, therefore it does not require any funding like the bond program. If the bonds prove ineffective, NHD is asking for the authority to issue up to $200 million. Either NHD would not use the authority or extend that authority for a longer period of time, depending on decisions made between the division, financial advisors, and market conditions.

Governor Lombardo inquired as to why they would have to come back to the Board for additional funds.

Mr. Aichroth replied that the bandwidth of the program is about $450 to $500 million annually. He noted they have used $225 million in December and will be shortly exhausted. If financing is approved today, that should cover the agency until July or August. There is some seasonality, and NHD adjusts the timing not only for the demand but also for the capacity as they want to have several of this committed before presenting an offering on the market

Motion to approve agenda item 6 from Member Edwards. Motion passed unanimously.

<u>Agenda Item 7</u> – <u>Informational Item:</u> regarding the State Treasurer's quarterly investment report for the quarter ended December 31, 2024.

Deputy Treasurer of Investments Steven Hale presented the quarterly investment report for this agenda item. They are seeking the Board's review and approval of the State Treasurer's quarterly investment report. He provided an overview of the general portfolio assets under management as of December 31st, 2024, which is $8.6 billion. He went over the historical interest distribution in fiscal year 2022 to December 2024. $82 million is distributed, with a $10 million decline year-over-year. Fundamentally, this was mostly due to the overall decline in the rates at the front end of the yield curve, where most of the fund's assets are invested. He noted that the general portfolio remains a well-diversified portfolio of high-quality assets with about 46% in US or US government securities. He reviewed the portfolio is a little bit more weighted to the three months area which still presents good value relative to the rest of the yield curve. The external managers slightly outperformed the benchmark in the quarter by about 2 basis points. He reviewed that the LGIP shows the average daily balance of opiate decrease to $2.5 billion, while the return for the quarter was 4.5%. This was 22 basis points better than the blended benchmark yield of 4.36%.

This is an informational item only and therefore does not require a vote of members.

Agenda Item 8 – For discussion and possible action: For discussion and possible action on the Treasurer's investment policies for the General Portfolio and the Local Government Investment Pool date July 2022. Approval of the Board of Finance is required pursuant to NRS 355.045

Mr. Hale presented this agenda item seeking the approval of the investment policy statements for the general portfolio and the local government investment pool (LGIP). There has been no update to either the general pool or LGIP investment policies.

Motion to approve agenda item 8 from Controller Matthews. Motion passed unanimously.

Agenda Item 9 – Public Comment
No public comment in Carson City or Las Vegas.

Meeting adjourned at 10:33am.

State of Nevada
DEPARTMENT OF BUSINESS & INDUSTRY
Housing Division
1830 E. College Parkway, Suite 200
Carson City, NV 89706

DATE:	July 29, 2025
TO:	State Board of Finance
AGENDA ITEM:	Approval of the Findings of Fact of the Administrator of the Nevada Housing Division concerning the Multi-Unit Housing Revenue Bonds (Arthur McCants Senior Apartments)
PETITIONER:	Steve Aichroth – Administrator, Nevada Housing Division

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A. Time and Place of Meeting:

10:00 a.m., Wednesday, August 20, 2025, at the Old Assembly Chambers of the Capitol Building, 101 N. Carson Street, Carson City, Nevada 89701.

B. Matter to be reviewed: The Findings of Fact ("Findings") of the Administrator of the Housing Division concerning the Multi-Unit Housing Revenue Bonds (Arthur McCants Senior Apartments).

C. The Findings relate to the issuance of up to $23,000,000 in multi-unit housing revenue bonds to provide an affordable housing opportunity for the acquisition and rehabilitation of a 116-unit senior apartment complex located north of the intersection of N. Eastern Avenue and E. Harris Avenue, Las Vegas, Nevada (the "Project").

D. The Housing Division will issue up to $23,000,000 of multi-unit housing revenue bonds. The financing proposed will consist of a short-term construction loan issued as a private placement with Bridgewater Bank and a permanent loan issued as a Freddie Mac Tax-Exempt Loan ("TEL") with underwriting managed by Lument Real Estate Capital LLC ("Lument") in their capacity as delegated loan servicer. The borrower/ownership entity will be Arthur McCants TC Apartments, LP, a limited partnership consisting of Arthur McCants TC GP, LLC as 0.01% General Partner and Boston Financial as the 99.99% Investor Member. Boston Financial will provide an equity investment of approximately $16,238,829 in exchange for the right to receive 99.99% of the tax benefits available to the Project, including the 4% low-income housing tax credits. The proposed private placement financing structure is in compliance with NRS and NAC Chapters 319 (Nevada Housing Finance Law).

E. Background of Agenda Item:

The Project borrower/developer, in concert with the Housing Division's financial team and bond counsel, has prepared the necessary documents to implement this rehabilitation construction housing project. Further, the project, as proposed, complies with the intent and purpose of Nevada Housing Finance Law. Also, the program and bond documents prepared will comply with the Internal Revenue Code of 1986 (United States Code Title 26), as amended.

F. Staff Recommendation:

The Administrator of the Housing Division, in consultation with the financial and lending professionals of the Housing Division, recommends approval of the Findings, to the Board of Finance, for the issuance by the Nevada Housing Division of an issue of bonds known as "Multi-Unit Housing Revenue Bonds (Arthur McCants Senior Apartments)."

G. Attorney Opinion:

The Findings of Fact of the Administrator of the Housing Division have been reviewed by the Housing Division's Legal Counsel; and assuming the factual matter stated therein is accurate, and except for the bond issue cash flow analyses and other financial and statistical data included therein as to which no opinion is expressed, the findings comply with the requirements of NRS 319.190, 319.260 and 319.270.

State of Nevada

DEPARTMENT OF BUSINESS & INDUSTRY

Housing Division

FINDINGS OF FACT

Multi-Unit Housing Revenue Bonds
Arthur McCants Senior Apartments

In accordance with the requirements of NRS 319.190, 319.260 and 319.270, and based upon the memorandum of support, the Administrator of the Nevada Housing Division finds that:

1. There exists a shortage of decent, safe and sanitary senior housing at rental rates that eligible seniors can afford within the Las Vegas, Nevada rental housing markets, as determined by the Administrator.

2. Private enterprise and investment have been unable, without assistance, to provide an adequate supply of decent, safe and sanitary rental housing in such housing market areas at rental rates, which seniors of low and moderate income can afford.

3. The proposed multifamily project will increase the supply and improve the quality of decent, safe and sanitary rental housing for eligible seniors.

4. The rental housing to be assisted by the Housing Division pursuant to the provisions of NRS and NAC Chapter 319 will be for public use and will provide a material public benefit to Las Vegas, Nevada.

5. The Housing Division's estimates of revenues to be derived from the mortgage made under the proposed project, together with all bond proceeds, all subsidies, grants or other financial assistance and guarantees issued from other entities to be received in connection with the bond financing, will be sufficient to pay the amount

estimated by the Housing Division as necessary for debt service on the bonds issued for the financing of the proposed project.

BY: ______________________________ DATE: ______________

Steve Aichroth
Administrator
Nevada Housing Division

July 29, 2025

Steve Aichroth, Administrator
Nevada Housing Division
1830 College Parkway, Suite 200
Carson City, NV 89706

Re: Arthur McCants Senior Apartments

Mr. Aichroth:

This Review and Opinion is provided in support of the request by the Nevada Housing Division ("Division") to the State of Nevada Board of Finance for approval of the Findings of Fact regarding the Arthur McCants Senior Apartments project (the "Project"). The Division is requesting authorization from the State of Nevada Board of Finance for issuance of up to $23,000,000 of Nevada Housing Division multi-unit housing revenue bonds to fund the rehabilitation of this affordable senior rental development located in Las Vegas, Nevada.

PFM Financial Advisors LLC ("PFM") has reviewed the Application of the borrower for financing of the Project and related supporting material submitted to the Division. We have also discussed the Project and financing with representatives of the borrower and Division staff.

The proposed financing will consist of a short-term construction loan issued as a private placement with Bridgewater Bank and a permanent loan issued as a Freddie Mac Tax-Exempt Loan ("TEL") with underwriting managed by Lument Real Estate Capital LLC ("Lument") in their capacity as delegated loan servicer. The overall financing is reviewed in greater detail in Exhibits A, B and D.

The proposed Project is viewed positively in the local community and has been endorsed by the City of Las Vegas. A tax-exempt financing by the Division of this Project is necessary for compliance with Federal tax rules to qualify the Project for 4% Low Income Housing Tax Credits. Equity proceeds from the sale of these credits are critical to successful completion of the funding strategy at the proposed restricted income levels.

In our opinion, the Project and the proposed financing meet the requirements of NRS 319.260 and NAC 319.712, and we recommend it for submittal to the Board of Finance for approval. Debt issuance will be subject to receipt of final loan and equity approval and loan, bond, and tax documentation.

The following Exhibits A and B have been prepared by PFM. Exhibits C and D were submitted by the Borrower.

Exhibit A: Project Overview and Plan of Finance
Exhibit B: Project Operating Proforma
Exhibit C: Borrower Finance Plan Statement
Exhibit D: Borrower Provided Additional Narrative

Sincerely,

PFM Financial Advisors LLC

Maggie Marshall

Maggie Marshall, *Senior Managing Consultant*

EXHIBIT A

Project Overview and Plan of Finance

The Project

The Project consists of the acquisition and rehabilitation of an existing HUD-assisted senior development located north of the intersection of North Eastern Avenue and East Harris Avenue in Las Vegas. The property is a 116-unit rental development constructed in 1980 on a site of approximately 5.19 acres. The development consists of 116 one-bedroom units in one 3-story building. Amenities include a community room, library, and laundry facility. Greater detail regarding the Project configuration and amenities is included in Exhibit D.

A summary of the unit mix and rent restrictions are provided in Table A.

Table A: Project Unit & Rent Profile

Unit Mix	Number Units	Unit Size (SF)	Allowable Monthly Rent [1]	Less Utility Allowance [2]	Tenant Share Monthly Rent [2]	Section 8 Project Based Voucher	Total Monthly Revenue	Total Annual Revenue
1 Bedroom								
< 30% AMI	24	700	$574	$83	$491	$813	$31,296	$375,552
< 50% AMI	12	700	$956	$83	$873	$431	$15,648	$187,776
< 60% AMI	79	700	$1,147	$83	$1,064	$240	$103,016	$1,236,192
< 60% AMI	1	700	$1,147	n/a	$1,147	n/a	$1,147	$13,764
Total Units	**116**						**$151,107**	**$1,813,284**

[1] 2025 Income Limits (Las Vegas-Henderson-Paradise, NV MSA)
[2] 100% owner-paid utilities for non-voucher unit

Project Developer

GLTC Partners LLC
4530 E Thousand Oaks Blvd, Suite 100
Westlake Village, CA 91362

GLTC Partners LLC is a related party to and the development entity of California Commercial Investments Companies (“CCI”). CCI entered the affordable housing space in 2000 and has since purchased, preserved, and developed approximately 7,300 affordable housing units nationwide. Some examples of local, state and federal programs that CCI has leveraged in order to create and preserve affordable housing include LIHTC 9%, 4% bond financing, RAD, SPRAC, 236 decoupling, HUD insured loans including 223(a)7, 223(f), 221(d)4 and 223(f) pilot.

Greater detail regarding experience of the developers is contained in Exhibit D.

Borrower Entity

The borrower/ownership entity will be Arthur McCants TC Apartments, LP, a limited partnership consisting of Arthur McCants TC GP, LLC as 0.01% General Partner and Boston Financial as the 99.99% Investor Member. Boston Financial will provide an equity investment of approximately $16,238,829 in exchange for 4% low-income housing tax credits to be allocated to the Project.

The periodic advances of the equity investment by Boston Financial are expected to occur as follows (subject to adjustment):

- 1st Installment: $2,435,824 at Financial Close (April 2026)
- 2nd Installment: $8,119,415 at Construction Completion (October 2027)
- 3rd Installment: $5,483,590 at Conversion (January 2028)
- 4th Installment: $200,000 at delivery of IRS Form 8609 (September 2028)

Property Manager

CCI will serve as the property manager for this property.

Debt Plan of Finance:

The proposed financing will consist of a separate construction loan and permanent loan. The construction phase loan will be provided as a direct placement with Bridgewater Bank. Permanent project financing will be issued as a Freddie Mac Tax-Exempt Loan ("TEL") with underwriting managed by Lument Real Estate Capital LLC in their capacity as delegated underwriter servicer. The Freddie TEL will be initially provided in the form of an unfunded permanent loan commitment. At conversion, the short-term Construction Loan will be redeemed and the Freddie TEL (Permanent Loan) will be funded.

Greater detail regarding the debt financing is provided in the Bond/Loan Term section.

Reserves:

The Borrower will be required to fund deposits to a replacement reserve initially set at $300/unit/year. The minimum required replacement reserve deposits will increase by 3% annually.

The Borrower will also be required to fund an Operating Reserve initially set at $803,632.

Sources and Uses:

The source and application of funds during both construction and permanent phases of the Project are summarized in Table B, below:

Table B: Sources and Uses of Funds

Sources of Funds	Construction Phase	Permanent Phase	
NHD Tax-Exempt Bond Proceeds	$23,000,000	$12,750,000	
Taxable Construction Loan	$1,500,000		
LIHTC Equity	$2,435,824	$16,238,829	
Clark County CHF (request pending)*	$3,600,000	$4,000,000	
Clark County HOME	$900,000	$1,000,000	
City of Las Vegas HOME	$1,350,000	$1,500,000	
Seller's Note	$4,470,000	$4,470,000	
Deferred Developer Fee		$4,100,476	
	$37,255,824	$44,059,305	
Uses of Funds			**$/Unit**
Land Acquisition	$1,450,000	$1,450,000	$12,500
Building Acquisition	$13,050,000	$13,050,000	$112,500
Construction Hard Costs	$15,496,316	$15,804,446	$136,245
Soft Costs	$3,372,469	$3,372,469	$29,073
Construction Period Interest	$1,743,826	$2,055,451	$17,719
Contingencies	$1,823,308	$1,823,308	$15,718
Operating & Repair Reserves		$803,632	$6,928
Developer Fee	$319,905	$5,700,000	$49,138
	$37,255,824	$44,059,306	$379,822

** Note: the Borrower has applied for CHF Funds and expects to know the status of the award in the near future*

<u>Bond/Loan Term Summary:</u>

Bond/Loan Dated: As of Closing Date

Construction Lender: Bridgewater Bank

Permanent Lender: Lument Real Estate Capital, LLC

Bond Structure:

<u>Construction Phase</u>

The Construction Loan will provide funding of an interim tax-exempt construction bond issue. Bond proceeds will periodically be advanced to the Borrower by the Division pursuant to the Loan Agreement and used to pay a portion of the costs of construction of the project.

- Estimated at $23,000,000
- Interest Rate estimated at 7.80% (including Division/Trustee fees) as of July 2, 2025
- Term: Estimated at 24 months (Freddie Mac permanent financing take-out)

<u>Permanent Phase:</u>

Permanent phase financing will be provided at closing by Freddie Mac as an unfunded permanent loan commitment. At conversion, the Permanent Loan will be funded and used to redeem the Construction Loan

- Estimated at $12,750,000
- Rate estimated at 6.60% (including Division and Trustee fees) as of July 2, 2025
- Amortization factor is 40 years.
- Maturity – 16 years
- Debt Service Coverage – Minimum of 1.15 to 1.00

Fees: 1) Issuer Annual Fee @ 0.25% (25 bp) paid monthly in advance

2) Trustee Annual Fee @ 0.05% (5 bp) paid monthly in advance

Bond Rating: Not rated.

Nevada Housing Division
Multifamily Housing Revenue Bonds
Arthur McCants Manor
Series 2026

	2028	2029	2030	2031	2032	2033	2034	2035	2036	2037
INCOME										
Annual Gross Rental Income	$ 1,813,284	$ 1,849,550	$ 1,886,541	$ 1,924,271	$ 1,962,757	$ 2,002,012	$ 2,042,052	$ 2,082,893	$ 2,124,551	$ 2,167,042
Other: Ancillary Revenue	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Total Residential Income	$ 1,813,284	$ 1,849,550	$ 1,886,541	$ 1,924,271	$ 1,962,757	$ 2,002,012	$ 2,042,052	$ 2,082,893	$ 2,124,551	$ 2,167,042
Less: Residential Vacancy/Discounts	$ (90,664)	$ (92,477)	$ (94,327)	$ (96,214)	$ (98,138)	$ (100,101)	$ (102,103)	$ (104,145)	$ (106,228)	$ (108,352)
Proforma Gross Income	**$ 1,722,620**	**$ 1,757,072**	**$ 1,792,214**	**$ 1,828,058**	**$ 1,864,619**	**$ 1,901,911**	**$ 1,939,950**	**$ 1,978,749**	**$ 2,018,324**	**$ 2,058,690**
EXPENSES										
General Administrative	$ 59,556	$ 61,343	$ 63,183	$ 65,078	$ 67,031	$ 69,042	$ 71,113	$ 73,246	$ 75,444	$ 77,707
Operating & Maintenance	$ 46,081	$ 47,463	$ 48,887	$ 50,354	$ 51,865	$ 53,421	$ 55,023	$ 56,674	$ 58,374	$ 60,125
Utilities	$ 95,192	$ 98,048	$ 100,989	$ 104,019	$ 107,139	$ 110,354	$ 113,664	$ 117,074	$ 120,586	$ 124,204
Staff Payroll & Benefits	$ 229,495	$ 236,380	$ 243,471	$ 250,775	$ 258,299	$ 266,048	$ 274,029	$ 282,250	$ 290,717	$ 299,439
Taxes & Insurance	$ 100,435	$ 103,448	$ 106,551	$ 109,748	$ 113,040	$ 116,432	$ 119,925	$ 123,522	$ 127,228	$ 131,045
Property Management	$ 103,357	$ 106,458	$ 109,652	$ 112,941	$ 116,329	$ 119,819	$ 123,414	$ 127,116	$ 130,930	$ 134,858
Replacement Reserves	$ 34,800	$ 35,844	$ 36,919	$ 38,027	$ 39,168	$ 40,343	$ 41,553	$ 42,800	$ 44,084	$ 45,406
Proforma Operating Expenses	**$ 668,916**	**$ 688,984**	**$ 709,653**	**$ 730,943**	**$ 752,871**	**$ 775,457**	**$ 798,721**	**$ 822,683**	**$ 847,363**	**$ 872,784**
Effective Net Operating Income	**$ 1,053,704**	**$ 1,068,089**	**$ 1,082,560**	**$ 1,097,115**	**$ 1,111,748**	**$ 1,126,454**	**$ 1,141,229**	**$ 1,156,066**	**$ 1,170,961**	**$ 1,185,906**
Contribution to Project Budget										
Senior Debt Service	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671
Debt Service Coverage	116%	118%	119%	121%	123%	124%	126%	128%	129%	131%
Residual Receipts	**$ 147,033**	**$ 161,418**	**$ 175,890**	**$ 190,444**	**$ 205,077**	**$ 219,783**	**$ 234,558**	**$ 249,395**	**$ 264,290**	**$ 279,235**
LP Asset Mgt Fee	$ 5,500	$ 5,665	$ 5,835	$ 6,010	$ 6,190	$ 6,376	$ 6,567	$ 6,764	$ 6,967	$ 7,176
DDF Payments	$ 141,533	$ 155,753	$ 170,055	$ 184,434	$ 198,887	$ 213,407	$ 227,991	$ 242,631	$ 257,323	$ 272,059
DDF Balance	$ 2,648,019	$ 2,492,266	$ 2,322,212	$ 2,137,777	$ 1,938,891	$ 1,725,483	$ 1,497,493	$ 1,254,862	$ 997,539	$ 725,480
Surplus Cash	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**

Revenue Escalation:	2.00%
Expense Escalation:	3.00%
Property Management:	6.00%
Vacancy Assumption:	5.00%
Deferred Developer Fee :	$4,100,476

Permanent Loan Amount	$12,750,000
Loan Term	40
Core Loan Rate	6.30%
NHD & Trustee Factor	0.30%
Total Loan Rate	6.60%
Annual Debt Service	$906,671

Nevada Housing Division
Multifamily Housing Revenue Bonds
Arthur McCants Manor
Series 2026

	2038	2039	2040	2041	2042	2043	2044	2045
INCOME								
Annual Gross Rental Income	$ 2,210,383	$ 2,254,591	$ 2,299,683	$ 2,345,676	$ 2,392,590	$ 2,440,442	$ 2,489,250	$ 2,539,035
Other: Ancillary Revenue	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Total Residential Income	$ 2,210,383	$ 2,254,591	$ 2,299,683	$ 2,345,676	$ 2,392,590	$ 2,440,442	$ 2,489,250	$ 2,539,035
Less: Residential Vacancy/Discounts	$ (110,519)	$ (112,730)	$ (114,984)	$ (117,284)	$ (119,629)	$ (122,022)	$ (124,463)	$ (126,952)
Proforma Gross Income	**$ 2,099,864**	**$ 2,141,861**	**$ 2,184,698**	**$ 2,228,392**	**$ 2,272,960**	**$ 2,318,419**	**$ 2,364,788**	**$ 2,412,084**
EXPENSES								
General Administrative	$ 80,038	$ 82,439	$ 84,913	$ 87,460	$ 90,084	$ 92,786	$ 95,570	$ 98,437
Operating & Maintenance	$ 61,929	$ 63,787	$ 65,700	$ 67,672	$ 69,702	$ 71,793	$ 73,946	$ 76,165
Utilities	$ 127,930	$ 131,768	$ 135,721	$ 139,793	$ 143,986	$ 148,306	$ 152,755	$ 157,338
Staff Payroll & Benefits	$ 308,422	$ 317,675	$ 327,205	$ 337,021	$ 347,132	$ 357,546	$ 368,272	$ 379,320
Taxes & Insurance	$ 134,976	$ 139,026	$ 143,196	$ 147,492	$ 151,917	$ 156,474	$ 161,169	$ 166,004
Property Management	$ 138,903	$ 143,071	$ 147,363	$ 151,784	$ 156,337	$ 161,027	$ 165,858	$ 170,834
Replacement Reserves	$ 46,768	$ 48,171	$ 49,616	$ 51,105	$ 52,638	$ 54,217	$ 55,844	$ 57,519
Proforma Operating Expenses	**$ 898,967**	**$ 925,936**	**$ 953,715**	**$ 982,326**	**$ 1,011,796**	**$ 1,042,150**	**$ 1,073,414**	**$ 1,105,617**
Effective Net Operating Income	**$ 1,200,897**	**$ 1,215,925**	**$ 1,230,984**	**$ 1,246,066**	**$ 1,261,164**	**$ 1,276,270**	**$ 1,291,374**	**$ 1,306,467**
Contribution to Project Budget								
Senior Debt Service	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671	$906,671
Debt Service Coverage	132%	134%	136%	137%	139%	141%	142%	144%
Residual Receipts	**$ 294,226**	**$ 309,254**	**$ 324,313**	**$ 339,396**	**$ 354,494**	**$ 369,599**	**$ 384,703**	**$ 399,796**
LP Asset Mgt Fee	$ 7,392	$ 7,613	$ 7,842	$ 8,077	$ 8,319	$ 8,569	$ 8,826	$ 9,091
DDF Payments	$ 286,834	$ 301,641	$ 137,006	$ -	$ -	$ -	$ -	$ -
DDF Balance	$ 438,646	$ 137,006	$ -	$ -	$ -	$ -	$ -	$ -
Surplus Cash	**$ -**	**$ -**	**$ 179,466**	**$ 331,319**	**$ 346,174**	**$ 361,030**	**$ 375,877**	**$ 390,705**

Arthur McCants Manor

Borrower Financing Representation

Proposed Project:

To facilitate review and approval of financing by the Nevada State Board of Finance for the proposed project the sponsor/borrower should demonstrate it has evaluated reasonable alternative financing providers/programs. Select Option A and provide the requested information. Should the sponsor/borrower prefer not to provide, or be unable to provide, information requested in Option A, select Option B.

A narrative discussion of the rationale for selection of your proposed lender would be helpful and can be provided in the Sponsor/Borrower Statement section. This would be particularly useful should you select Option B.

☐Option A

Lender	Rate	Fees

☒Option B

Sponsor/Borrower Statement:

Lument provides a variety of lending options, including Freddie Mac, Fannie Fae, and HUD 223 products. They are able to leverage their experience with these agencies to reduce vacancy requirements and extend amortization periods. Lastly, because of our long-standing relationship with Lument, their team keeps us informed of financial trends that could impact our deals and maintains responsive communication through all phases of a deal.

Arthur McCants TC Senior Apartments, LP
A Nevada limited partnership

By: Arthur McCants TC GP, LLC, a Nevada limited liability company
Its: General Partner

By: GLTC Partners, LLC, a North Dakota limited liability company
Its: Managing Member

By: California Commercial Investment Brokerage, Inc., a California corporation
Its: Managing Member

By: ______________________
Danielle Hastie,
Its: Vice President

Arthur McCants Senior Apartments
800 N. Eastern Avenue
Las Vegas, NV 89101
APN #: 139-25-301-002 (5.19 acres)

Project Description

Arthur McCants Senior Apartments entails the acquisition and rehabilitation of an existing HUD-assisted senior property. The development was built in 1980 and consists of 116 units—all one-bedroom units—available to seniors with incomes at or below 60% of area median income (AMI). Of the 116 units, 115 units (all but one) receive project-based rental assistance through a Section 8 HAP contract. The rehabilitation of Arthur McCants Senior Apartments is being undertaken by GLTC Partners, LLC and California Commercial Investment Companies (CCI), whose conscious capitalism approach is focused on the preservation of existing affordable housing resources.

The goals of this preservation project include:

- To preserve this important housing asset and extend its useful life under the Low Income Housing Tax Credit (LIHTC) program for 30 years;

- To bring building systems, including the HVAC system, potable water system, fire system, security system, and balconies, up to modern standards and into full compliance with ADA regulations;

- To bring the unit amenities, including cabinets, countertops, flooring, fixtures, painting, and appliances, up to modern standards; and,

- To meet and/or exceed energy conservation requirements as detailed in Section 11 of the 2024 Nevada Housing Division Qualified Allocation Plan, and to lower future utility costs to the residents and the development through new HVAC systems and water heaters.

Property Description
Arthur McCants Senior Apartments opened in 1980 and consists of one three-story elevator building on a 5.19-acre site. The property is located north of the intersection of North Eastern Avenue and East Harris Avenue in the City of Las Vegas. The building contains 116, one-bedroom/one-bathroom residential units, averaging 700 square feet.

Property amenities include a community room, library, and laundry facility. Existing in-unit amenities include blinds, ranges, refrigerators, patios/balconies, and carpet/vinyl flooring. Post-rehabilitation, the units will have all new energy-efficient appliances, new flooring, new cabinets, new counters, new fixtures, new paint, and upgraded balconies. As noted above, building modernization is expected to include replacement of the building's HVAC system, potable water system, and fire system (including pull cords, fire panel, and sprinklers), as well as security features.

Location and Neighborhood
Arthur McCants Senior Apartments is located approximately 2 miles east of downtown Las Vegas in Ward 3 of the City of Las Vegas. The area is mostly residential with commercial uses to the south. The development is located near stores, parks, churches, banks, community services, and mass transit. About half a mile south of the property is a large shopping center containing a Walgreen's pharmacy, two grocery stores, a U.S. postal service office, a dental office, a hair salon, as well as several gas stations, stores, and eateries. There are also several churches within a one-mile radius of the property, and Meals on Wheels has an office just 0.7 miles away, south of E. Bonanza Road.

Immediately to the north of the property is the Golden Rule Apartments, a senior affordable housing community with 60 units completed and an additional 60 units currently under construction. Adjoining the property to the east is the Robert Lunt Elementary School.

Less than a half-mile to the east is Gary Reese Freedom Park, which contains bocce courts, horseshoe pits, a fitness court, a jogging/walking path, playgrounds, picnic areas, a pool, a disc golf field, and several sport courts and fields. The Las Vegas Fire and Rescue Department Station 8 is located adjacent to the park, providing residents with quick emergency responses when necessary. The East Las Vegas Library is a little over a half-mile to the south-east.

The East Las Vegas Community Center is located 1 mile south of the site. The center was designed to reflect the Latino heritage of the surrounding area and contains a ballroom, classrooms, loom room, learning room, commercial kitchen, dance/aerobics studio, music studio and sound production booth, and computer lab. It also offers numerous senior activities and cultural classes.

North Vista Hospital is just under one and half miles to the north of the site. The hospital offers comprehensive healthcare services, including emergency care, heart care, advanced surgical procedures, diagnostic imaging, and an urgent care clinic.

There are several bus stops within walking distance of the property. RTC Southern NV Route 110 runs south to north along Eastern Avenue from Paradise Valley to North Las Vegas, and Route 208 runs west to east along Washington through downtown Las Vegas to Durango Drive.

Proposed Development Activities
Arthur McCants Senior Apartments was built in 1980 and is in need of a comprehensive rehabilitation effort. The developers have budgeted approximately $15.6 million, or about $134,745 per unit, plus $300 per unit per year in replacement reserves, to maintain the property for at least another 30 years. Rehabilitation will focus on three main areas: building and site improvements (including security), unit upgrades, and energy efficiency.

Building and site improvements at Arthur McCants Senior Apartments will include replacement of the building's HVAC system, potable water system, and fire system (including pull cords, fire panel, and the new addition of a sprinkler system), as well as new security features. Unit upgrades will include all new energy-efficient appliances, new flooring, new cabinets, new counters, new fixtures, new paint, and upgraded balconies. Improvements will also be made to ensure that the required units are ADA compliant. Finally, asbestos abatement will occur as necessary.

Target Population and Market Demand
Arthur McCants Senior Apartments will be a senior development affordable to households with incomes at or below 60% of area median income (AMI). All 116 units will be LIHTC units. Following rehabilitation, the 115 units currently receiving project-based Section 8 rental assistance will continue to do so. Under the Section 8 program, households pay 30% of their adjusted gross income towards rent, allowing the development to serve a broad income mix from working families to extremely low-income and disabled households, including those on SSI/DI.

The vast majority of current tenants are frail elderly living on fixed incomes well below 30% of AMI. Ensuring that these ethnically diverse seniors have access to a modernized, safe living environment is critical to their quality of life.

The preservation and rehabilitation of the Arthur McCants Senior Apartments development will address the documented need for barrier-free and affordable housing for seniors in the City of Las Vegas and the Las Vegas Valley.

The need for affordable senior housing, and supportive elderly housing, in the Las Vegas Valley is well documented. The City of Las Vegas 2020-2025 Consolidated Plan & Action Plan identifies 17,184 households with a senior resident that make below 50% of the area median income. Over 21,500 renter households face a severe housing cost burden, spending more than 50% of their income on housing, and over 21,000 additional renter households spend more than 30% of their income on housing costs. While cost burden is a significant problem for households at 80% AMI and below, it is particularly difficult for those at 50% AMI and below, especially those on fixed incomes, which would include most elderly people and people with disabilities.

In addition to being cost-burdened, the elderly population is growing at the fastest rate of any age group in Clark County. For instance, between the 2010 and 2020 U.S. Census, the 56-84 age group grew by an extraordinary 58.0%, compared to 16.1% for all age groups. Table 1 presents growth rates by age range in terms of number and percentage.

Table 1: Change in Population by Age Range, Clark County, 2010 to 2020

Clark County Age Groups	Population Change, 2010 to 2020 (Number)	Population Change, 2010 to 2020 (Percent)
All Ages	314,192	16.1%
Under 5	-10,068	-7.2%
5 to 17	35,671	10.2%
18 to 24	16,606	9.3%
25 to 34	31,071	10.5%
35 to 44	25,211	8.7%
45 to 64	**90,408**	**18.8%**
65 to 84	**116,420**	**58.0%**
85 to 99	**8,750**	**44.7%**
100 and over	123	96.1%

Source: U.S. Census Bureau, 2010 Census Summary File 1 (SF1), 2020 Census Demographic and Housing Characteristics File (DHC)
https://www.census.gov/library/visualizations/interactive/exploring-age-groups-in-the-2020-census.html

According to the 2022 Nevada Housing Division Annual Affordable Apartment Survey, "Taking Stock," the supply of affordable senior housing units in Clark County was extremely low and held steady from previous years, with responding properties reporting a vacancy rate of 1.8% for a one-bedroom and 2.0% for a two-bedroom. These vacancy rates have been consistently low over the past several years, indicating a severe need for affordable senior housing in Clark County and the surrounding areas.

Extremely low-income households in Nevada have access to fewer affordable units than any other state in nation: 14 units for every 100 households below 30% of Area Median Income, compared with the national average of 34 units.[1] Many of the households at Arthur McCants Senior Apartments have incomes below 30% AMI, and the preservation of this housing and the associated Section 8 vouchers will allow this important development to continue to serve extremely low-income households for an additional 30 years.

Relocation

Renovation will be structured so that there will be minimal disturbances to the current residents. We expect that tenants will be offered hotel accommodations, or other comparable living arrangements, while renovations are carried out in their units. The development is currently occupied with qualifying low-income households; the same households will be given priority to return to newly upgraded units. Consequently, no permanent displacement is anticipated.

All relocation activities, if any are required, will be conducted in compliance with the Uniform Relocation Assistance (URA) and Real Property Acquisition Policies Act of 1970, as amended, (42 U.S.C. § 4601 et seq.) and its implementing regulations at 49 CFR 24, as applicable.

[1] See the National Low Income Housing Coalition data: https://nlihc.org/gap

Development Team
Arthur McCants Senior Apartments will be owned by a new, sole-purpose entity, Arthur McCants TC Apartments, LP, a Nevada limited partnership. The Managing Member will be a new, to-be-created sole-purpose entity, Arthur McCants TC GP, LLC, a Nevada Limited Liability Company.

GLTC Partners, LLC, a related party to CCI, will serve as the developer**.** Arthur McCants Senior Apartments will be managed by California Commercial Investment Companies (CCI).

CCI strives to make good investments in their people, properties, tenants, and company. CCI has strong experience in and a deep understanding of the complexities of development, including building ground up mixed-use communities and Acquisition/Rehab preservation renovation. CCI has worked with a variety of city, state and federal agencies and has completed successful market and affordable developments with an eye on value engineering and green construction. CCI's development experience includes: entitlement, ground up construction, tax credit development, retail, mini-storage, acquisition/rehab and value-added development.

CCI entered the affordable housing world in 2000 and has since purchased, preserved and developed approximately 7,300 units nationwide. CCI has completed dozens of multi-tiered affordable transactions utilizing public/private partnerships to leverage a variety of funding sources in an era that has seen a decline of funds available for affordable housing even as the nationwide need has become critical. With an acquisition team that can handle complicated financing structures and strong principle balance sheets that can attract top lenders and institutional investors, CCI has a substantial financial presence while bringing the technical know-how and tenacity necessary to complete long view development transactions. Some examples of local, state and federal programs that CCI has leveraged in order to create and preserve affordable housing include LIHTC 9%, 4% bond financing, RAD, SPRAC, 236 decoupling, HUD insured loans including 223(a)7, 223(f), 221(d)4 and 223(f) pilot. Local programs with which CCI has experience include Payment in Lieu of Tax (PILOT), FHLB grants, HOME loans, Housing Authority financing, and state credits.

Architect
The Architect for Arthur McCants Senior Apartments is Integrated Design & Architecture (IDeA).

With over 20 years of experience, Integrated Design & Architecture (IDeA) provides services in architecture, planning, sustainable design, and construction management. The firm serves a number of non-profit housing groups in New Mexico, Texas, and Nevada, including Nevada Rural Housing Authority, New Mexico Housing and Community Development Corporation, and Northern Nevada Community Housing. The firm has completed over 5,217 total dwelling units, with 80% of its work dedicated to affordable housing. Current housing projects in Nevada include: Highland Senior Apartments, Belmont Apartments, Silver Springs Village Apartments, Bristlecone Apartments, Yerington Garden, and Old Mill Village Apartments, and The Golden Rule Senior Apartments Phase I.

IDeA looks at every angle of building from its sustainability: water capture, solar, small footprint, ecological, and human health. It is interested in purposeful design, in creating buildings that don't cost more to maintain than to build. IDeA's principals and team have years of commitment to energy-efficient design, including daylighting and passive solar. Energy conscious design and natural, low-energy, and recycled materials have been key to many of IDeA's designs, including affordable housing projects.

General Contractor
The general contractor for Arthur McCants Senior Apartments is to-be-determined.

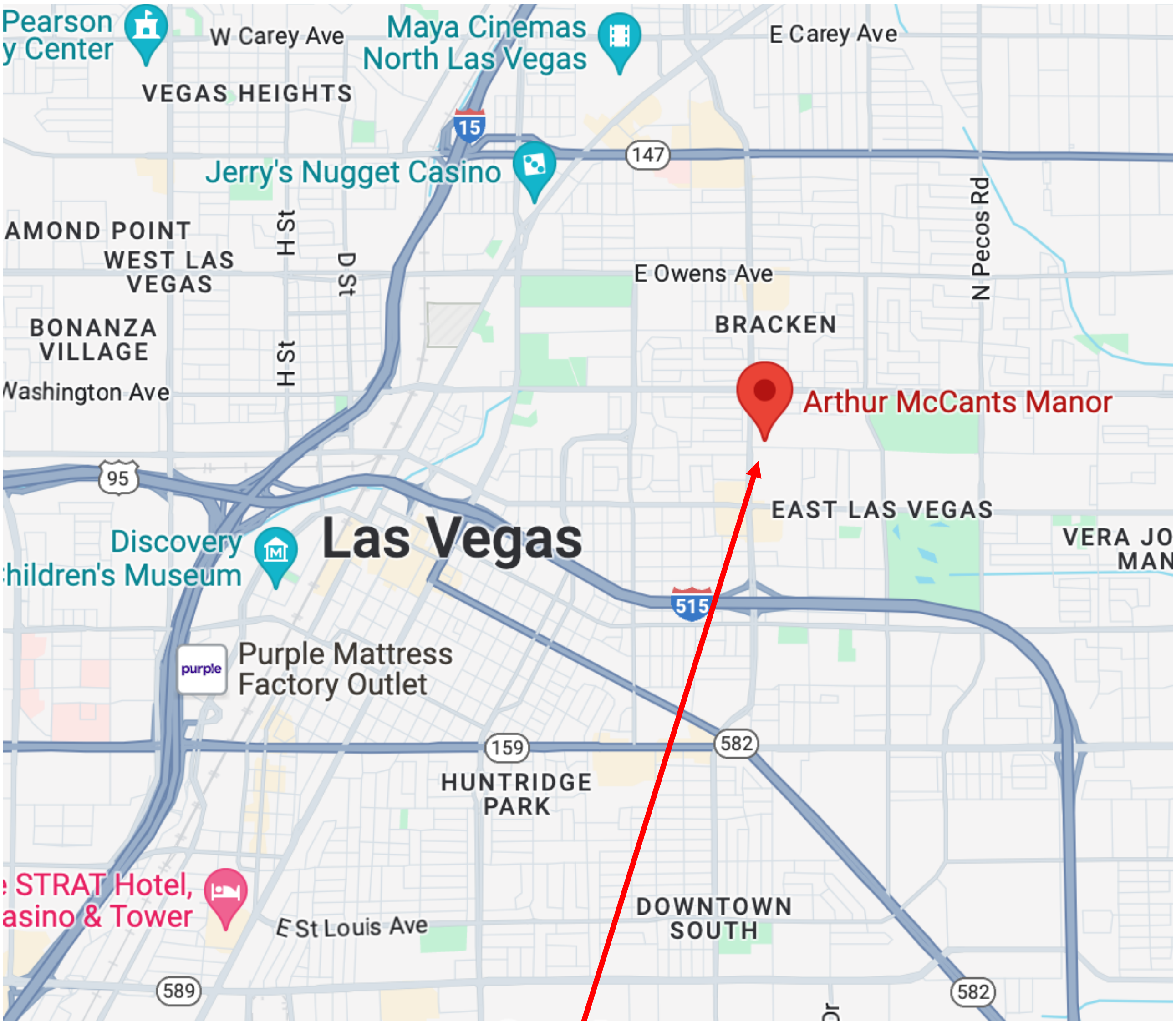
Development Finance
California Commercial Investment Companies receives consulting assistance from Praxis Consulting Group, LLC. Formed in 2004, Praxis Consulting Group LLC is a Nevada-based consulting firm that helps non-profit, for-profit and government organizations develop and finance affordable housing. Praxis also carries out research and technical assistance in the areas of community development, non-profit capacity building, fund raising and public policy development. Since 2005, Praxis has secured the financing for over 125 affordable housing developments totaling over 14,800 units and $3.48 billion in financing. Financing sources have included project-based housing choice vouchers, public housing operating subsidy, private grants, tax-exempt bonds, 4 percent and 9 percent tax credits, ARRA TCAP and Section 1602 funds, HUD HOME and state housing trust funds, state transitional housing monies, FHLB AHP funds, as well as conventional construction and permanent debt.

Financing and Schedule
The financing for Arthur McCants Senior Apartments will include tax-exempt bonds issued by the Nevada Housing Division (NHD), equity from the sale of non-competitive 4% Low Income Housing Tax Credits, and soft funds including City of Las Vegas HOME funds, Clark County HOME funds, and NHD GAHP funds and Transferrable State Tax Credits (TSTC).

Arthur McCants Senior Apartments is projected to close in April 2026, with construction completion by July 2027 and conversion in January 2028.

Arthur McCants Senior Apartments
800 N. Eastern Avenue
Las Vegas, NV 89101
APN #: 139-25-301-002 (5.19 acres)

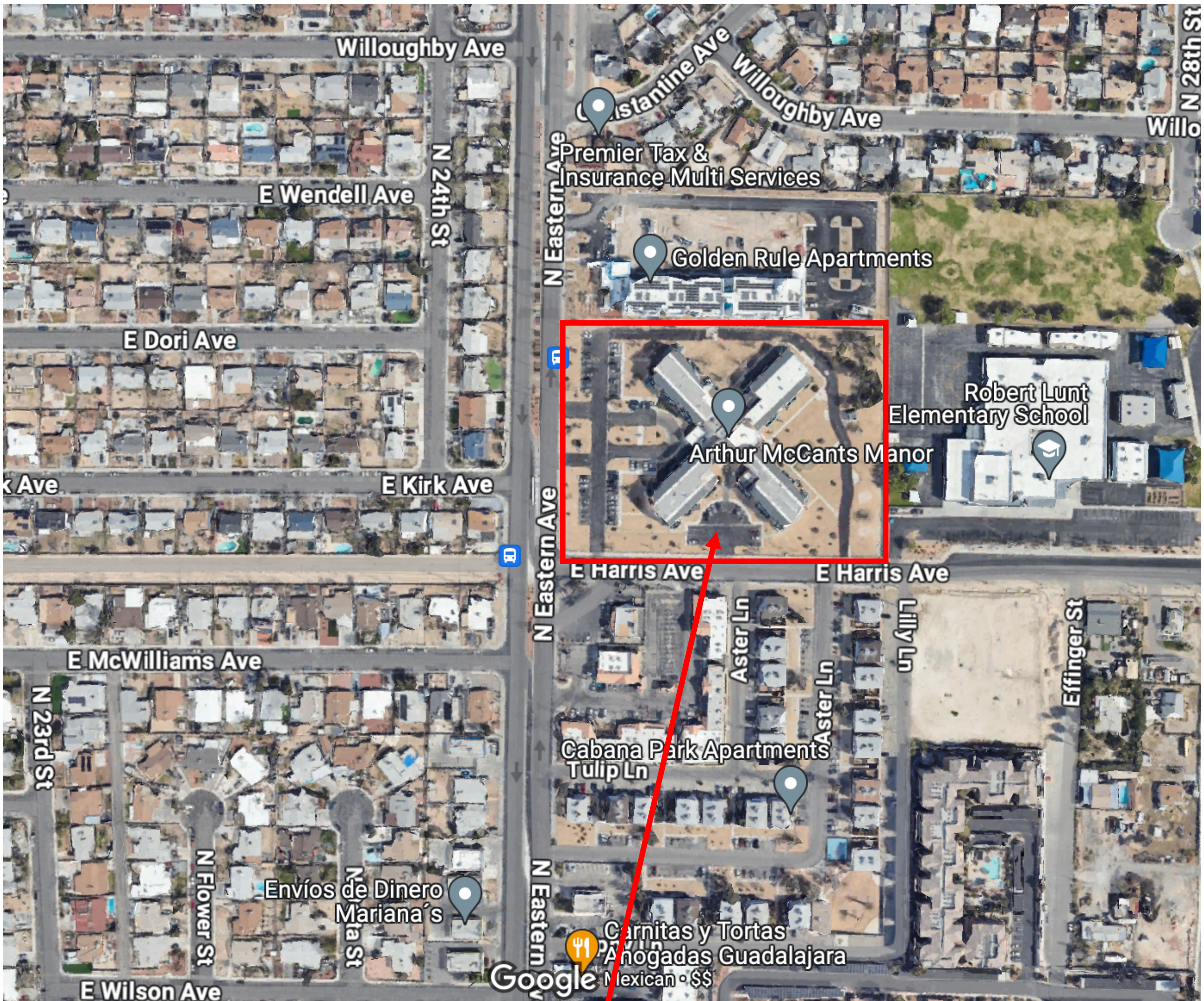
Location Map



Arthur McCants Senior Apartments

Arthur McCants Senior Apartments
800 N. Eastern Avenue
Las Vegas, NV 89101
APN #: 139-25-301-002 (5.19 acres)

Aerial Map



Arthur McCants Senior Apartments

Arthur McCants Senior Apartments
800 N. Eastern Avenue
Las Vegas, NV 89101
APN #: 139-25-301-002 (5.19 acres)

Street View

Development Executive Summary

Development: Arthur McCants Senior Apa
Development Type: Acquisition & Rehab
BoF Meeting Date: 8.20.2025

Administrator's Summary

This bond issuance of $23.0 million will be used to provide for the acquisition and rehabilitation of 116 units of affordable senior apartments in Las Vegas. The rental housing will serve 116 households at or below 60% of area median income (AMI) with 24 units specifically designated for households below 30% AMI and 12 units at or below 50% AMI. The project developers are the GLTC Partners, the development entity of California Commercial Investments Companies, which have developed over 7000 affordable housing units nationwide.

- 116 Senior Units
- Acquisition and Rehabilitation
- 100% Affordable Rents
- 80 units <60% AMI, 12 units <50% AMI, 24 units <30% AMI
- 1 bedroom units = 116
- 1 bedroom rents $224 less than market rate
- Cost per unit = $379,822
- Cost per bond cap allocation = $198,275
- Developer –GLTC Partners
- Equity Investor – Boston Financial
- Loan – Freddie TEL
- $23.0 M in Bond Proceeds trips $16.2 M in LIHTC Equity (36.9% of total development cost)

	Arthur McCant	Program Average	Notes
Total Tax-exempt Bond ask	$ 23,000,000	$ 30,870,000	Average of last 10 Ac/Rehab projects previously approved
Total Development Cost	$ 44,059,305	$ 59,723,881	Average of last 10 Ac/Rehab projects previously approved
Size of site	5.19 Acres	8.1	
Total # of Units	116	196	Average of last 10 Ac/Rehab projects previously approved
Cost Per Unit	$ 379,822	$ 322,556	Average of last 10 Ac/Rehab projects previously approved
Bond Cap used Per Unit	$ 198,275	$ 167,125	Average of last 10 Ac/Rehab projects previously approved
Percentage of Units above 60% AMI	0.00%	0.0%	0 units in this project
Percentage of Units at 60% AMI	69.00%	52.0%	80 Units in this project
Percentage of Units at 50% AMI	10.34%	38.0%	12 units in this project
Percentage of Units at 40% AMI	0.00%	3.0%	0 units in this project
Percentage of Units at 30% AMI	20.69%	7.0%	24 units in this project
Veteran's Preference	n/a	n/a	

	Arthur McCant	Estimated Market Rate	Notes
Average 1 Bedroom Rent	$ 926	$ 1,150	Renthop.com July 2025
Average 2 Bedroom Rent	n/a	n/a	
Average 3 Bedroom Rent	n/a	n/a	
Average Vacancy Rate	n/a	9.30%	Avison Young Q1 2025

State of Nevada
DEPARTMENT OF BUSINESS & INDUSTRY
Housing Division
1830 E. College Parkway, Suite 200
Carson City, NV 89706

DATE:	July 29, 2025
TO:	State Board of Finance
AGENDA ITEM:	Approval of the Findings of Fact of the Administrator of the Nevada Housing Division concerning the Multi-Unit Housing Revenue Bonds (Riverwood Village Apartments)
PETITIONER:	Steve Aichroth – Administrator, Nevada Housing Division

____

A. Time and Place of Meeting:

10:00 a.m., Wednesday, August 20, 2025, at the Old Assembly Chambers of the Capitol Building, 101 N. Carson Street, Carson City, Nevada 89701.

B. Matter to be reviewed: The Findings of Fact ("Findings") of the Administrator of the Housing Division concerning the Multi-Unit Housing Revenue Bonds (Riverwood Village Apartments).

C. The Findings relate to the issuance of up to $35,000,000 in multi-unit housing revenue bonds to provide an affordable housing opportunity for the acquisition and rehabilitation of a 207-unit family apartment complex located at 1701-1705 Cal Edison Drive, Laughlin, Nevada (the "Project").

D. The Housing Division will issue up to $35,000,000 of multi-unit housing revenue bonds. The financing proposed will consist of a direct placement with JP Morgan Chase Bank N.A. ("Chase"). Permanent phase financing will be initially provided in the form of an unfunded forward commitment for a permanent loan to be purchased by an institutional investor identified by J.P. Morgan Chase Bank. The borrower/ownership entity will be RW Associates, LLC. The 0.01% Managing Member of the LLC will be a sole purpose limited liability company, RW Associates Manager LLC, whose sole manager will be Nevada Rural Housing Authority. The Richman Group Affordable Housing Corporation ("Richman") will be the 99.99% Investor Member and will provide an equity investment of approximately $26,246,080 in exchange for 4% low-income housing tax credits to be allocated to the Project. The proposed private placement financing structure is in compliance with NRS and NAC Chapters 319 (Nevada Housing Finance Law).

E. Background of Agenda Item:

The Project borrower/developer, in concert with the Housing Division's financial team and bond counsel, has prepared the necessary documents to implement this rehabilitation construction housing project. Further, the project, as proposed, complies with the intent and purpose of Nevada Housing Finance Law. Also, the program and bond documents prepared will comply with the Internal Revenue Code of 1986 (United States Code Title 26), as amended.

F. Staff Recommendation:

The Administrator of the Housing Division, in consultation with the financial and lending professionals of the Housing Division, recommends approval of the Findings, to the Board of Finance, for the issuance by the Nevada Housing Division of an issue of bonds known as “Multi-Unit Housing Revenue Bonds (Riverwood Village Apartments)”.

G. Attorney Opinion:

The Findings of Fact of the Administrator of the Housing Division have been reviewed by the Housing Division’s Legal Counsel; and assuming the factual matter stated therein is accurate, and except for the bond issue cash flow analyses and other financial and statistical data included therein as to which no opinion is expressed, the findings comply with the requirements of NRS 319.190, 319.260 and 319.270.

State of Nevada

DEPARTMENT OF BUSINESS & INDUSTRY

Housing Division

FINDINGS OF FACT

Multi-Unit Housing Revenue Bonds
Riverwood Village Apartments

In accordance with the requirements of NRS 319.190, 319.260 and 319.270, and based upon the memorandum of support, the Administrator of the Nevada Housing Division finds that:

1. There exists a shortage of decent, safe and sanitary senior housing at rental rates that eligible families can afford within the Clark County, Nevada rental housing markets, as determined by the Administrator.

2. Private enterprise and investment have been unable, without assistance, to provide an adequate supply of decent, safe and sanitary rental housing in such housing market areas at rental rates, which families of low and moderate income can afford.

3. The proposed multifamily project will increase the supply and improve the quality of decent, safe and sanitary rental housing for eligible families.

4. The rental housing to be assisted by the Housing Division pursuant to the provisions of NRS and NAC Chapter 319 will be for public use and will provide a material public benefit to Clark County, Nevada.

5. The Housing Division's estimates of revenues to be derived from the mortgage made under the proposed project, together with all bond proceeds, all subsidies, grants or other financial assistance and guarantees issued from other entities to be received in connection with the bond financing, will be sufficient to pay the amount

estimated by the Housing Division as necessary for debt service on the bonds issued for the financing of the proposed project.

BY: ______________________________________ DATE: _________________

Steve Aichroth
Administrator
Nevada Housing Division

July 29, 2025

Steve Aichroth, Administrator
Nevada Housing Division
1830 College Parkway, Suite 200
Carson City, NV 89706

Re: Riverwood Village Apartments

Mr. Aichroth:

This Review and Opinion is provided in support of the request by the Nevada Housing Division ("Division") to the State of Nevada Board of Finance for approval of the Findings of Fact regarding the Riverwood Village Apartments project ("Project"). The Division is requesting authorization from the State of Nevada Board of Finance for issuance of up to $35,000,000 of Nevada Housing Division multi-unit housing revenue bonds to fund the acquisition and rehabilitation of this affordable family rental development located in unincorporated Laughlin, Nevada.

PFM Financial Advisors LLC ("PFM") has reviewed the Application of the borrower for financing of the Project and related supporting material submitted to the Division. We have also discussed the Project and financing with representatives of the borrower and Division staff.

The proposed financing includes a short-term construction loan issued as a direct placement with JPMorgan Chase Bank, N.A. Permanent phase financing will be initially provided in the form of an unfunded forward commitment for a permanent loan to be purchased by an institutional investor identified by J.P. Morgan Chase Bank. The overall financing is reviewed in greater detail in Exhibits A, B and D.

The proposed Project is viewed positively in the local community and has been endorsed by Clark County. A tax-exempt financing by the Division of this Project is necessary for compliance with Federal tax rules to qualify the Project for 4% Low Income Housing Tax Credits. Equity proceeds from the sale of these credits are critical to successful completion of the funding strategy at the proposed restricted income levels.

In our opinion, the Project and the proposed financing meet the requirements of NRS 319.260 and NAC 319.712, and we recommend it for submittal to the Board of Finance for approval. Debt issuance will be subject to receipt of final loan and equity approval and loan, bond, and tax documentation.

The following Exhibits A and B have been prepared by PFM. Exhibits C and D were submitted by the Borrower.

Exhibit A: Project Overview and Plan of Finance
Exhibit B: Project Operating Proforma
Exhibit C: Borrower Finance Plan Statement
Exhibit D: Borrower Provided Additional Narrative

Sincerely,

PFM Financial Advisors LLC

Maggie Marshall, *Senior Managing Consultant*

EXHIBIT A

Project Overview and Plan of Finance

The Project

The Project consists of the preservation and rehabilitation of an existing USDA-RD-assisted affordable family rental development located in the town of Laughlin. The existing property is a 207-unit development situated on a site of approximately 8.6 acres. The development was constructed in 1989 and was renovated in 2008 with tax-exempt bonds and 4% tax credits. The property consists of one-bedroom, two-bedroom, and three-bedroom units across 16 buildings, which are a mix of two- and three-story walk-ups. As part of the proposed rehabilitation, there will be a reconfiguration of common space and management office space. The total number of units will be reduced to 206, including one two-bedroom manager's unit. 191 of the units receive USDA-RD Section 515 Rental Assistance. Greater detail regarding the Project configuration and amenities is included in Exhibit D.

A summary of the unit mix and rent restrictions are provided in Table A.

Table A: Project Unit & Rent Profile

Unit Mix	Number Units	Unit Size (SF)	Allowable Monthly Rent	Less Utility Allowance [1]	Adjusted Allowable Monthly Rent	Tenant Share Monthly Rent	Monthy Revenue per Unit[2]	Total Monthly Revenue	Total Annual Revenue
1-Bedroom									
< 30% AMI (RA)	6	624	$573	$128	$445	Varies	$1,100	$6,600	$79,200
< 50% AMI (RA)	3	624	$956	$128	$828	Varies	$1,100	$3,300	$39,600
< 60% AMI (RA)	18	624	$1,147	$128	$1,019	Varies	$1,100	$19,800	$237,600
2-Bedroom									
< 30% AMI (RA)	30	729	$688	$156	$532	Varies	$1,275	$38,250	$459,000
< 50% AMI (RA)	15	729	$1,147	$156	$991	Varies	$1,275	$19,125	$229,500
< 60% AMI (RA)	94	729	$1,377	$156	$1,221	Varies	$1,275	$119,850	$1,438,200
< 60% AMI	11	729	$1,377	$156	$1,221	$1,221	$1,221	$13,431	$161,172
Manager Unit	1	729	n/a	n/a	n/a	n/a	$0	$0	$0
3-Bedroom									
< 30% AMI (RA)	6	962	$795	$200	$595	Varies	$1,375	$8,250	$99,000
< 50% AMI (RA)	3	962	$1,326	$200	$1,126	Varies	$1,375	$4,125	$49,500
< 60% AMI (RA)	16	962	$1,591	$200	$1,391	Varies	$1,375	$22,000	$264,000
< 60% AMI	3	962	$1,591	$200	$1,391	$1,375	$1,375	$4,125	$49,500
Total Units	**206**							**$258,856**	**$3,106,272**
								Ancillary Income	$12,500

[1] Tenant paid gas & electricity (USDA RD Approved Rents)

[2] For RA units, this is the contract rent revenues; Non RA Units set at USDA Basic Rent

Project Developers

Nevada Rural Housing Authority
3695 Desatoya Dr
Carson City, NV 89701

Nevada Rural Housing Authority ("NRHA") was established in 1973 to address the housing needs and enhance the quality of life throughout Nevada's 15 rural counties and the rural portions of Clark and Washoe County. As a quasi- governmental agency, NRHA receives no allocation of funds through the State budgeting process, simply the mandate to address rural Nevada's affordable housing needs. Collectively, NRHA owns fifteen HUD-, USDA- and LIHTC-assisted housing developments with a sixteenth under construction. Greater detail regarding the experience of the developer is contained in Exhibit D.

Borrower Entity

The borrower/ownership entity will be RW Associates, LLC. The 0.01% Managing Member of the LLC will be a sole purpose limited liability company, RW Associates Manager LLC, whose sole manager will be Nevada Rural Housing Authority. The Richman Group Affordable Housing Corporation ("Richman") will be the 99.99% Investor Member and will provide an equity investment of approximately $26,246,080 in exchange for 4% low-income housing tax credits to be allocated to the Project.

The periodic advances of the equity investment by Richman are expected to occur as follows (subject to adjustment):

- 1st Installment: $2,624,608 at Financial Close (October 2025)
- 2nd Installment: $13,123,040 at 100% Lease-Up (July 2027)
- 3rd Installment: $9,973,510 at Conversion (October 2027)
- 5th Installment: $524,922 at Delivery of IRS Form 8609 (March 2028)

Property Manager

Blue Bird Property LLC will serve as the property manager for Riverwood Village. Blue Bird manages fourteen affordable housing developments totaling over 700 units with numerous types of financing including Low Income Housing Tax Credits, USDA 515 and 538, tax-exempt bonds, HOME, Affordable Housing Program funds from the Federal Home Loan Bank of San Francisco, and HUD Section 8 and USDA-RD project-based rental assistance.

Debt Plan of Finance:

Construction phase financing will be accomplished using debt issued as a direct placement with J.P. Morgan Chase Bank, N.A. ("Chase"). Tax-exempt bonds in an amount not to exceed $35,000,000 will be issued by the Division. Permanent phase financing will be initially provided as an unfunded loan commitment estimated at $18,300,000. At conversion, the permanent phase loan will be placed with an institutional investor identified by Chase and proceeds of the permanent phase loan will be used to fully redeem the construction phase loan.

Reserves:

The Borrower will be required to fund deposits to a replacement reserve initially set at $325/unit/year. The minimum required replacement reserve deposits may be adjusted based on final underwriting.

The Borrower will also be required to fund an Operating Reserve initially set at $1,382,528.

Sources and Uses:

The source and application of funds during both construction and permanent phases of the Project are summarized in Table B below:

Table B: Sources and Uses of Funds

Sources of Funds	Construction Phase	Permanent Phase	
NHD Tax-Exempt Bond Proceeds	$35,000,000	$18,300,000	
LIHTC Equity	$2,624,608	$26,246,080	
USDA-RD 515 Mortgage	$7,440,809	$7,440,809	
Clark County HOME	$1,000,000	$1,000,000	
Clark County CHF	$9,000,000	$9,000,000	
Seller's Note	$2,675,000	$2,675,000	
NHD HOME Mortgage (Existing)	$2,183	$2,183	
Deferred Developer Fee		$2,438,553	
	$57,742,600	$67,102,625	
Uses of Funds			**$/Unit**
Land Acquisition	$1,799,525	$1,799,525	$8,736
Building Acquisition	$14,125,475	$14,125,475	$68,570
Construction Hard Costs	$30,075,999	$30,075,999	$146,000
Soft Costs	$4,055,936	$4,094,578	$19,877
Construction Period Interest	$3,697,896	$3,697,896	$17,951
Contingencies	$3,376,624	$3,376,624	$16,391
Operating & Debt Service Reserve		$1,382,528	$6,711
Developer Fee	$611,145	$8,550,000	$41,505
	$57,742,600	$67,102,625	$325,741

Bond/Loan Term Summary:

Borrower: RW Associates, LLC

Construction Lender: JPMorgan Chase Bank, N.A.

Permanent Phase: Bonds to be purchased by an institutional investor identified by JPMorgan Chase Bank, N.A.

Bond Structure:

Construction Phase

- Estimated at $35,000,000
- Interest Rate estimated at 7.59% (including Division/Trustee fees) as of July 7, 2025.
- Term – 26 months from initial loan closing date, plus two 6-month extensions.

Permanent Phase:

- Estimated at $18,300,000
- Rate estimated at 7.00% (including Division and Trustee fees) as of July 7, 2025
- Amortization factor is 40 years.
- Maturity – 15 years following Conversion
- Debt Service Coverage – Minimum of 1.15 to 1.00

Fees: 1) Issuer Annual Fee @ 0.25% (25 bp) paid monthly in advance

2) Trustee Annual Fee @ 0.05% (5 bp) paid monthly in advance

Bond Rating: Not rated.

Nevada Housing Division
Multifamily Housing Revenue Bonds
Riverwood Village Apartments
Series 2025

	2028	2029	2030	2031	2032	2033	2034	2035	2036
INCOME									
Annual Gross Rental Income	$ 3,296,401	$ 3,362,329	$ 3,429,575	$ 3,498,167	$ 3,568,130	$ 3,639,493	$ 3,712,283	$ 3,786,528	$ 3,862,259
Other: Ancillary Revenue	$ 13,265	$ 13,530	$ 13,801	$ 14,077	$ 14,359	$ 14,646	$ 14,939	$ 15,237	$ 15,542
Total Residential Income	$ 3,309,666	$ 3,375,859	$ 3,443,376	$ 3,512,244	$ 3,582,489	$ 3,654,138	$ 3,727,221	$ 3,801,766	$ 3,877,801
Less: Residential Vacancy/Discounts	$ (165,483)	$ (168,793)	$ (172,169)	$ (175,612)	$ (179,124)	$ (182,707)	$ (186,361)	$ (190,088)	$ (193,890)
Proforma Gross Income	**$ 3,144,183**	**$ 3,207,066**	**$ 3,271,207**	**$ 3,336,632**	**$ 3,403,364**	**$ 3,471,432**	**$ 3,540,860**	**$ 3,611,677**	**$ 3,683,911**
EXPENSES									
General Administrative	$ 223,956	$ 230,675	$ 237,595	$ 244,723	$ 252,064	$ 259,626	$ 267,415	$ 275,438	$ 283,701
Operating & Maintenance	$ 472,101	$ 486,264	$ 500,851	$ 515,877	$ 531,353	$ 547,294	$ 563,713	$ 580,624	$ 598,043
Utilities	$ 212,710	$ 219,092	$ 225,665	$ 232,434	$ 239,407	$ 246,590	$ 253,987	$ 261,607	$ 269,455
Staff Payroll & Benefits	$ 180,353	$ 185,764	$ 191,336	$ 197,077	$ 202,989	$ 209,079	$ 215,351	$ 221,811	$ 228,466
Taxes & Insurance	$ 146,680	$ 151,080	$ 155,613	$ 160,281	$ 165,090	$ 170,042	$ 175,144	$ 180,398	$ 185,810
Property Management	$ 239,901	$ 244,699	$ 249,593	$ 254,585	$ 259,677	$ 264,870	$ 270,168	$ 275,571	$ 281,082
Replacement Reserves	$ 71,027	$ 73,158	$ 75,353	$ 77,613	$ 79,942	$ 82,340	$ 84,810	$ 87,354	$ 89,975
Proforma Operating Expenses	**$ 1,546,728**	**$ 1,590,731**	**$ 1,636,006**	**$ 1,682,590**	**$ 1,730,522**	**$ 1,779,841**	**$ 1,830,587**	**$ 1,882,803**	**$ 1,936,532**
Effective Net Operating Income	**$ 1,597,454**	**$ 1,616,335**	**$ 1,635,202**	**$ 1,654,042**	**$ 1,672,842**	**$ 1,691,591**	**$ 1,710,273**	**$ 1,728,874**	**$ 1,747,379**
Contribution to Project Budget									
Senior Debt Service	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663
Debt Service Coverage	117%	118%	120%	121%	123%	124%	125%	127%	128%
Residual Receipts	**$ 232,791**	**$ 251,672**	**$ 270,539**	**$ 289,378**	**$ 308,179**	**$ 326,928**	**$ 345,610**	**$ 364,211**	**$ 382,716**
LP Asset Mgt Fee	$ 5,665	$ 5,835	$ 6,010	$ 6,190	$ 6,376	$ 6,567	$ 6,764	$ 6,967	$ 7,176
DDF Payments	$ 227,126	$ 245,837	$ 264,529	$ 283,188	$ 301,803	$ 320,360	$ 338,845	$ 357,244	$ 99,620
DDF Balance	$ 2,211,427	$ 1,965,589	$ 1,701,061	$ 1,417,873	$ 1,116,070	$ 795,709	$ 456,864	$ 99,620	$ -
Surplus Cash	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ 275,920**

Revenue Escalation:	2.00%
Expense Escalation:	3.00%
Property Management:	7.63%
Vacancy Assumption:	5.00%
Deferred Developer Fee :	$2,438,553

Permanent Loan Amount	$18,300,000
Loan Term	40
Core Loan Rate	6.65%
NHD & Trustee Factor	0.35%
Total Loan Rate	7.00%
Annual Debt Service	$1,364,663

Nevada Housing Division
Multifamily Housing Revenue Bonds
Riverwood Village Apartments
Series 2025

	2037	2038	2039	2040	2041	2042	2043	2044	2045	2046
INCOME										
Annual Gross Rental Income	$ 3,939,504	$ 4,018,294	$ 4,098,660	$ 4,180,633	$ 4,264,246	$ 4,349,531	$ 4,436,521	$ 4,525,252	$ 4,615,757	$ 4,708,072
Other: Ancillary Revenue	$ 15,853	$ 16,170	$ 16,493	$ 16,823	$ 17,160	$ 17,503	$ 17,853	$ 18,210	$ 18,574	$ 18,946
Total Residential Income	$ 3,955,357	$ 4,034,464	$ 4,115,153	$ 4,197,456	$ 4,281,406	$ 4,367,034	$ 4,454,374	$ 4,543,462	$ 4,634,331	$ 4,727,018
Less: Residential Vacancy/Discounts	$ (197,768)	$ (201,723)	$ (205,758)	$ (209,873)	$ (214,070)	$ (218,352)	$ (222,719)	$ (227,173)	$ (231,717)	$ (236,351)
Proforma Gross Income	**$ 3,757,589**	**$ 3,832,741**	**$ 3,909,396**	**$ 3,987,584**	**$ 4,067,335**	**$ 4,148,682**	**$ 4,231,656**	**$ 4,316,289**	**$ 4,402,615**	**$ 4,490,667**
EXPENSES										
General Administrative	$ 292,212	$ 300,978	$ 310,007	$ 319,308	$ 328,887	$ 338,754	$ 348,916	$ 359,384	$ 370,165	$ 381,270
Operating & Maintenance	$ 615,984	$ 634,464	$ 653,498	$ 673,102	$ 693,296	$ 714,094	$ 735,517	$ 757,583	$ 780,310	$ 803,719
Utilities	$ 277,539	$ 285,865	$ 294,441	$ 303,274	$ 312,372	$ 321,744	$ 331,396	$ 341,338	$ 351,578	$ 362,125
Staff Payroll & Benefits	$ 235,320	$ 242,379	$ 249,651	$ 257,140	$ 264,854	$ 272,800	$ 280,984	$ 289,414	$ 298,096	$ 307,039
Taxes & Insurance	$ 191,384	$ 197,126	$ 203,039	$ 209,131	$ 215,405	$ 221,867	$ 228,523	$ 235,378	$ 242,440	$ 249,713
Property Management	$ 286,704	$ 292,438	$ 298,287	$ 304,253	$ 310,338	$ 316,544	$ 322,875	$ 329,333	$ 335,919	$ 345,997
Replacement Reserves	$ 92,674	$ 95,454	$ 98,318	$ 101,268	$ 104,306	$ 107,435	$ 110,658	$ 113,977	$ 117,397	$ 120,919
Proforma Operating Expenses	**$ 1,991,817**	**$ 2,048,704**	**$ 2,107,241**	**$ 2,167,475**	**$ 2,229,457**	**$ 2,293,237**	**$ 2,358,869**	**$ 2,426,406**	**$ 2,495,905**	**$ 2,570,783**
Effective Net Operating Income	**$ 1,765,772**	**$ 1,784,037**	**$ 1,802,155**	**$ 1,820,108**	**$ 1,837,878**	**$ 1,855,445**	**$ 1,872,787**	**$ 1,889,882**	**$ 1,906,709**	**$ 1,919,884**
Contribution to Project Budget										
Senior Debt Service	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663	$1,364,663
Debt Service Coverage	129%	131%	132%	133%	135%	136%	137%	138%	140%	141%
Residual Receipts	**$ 401,109**	**$ 419,374**	**$ 437,492**	**$ 455,445**	**$ 473,215**	**$ 490,781**	**$ 508,123**	**$ 525,219**	**$ 542,046**	**$ 555,221**
LP Asset Mgt Fee	$ 7,392	$ 7,613	$ 7,842	$ 8,077	$ 8,319	$ 8,569	$ 8,826	$ 9,091	$ 9,363	$ 9,644
DDF Payments	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
DDF Balance	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Surplus Cash	**$ 393,718**	**$ 411,760**	**$ 429,650**	**$ 447,368**	**$ 464,896**	**$ 482,213**	**$ 499,298**	**$ 516,129**	**$ 532,683**	**$ 545,577**

Borrower Financing Representation

Proposed Project: Riverwood Village Apartments

To facilitate review and approval of financing by the Nevada State Board of Finance for the proposed project the sponsor/borrower should demonstrate it has evaluated reasonable alternative financing providers/programs. Select Option A and provide the requested information. Should the sponsor/borrower prefer not to provide, or be unable to provide, information requested in Option A, select Option B.

A narrative discussion of the rationale for selection of your proposed lender would be helpful and can be provided in the Sponsor/Borrower Statement section. This would be particularly useful should you select Option B.

☒Option A

Lender	Rate	Fees
J.P. Morgan Chase Bank, N.A.	See term sheet	See term sheet

☐Option B

Sponsor/Borrower Statement:

Nevada Rural Housing Authority considered several options from our networks of lenders including Bellwether Enterprise, J.P. Morgan Chase, Churchill Stateside Group, PNC, Lument, Wells Fargo, Citi Community Capital, and Bank of America. JPMorgan Chase Bank, N.A. was determined to be the best choice.

The terms offered by JPMorgan Chase Bank, N.A. for Riverwood Village were competitive compared to the rest of the market and offered the most favorable terms. The interest rate for the Chase product is lower than other lenders, and their 40-year amortization is extremely attractive, making this debt product the most competitive. We are confident that Chase will be able to provide the most competitive rates and terms that will enable the most efficient execution.

In addition, Chase is an established lender for bond transactions in Nevada and will bring comprehensive affordable housing experience to this transaction.

Beth Dunning

Beth Dunning

Director of Community Development

Nevada Rural Housing Authority

Riverwood Village Apartments
1701-1705 Cal Edison Drive
Laughlin, NV 89029
APN #s: 264-28-602-002 and 264-28-602-003 (8.6 acres)
Census Tract 57.02

Overview
Riverwood Village Apartments (Riverwood Village) entails the acquisition and rehabilitation of an existing USDA-RD-assisted affordable family property. The development was built in 1989 and consists of 207 one-, two- and three-bedroom units available to households with incomes at or below 60% of area median income (AMI). Of the 207 units, 191 units receive USDA-RD Section 515 rental assistance.

Riverwood Village is being redeveloped by Nevada Rural Housing Authority (NRHA), which was established in 1973 under the laws of the State of Nevada to address housing needs and enhance the quality of life throughout Nevada's 15 rural counties and the rural portions of Clark and Washoe County. To date, NRHA has successfully developed seventeen affordable housing communities.

The goals of this preservation project include:

- To preserve this important housing asset and extend its useful life under the Low Income Housing Tax Credit (LIHTC) program for 30 years;

- To bring building systems, including the HVAC system, potable water system, fire system, security system, and balconies, up to modern standards and into full compliance with ADA regulations;

- To bring the unit amenities, including cabinets, countertops, flooring, fixtures, painting, and appliances, up to modern standards; and,

- To meet and/or exceed energy conservation requirements as detailed in the 2025 Nevada Housing Division Qualified Allocation Plan, and to lower future utility costs to the residents and the development through new HVAC systems and water heaters.

Property Description
Riverwood Village consists of 207 units in sixteen buildings on an 8.6-acre site. Eleven buildings are two-story walk-ups, and five buildings are three-story walk-ups. The development was constructed in 1989 and was renovated in 2008 with tax-exempt bonds and 4% tax credits.

Property amenities include a leasing office, a meeting room, two playgrounds, two cornhole courts, courtyards, two dog parks, four smoking shelters, four picnic areas with barbecues, a basketball court, two laundry rooms, on-site management and maintenance, bicycle storage, as well as additional storage available at no cost to residents.

Unit-level amenities include central air conditioning, cooking ranges and ovens, refrigerators, carpet and vinyl flooring, and window coverings.

As part of the proposed rehabilitation, there will be a reconfiguration of common space and management office space. The total number of units will be reduced to 206, including one two-bedroom manager's unit.

The following chart details the proposed changes to units at Riverwood Village:

Current Unit Mix	Updated Unit Mix
30 1-bedrooms	27 1-bedrooms
150 2-bedrooms	151 2-bedrooms
27 3-bedrooms	28 3-bedrooms
Total: 207 Units	Total: 206 Units

All units at Riverwood Village will target residents at or below 60% of AMI. Forty-two units, or 20% of the development, will serve households at or below 30% of AMI.

Location and Neighborhood
Riverwood Village is located in the town of Laughlin in far southern Nevada, on the Colorado River. Laughlin is bordered by the state of Arizona to the east, the state of California to the west, and the Fort Mohave Reservation to the south.

Laughlin is in rural Clark County, approximately 77 miles southeast of Las Vegas. Both Laughlin and Bullhead City, on the Arizona side of the river, include residential, commercial, and recreational areas. Laughlin is home to numerous resorts, making it a destination for tourism.

Less than half a mile north of Riverwood Village is a shopping center with a grocery store, a bank, a coffee shop, and multiple restaurants. The Laughlin Pharmacy is directly north of the shopping center, also within 0.5 mile of Riverwood Village. The Nevada Department of Motor Vehicles, a laundromat, and the Laughlin Community Church are approximately 0.6 miles from the property. The U.S. Postal Service is approximately 0.7 miles from Riverwood Village, and the Laughlin Library and Family Dollar are within 1 mile of the property. Approximately 0.3 miles southwest of the property is the Laughlin Aquatic Center, a public water park operated by Clark County.

Within 1/2 mile of Riverwood Village are the Laughlin Community Health Center and a Veterans Administration (VA) clinic. The Laughlin Community Health Center offers primary, pediatric, and geriatric care, well women's care, physicals, immunizations, and lab services. The VA clinic offers primary care and specialty health services, including treatment for hearing loss (audiology and speech), and laboratory and pathology services. Telehealth options are also available. The nearest hospital, the Western Arizona Regional Medical Center, is 11.5 miles away.

The Spirit Mountain Activity Center, which includes a senior center, and Mountain View Park, which includes a community garden and dog park, are approximately 1 mile north of Riverwood Village. Just two miles west of Riverwood Village is Big Bend of the Colorado River State Recreation Area. This Nevada State Park features two miles of sandy shoreline with water that is cool year-round, and is home to fish, waterfowl, shorebirds, and other wildlife. Facilities include a campground, picnic areas and shade structures, boat ramps, hiking trails, and areas for fishing and swimming.

Silver Rider Transit and the Southern Nevada Transit Coalition provide two bus routes in Laughlin: the 777 and 888. Each provides hourly service to a variety of destinations throughout Laughlin, including retail locations and recreational areas. The nearest bus stop is across Cal Edison Dr from Riverwood Apartments.

Children at Riverwood Apartments attend William G. Bennett Elementary school (0.9 miles from the property) and Laughlin High/Middle School (approximately 2 miles from the property). Both schools are part of the Clark County School District.

Target Population and Market Demand
Riverwood Village will serve households with incomes at or below 60% of area median income (AMI). All 206 units will be LIHTC units. Forty-two units, or 20% of the development, will serve households at or below 30% of AMI.

Following rehabilitation, the 191 units receiving USDA-RD Section 515 rental assistance will continue to do so. Under the USDA-RD Section 515 program, households pay 30% of their adjusted gross income towards rent, allowing the development to serve extremely low-income and disabled households, including those on SSI/DI.

The need for affordable housing in Clark County is well documented. The Clark County, Boulder City, and Mesquite 2020-2024 HUD Consolidated Plan notes that there is a shortage of 59,370 affordable units available to extremely low-income households at 30% AMI and below, and a shortage of 78,112 affordable and available units for households at 50% of AMI.

Extremely low-income households in Nevada have access to fewer affordable units than any other state in nation: 14 units for every 100 households below 30% of Area Median Income, compared with the national average of 34 units.[1] The preservation and rehabilitation of the Riverwood Village development will address the documented need for barrier-free and affordable housing in rural southern Nevada.

A market study dated September 30, 2024 by Vogt Strategic Insights found occupancy rates of ranging from 94.6% to 100% across market-rate, tax credit, and government subsidized properties in the market area for Riverwood Village. The study noted that, based on current market conditions, Riverwood Village will continue to fit well in the market and operate at a high occupancy following the proposed subject renovations.

Relocation
Because Riverwood Village is an income-restricted development and is currently occupied, NRHA will structure the renovation so that there will be minimal disturbances to current tenants. The acquisition and rehabilitation of the property will not create any permanent displacement of tenants.

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[1] See the National Low Income Housing Coalition data: https://nlihc.org/gap

NRHA and its property manager, Blue Bird Property LLC, plan to stop leasing prior to the beginning of renovation. This will generate vacant units where rehabilitation can begin. Throughout the rehabilitation, NRHA plans to keep some units vacant; tenants will be able to relocate into the vacant units while their apartments are being renovated. Current residents will then be offered fully renovated units in order to free up the next block of units for rehabilitation.

Some repairs on the exterior of the building, such as landscaping and painting, can take place while residents remain in their units.

All relocation activities will be conducted in compliance with the Uniform Relocation Assistance (URA) and Real Property Acquisition Policies Act of 1970, as amended, (42 U.S.C. § 4601 et seq.) and its implementing regulations at 49 CFR 24, as applicable.

Development Team

Developer:	Nevada Rural Housing Authority
Consultant:	Praxis Consulting Group, LLC
General Contractor:	TBD
Property Manager:	Blue Bird Property LLC
Architect:	Integrated Design & Architecture

Riverwood Village Apartments will be owned by RW Associates LLC, a sole purpose Nevada limited liability company. The 0.01% Managing Member of RW Associates LLC will be RW Associates Manager LLC, a sole purpose Nevada limited liability company. Nevada Rural Housing Authority (NRHA) will be the sole member of the Manager LLC. NRHA will also act as developer to the ownership LLC.

Nevada Rural Housing Authority ("NRHA") was established in 1973 under the laws of the State of Nevada to address the housing needs and enhance the quality of life throughout Nevada's 15 rural counties and the rural portions of Clark and Washoe County. As a quasi- governmental agency, NRHA receives no allocation of funds through the State budgeting process, simply the mandate to address rural Nevada's affordable housing needs. NRHA's jurisdiction extends to any Nevada city or town with a population of 150,000 or less.

Working with a consortium of public and private partners, including state and federal housing agencies and local community service groups, NRHA administers a variety of successful housing programs, including Housing Choice Voucher rental assistance, a tax- exempt bond, single-family mortgage program, weatherization assistance, and affordable rental housing. Collectively, NRHA owns fifteen HUD-, USDA- and LIHTC-assisted housing developments located in Carson City, Yerington, Fallon, Elko, Tonopah, Ely and Winnemucca with a sixteenth under construction in Pioche.

NRHA's past projects include:

- Rehabilitation of Southgate Apartments in Carson City, Nevada (100 existing units and the new construction of 48 additional units; completed in 2009 with over $9 million in tax credit financing).

- New Construction of Larios Arms Senior Residence, Phase I in Winnemucca, NV (30 units of affordable senior housing; completed in May 2012 with $4.2 million in tax credit financing, $600,000 in AHP funds, and $450,000 in HOME funds).
- New Construction of Larios Arms Senior Residence, Phase II in Winnemucca, NV (an additional 30 senior units; completed July 2016).
- Green Retrofit of Yerington Manor in Yerington, Nevada (52 units of senior housing; completed in 2011 with $1 million in HUD funding).
- Preservation/revitalization rehabilitation of Winnemucca Village (formerly Winnemucca Manor) in Winnemucca, NV (exterior upgrades and rehabilitation of accessible units, completed January 2014 with $400,000 from USDA-RD).
- Rehabilitation of Sunridge Quarters Apartments in Fallon, Nevada (48 units of low-income family housing; completed July 2014 with $5 million in tax credit equity and $400,000 in HOME funds).
- Acquisition and rehabilitation of Southwood Apartments in Yerington, NV (two USDA-RD subsidized housing developments and a privately held 4-plex, totaling 26 units; completed in 2016 with an existing USDA-RD loan, $400,000 in HOME funds from the Nevada Housing Division, and nearly $3 million in limited partner equity).
- New Construction of Richards Crossing in Carson City, NV (39 units of permanent supportive housing for homeless individuals; completed in 2017 with $1,000,000 in NHD HOME funds, $390,000 in FHLBSF AHP funds, $100,000 in Home Depot grant funds, $221,474 of Carson City CDBG funds, and nearly $6 million in limited partner equity).
- Acquisition and rehabilitation of The Desert Properties in Tonopah, NV (56 units; completed in 2019 with tax-exempt bonds issued by the Nevada Housing Division (NHD), 4% LIHTC, HOME funds from NHD, a new USDA Section 538 mortgage, Multi-Family Preservation and Revitalization Funds (MPR) from USDA, and AHP funds).
- Belmont Apartments in Tonopah, NV (rehabilitation of a 24-unit USDA-RD property; completed in 2019 with LIHTC and $500,000 in NHD HOME funds).
- Bristlecone Properties in Ely, NV (acquisition and rehabilitation of 68 units of USDA-RD housing; completed in 2020).
- Pinion Apartments and Mountain Shadows Apartments in Elko, NV (acquisition and rehabilitation of 50 units of USDA-RD family housing: completed in 2021 with $1.25 million in 9% tax credits).
- Mountain View Village and Winnemucca Village in Winnemucca, NV (acquisition and rehabilitation of 62 units; completed in 2022 and 2023 with 9% tax credits).
- Hafen Village in Mesquite, NV (new construction of 96 units of family housing financed with $1,000,000 in NHTF funds from the Nevada Housing Division, $1,500,000 in Clark County HOME funds, $900,000 in FHLBSF AHP funds, and over $26 million in limited partner equity); completed in April 2024.

NRHA’s current projects include:

- Pioche Apartments in Pioche, NV (new construction of 32 units of family housing, financed with $1,727,348.50 in HOME funds and $272,651.50 in NHTF funds from the Nevada Housing Division, $640,000 in Nevada Targeted Funds from FHLBSF, and over

$11.1 million in investor partner equity). Completion is expected in October 2025.

NRHA maintains strong alliances with Nevada Housing Division and USDA Rural Development, as well as local governments and economic development authorities, to promote their joint missions to increase the supply of quality affordable housing throughout the state. NRHA continues to be recognized by HUD as a High Performer in administration of HUD Housing Choice Vouchers. NRHA furthers their missions by providing Home At Last Single Family Mortgage and MCC programs to promote homeownership across the state with increased savings and tax benefits for qualified buyers.

Formed in 2004, **Praxis Consulting Group, LLC** is a Nevada-based consulting firm that helps non-profit, for-profit and government organizations develop and finance affordable housing. Praxis also carries out research and technical assistance in the areas of community development, non-profit capacity building, fund raising and public policy development. Since 2005, Praxis has secured the financing for over 115 affordable housing developments, mostly in Nevada, totaling over 13,600 units and $3.16 billion in financing. Financing sources have included project-based housing choice vouchers, public housing operating subsidy, private grants, tax-exempt bonds, 4 percent and 9 percent tax credits, ARRA TCAP and Section 1602 funds, HUD HOME and state housing trust funds, state transitional housing monies, FHLB AHP funds, as well as conventional construction and permanent debt.

Blue Bird Property LLC will serve as the property manager for Riverwood Village. Blue Bird brings decades of collective experience in housing, including real estate operations, affordable housing finance and development, rental assistance/subsidy program administration, client services and community relations. Being a helpful resource for tenants, a contributing member of a community, and a top performer for investors is paramount to Blue Bird. Blue Bird manages fourteen affordable housing developments totaling over 700 units with numerous types of financing including Low Income Housing Tax Credits, USDA 515 and 538, tax-exempt bonds, HOME, Affordable Housing Program funds from the Federal Home Loan Bank of San Francisco, and HUD Section 8 and USDA-RD project-based rental assistance.

With over 20 years of experience, **Integrated Design & Architecture (IDeA)** provides services in architecture, planning, sustainable design, and construction management. The firm serves a number of non-profit housing groups in New Mexico, Texas, and Nevada, including Nevada Rural Housing Authority, New Mexico Housing and Community Development Corporation, and Northern Nevada Community Housing. The firm has completed over 5,217 total dwelling units, with 80% of its work dedicated to affordable housing. Projects in Nevada include: Highland Senior Apartments, Belmont Apartments, Silver Springs Village Apartments, Bristlecone Apartments, Old Mill Village Apartments, and The Golden Rule Senior Apartments Phase I.

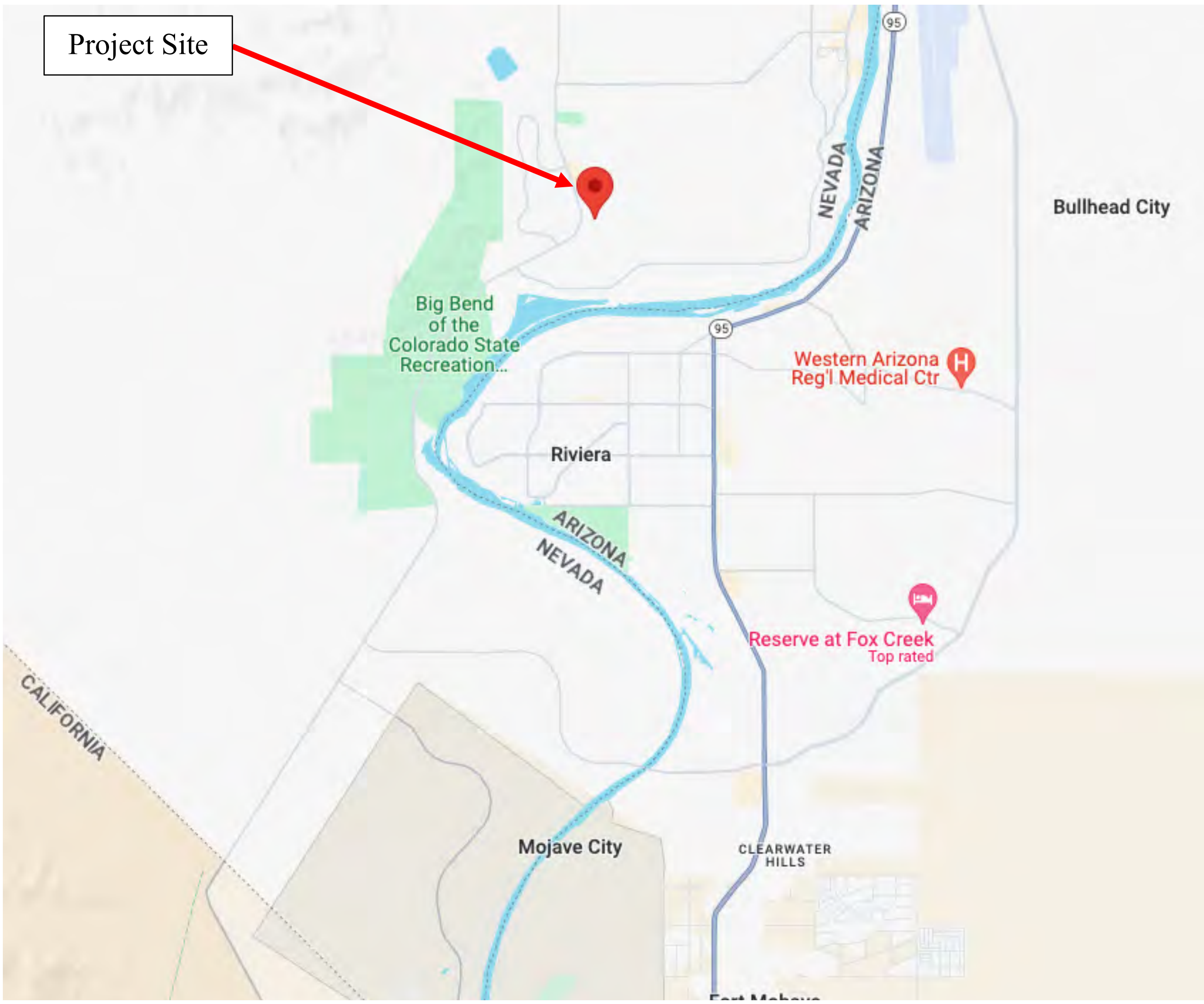
IDeA looks at every angle of building from its sustainability: water capture, solar, small footprint, ecological, and human health. It is interested in purposeful design, in creating buildings that don't cost more to maintain than to build. IDeA's principals and team have years of commitment to energy-efficient design, including daylighting and passive solar. Energy conscious design and natural, low-energy, and recycled materials have been key to many of IDeA’s designs, including affordable housing projects.

Financing and Schedule
The financing for Riverwood Village will include tax-exempt bonds issued by the Nevada Housing Division (NHD), equity from the sale of non-competitive 4% Low Income Housing Tax Credits, HOME funds from Clark County, and Clark County CHF funds. The total development cost is projected at $67.1 million or about $325,741 per unit.

Riverwood Village is projected to close in October 2025, with construction completion by January 2027 and conversion in August 2027.

Riverwood Village
1701-1705 Cal Edison Drive
Laughlin, NV 89029
APN #s: 264-28-602-002 and 264-28-602-003 (8.6 acres)
Census Tract 57.02

Location Map



Riverwood Village
1701-1705 Cal Edison Drive
Laughlin, NV 89029
APN #s: 264-28-602-002 and 264-28-602-003 (8.6 acres)
Census Tract 57.02

Aerial Map

Riverwood Village
1701-1705 Cal Edison Drive
Laughlin, NV 89029
APN #s: 264-28-602-002 and 264-28-602-003 (8.6 acres)
Census Tract 57.02

Street View

Development Executive Summary

Development: Riverwood Village Apartme
Development Type: Acquisition & Rehab
BoF Meeting Date: 8.20.2025

Administrator's Summary

This bond issuance of $35.0 million will be used to provide for the acquisition and rehabilitation of 207 units of affordable family apartments in Laughlin. The rental housing will serve 206 households at or below 60% of area median income (AMI) with 42 units specifically designated for households below 30% AMI and 21 units at or below 50% AMI. The project developer is Nevada Rural Housing Authority, which owns fifteen affordable properties in Nevada with a sixteenth currently under construction.

- 206 Family Units
- Acquisition and Rehabilitation
- 100% Affordable Rents
- 142 units <60% AMI, 21 units <50% AMI, 42 units <30% AMI
- 1 bedroom units = 27, 2 bedroom units = 150, 3 bedroom units = 28, 1 manager unit
- 1 bedroom rents $280 less than market rate
- 2 bedroom rents $540 less than market rate
- 3 bedroom rents $1008 less than market rate
- Cost per unit = $325,741
- Cost per bond cap allocation = $169,903
- Developer –Nevada Rural Housing
- Equity Investor – Richman
- Loan – TBD by Chase
- $35.0 M in Bond Proceeds trips $26.2 M in LIHTC Equity (39.1% of total development cost)

	Riverwood	Program Average	Notes
Total Tax-exempt Bond ask	$ 35,000,000	$ 30,870,000	Average of last 10 Ac/Rehab projects previously approved
Total Development Cost	$ 67,102,625	$ 59,723,881	Average of last 10 Ac/Rehab projects previously approved
Size of site	8.6 Acres	8.1	
Total # of Units	206	196	Average of last 10 Ac/Rehab projects previously approved
Cost Per Unit	$ 325,741	$ 322,556	Average of last 10 Ac/Rehab projects previously approved
Bond Cap used Per Unit	$ 169,903	$ 167,125	Average of last 10 Ac/Rehab projects previously approved
Percentage of Units above 60% AMI	0.00%	0.0%	0 units in this project
Percentage of Units at 60% AMI	69.00%	52.0%	142 Units in this project
Percentage of Units at 50% AMI	10.20%	38.0%	21 units in this project
Percentage of Units at 40% AMI	0.00%	3.0%	0 units in this project
Percentage of Units at 30% AMI	20.40%	7.0%	42 units in this project
Veteran's Preference	n/a	n/a	

	Riverwood	Estimated Market Rate	Notes
Average 1 Bedroom Rent	$ 870	$ 1,150	Renthop.com July 2025
Average 2 Bedroom Rent	$ 1,060	$ 1,600	Renthop.com July 2025
Average 3 Bedroom Rent	$ 1,192	$ 2,200	Renthop.com July 2025
Average Vacancy Rate	n/a	9.30%	Avison Young Q1 2025

State of Nevada
DEPARTMENT OF BUSINESS & INDUSTRY
Housing Division
1830 E. College Parkway, Suite 200
Carson City, NV 89706

DATE: July 29, 2025

TO: State Board of Finance

AGENDA ITEM: Approval of the Findings of Fact of the Administrator of the Nevada Housing Division concerning the Multi-Unit Housing Revenue Bonds (The Prospector Apartments)

PETITIONER: Steve Aichroth – Administrator, Nevada Housing Division

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A. Time and Place of Meeting:

10:00 a.m., Wednesday, August 20, 2025, at the Old Assembly Chambers of the Capitol Building, 101 N. Carson Street, Carson City, Nevada 89701.

B. Matter to be reviewed: The Findings of Fact ("Findings") of the Administrator of the Housing Division concerning the Multi-Unit Housing Revenue Bonds (The Prospector Apartments).

C. The Findings relate to the issuance of up to $28,670,000 in multi-unit housing revenue bonds to provide an affordable housing opportunity for the construction of a 136-unit family apartment complex located near the intersection of Record St. and Evans Avenue, Reno, Nevada (the "Project").

D. The Housing Division will issue up to $28,670,000 of multi-unit housing revenue bonds. The financing is proposed as a direct placement with Citibank which will provide both construction and permanent financing. The borrower entity will be Prospector Owner LP, a limited partnership consisting of Prospector GP LLC as a 0.01% General Partner and US Bancorp Community Development Corporation ("US Bank") as 99.99% Limited Partner. US Bank will provide an equity investment of approximately $20,784,509 in exchange for the right to receive 99.99% of the tax benefits available to the Project, including the 4% low-income housing tax credits. The proposed private placement financing structure is in compliance with NRS and NAC Chapters 319 (Nevada Housing Finance Law).

E. Background of Agenda Item:

The Project borrower/developer, in concert with the Housing Division's financial team and bond counsel, has prepared the necessary documents to implement this new construction housing project. Further, the project, as proposed, complies with the intent and purpose of

Nevada Housing Finance Law. Also, the program and bond documents prepared will comply with the Internal Revenue Code of 1986 (United States Code Title 26), as amended.

F. Staff Recommendation:

The Administrator of the Housing Division, in consultation with the financial and lending professionals of the Housing Division, recommends approval of the Findings, to the Board of Finance, for the issuance by the Nevada Housing Division of an issue of bonds known as "Multi-Unit Housing Revenue Bonds (The Prospector Apartments)."

G. Attorney Opinion:

The Findings of Fact of the Administrator of the Housing Division have been reviewed by the Housing Division's Legal Counsel; and assuming the factual matter stated therein is accurate, and except for the bond issue cash flow analyses and other financial and statistical data included therein as to which no opinion is expressed, the findings comply with the requirements of NRS 319.190, 319.260 and 319.270.

State of Nevada

DEPARTMENT OF BUSINESS & INDUSTRY

Housing Division

FINDINGS OF FACT

Multi-Unit Housing Revenue Bonds
The Prospector Apartments

In accordance with the requirements of NRS 319.190, 319.260 and 319.270, and based upon the memorandum of support, the Administrator of the Nevada Housing Division finds that:

1. There exists a shortage of decent, safe and sanitary family housing at rental rates that eligible families can afford within the Reno, Nevada rental housing markets, as determined by the Administrator.

2. Private enterprise and investment have been unable, without assistance, to provide an adequate supply of decent, safe and sanitary rental housing in such housing market areas at rental rates, which families of low and moderate income can afford.

3. The proposed multifamily project will increase the supply and improve the quality of decent, safe and sanitary rental housing for eligible families.

4. The rental housing to be assisted by the Housing Division pursuant to the provisions of NRS and NAC Chapter 319 will be for public use and will provide a material public benefit to Reno, Nevada.

5. The Housing Division's estimates of revenues to be derived from the mortgage made under the proposed project, together with all bond proceeds, all subsidies, grants or other financial assistance and guarantees issued from other entities to be received in connection with the bond financing, will be sufficient to pay the amount

estimated by the Housing Division as necessary for debt service on the bonds issued for the financing of the proposed project.

BY: ______________________________ DATE: ________________

Steve Aichroth
Administrator
Nevada Housing Division

July 29, 2025

Steve Aichroth, Administrator
Nevada Housing Division
1830 College Parkway, Suite 200
Carson City, NV 89706

Re: The Prospector Apartments

Mr. Aichroth:

This Review and opinion are provided in support of the request by the Nevada Housing Division ("Division") to the State of Nevada Board of Finance for approval of the Findings of Fact regarding the Prospector Apartments project ("Project"). The Division is requesting authorization for issuance of a tax-exempt multi-unit housing revenue bond in an amount up to $28,670,000 to fund construction of this new affordable family rental community in Reno, Nevada.

PFM Financial Advisors LLC ("PFM") has reviewed the Bond Application of the borrower and related supporting material submitted to the Division. We have also discussed the Project and financing with representatives of the borrower, lender, equity investor, and Division staff.

The proposed financing is proposed as a direct placement loan with Citibank which provides both construction and permanent financing. The financing is reviewed in greater detail in Exhibits A, B and D.

The proposed Project is viewed positively in the local community and is endorsed by the City of Reno. A tax-exempt financing by the Division of this Project is necessary for compliance with Federal tax rules to qualify the Project for 4% Low Income Housing Tax Credits. Equity proceeds from the sale of these credits are critical to successful construction of this new affordable family development project at the proposed restricted income levels.

In our opinion, the Project and the proposed financing meet the requirements of NRS 319.260 and NAC 319.712, and we recommend it for submittal to the Board of Finance for approval. Debt issuance will be subject to receipt of definitive loan and equity approval and final loan, bond and tax documentation.

Sincerely,

PFM Financial Advisors LLC

Maggie Marshall

Maggie Marshall, *Senior Managing Consultant*

Exhibit A: Project Overview and Plan of Finance
Exhibit B: Project Operating Proforma
Exhibit C: Borrower Finance Plan Statement
Exhibit D: Borrower Provided Additional Detail

EXHIBIT A

PROJECT OVERVIEW AND PLAN OF FINANCE

The Project

The Project will be construction of a new family rental community to be located near the intersection of Record Street and Evans Avenue in downtown Reno. It will be a 136-unit development situated on a site of approximately 2.5 acres with one-, two-, three- and four-bedroom units in a single 5-story building. The site will also include a clubroom, management leasing offices, outdoor green space, and surface parking. In addition to the common area amenities, the project will also include a space dedicated to the Community Services Agency of Reno, a local non-profit organization which will provide ongoing services to the residents of the community free of charge. Greater detail regarding the Project configuration and amenities is included in Exhibit D.

A summary of the unit mix and rent restrictions are provided in Table A.

Table A: Project Unit & Rent Profile

Unit Mix	Number of Units	Unit Size (SF)	Allowable Monthly Rent [1]	Less Utility Allowance [2]	Tenant Share Monthly Rent [2]	Total Monthly Revenue	Total Annual Revenue
1 Bedroom							
< 30% AMI	3	650	$621	$72	$549	$1,647	$19,764
< 60% AMI	40	650	$1,243	$72	$1,171	$46,840	$562,080
< 70% AMI	3	650	$1,450	$72	$1,378	$4,134	$49,608
2 Bedroom							
< 30% AMI	5	900	$746	$91	$655	$3,275	$39,300
< 60% AMI	41	900	$1,492	$91	$1,401	$57,441	$689,292
< 70% AMI	6	900	$1,741	$91	$1,650	$9,900	$118,800
3 Bedroom							
< 30% AMI	2	1,200	$861	$111	$750	$1,500	$18,000
< 60% AMI	20	1,200	$1,723	$111	$1,612	$32,240	$386,880
< 70% AMI	8	1,200	$2,010	$111	$1,899	$15,192	$182,304
4 Bedroom							
< 30% AMI	1	1,400	$961	$131	$830	$830	$9,960
< 60% AMI	6	1,400	$1,923	$131	$1,792	$10,752	$129,024
< 70% AMI	1	1,400	$2,243	$131	$2,112	$2,112	$25,344
Total Units	**136**					**$185,863**	**$2,230,356**
						Ancillary Income	$34,000

[1] *2025 Income Limits (Reno-Sparks, NV MSA)*

[2] *Based on Reno Housing Authority 2025 Utility Allowance*

Project Developers

Ulysses Development Group
210 University Blvd, Suite 460
Denver, CO 80206

The Prospector Apartments project is sponsored and developed by Ulysses Development Group (UDG). Since its founding in 2021, UDG has closed on the construction of 1,025 units of newly constructed affordable housing, including 195 units in Washoe County. In addition, UDG has acquired over 1,000 units of existing affordable housing for preservation purposes. Yoni Gruskin is the managing partner of UDG. Prior to founding UDG, Yoni was a founder and partner at Lincoln Avenue Capital, a nationally prominent owner and developer of affordable housing.

Property Management

FPI Management
800 Iron Point Road
Folsom, CA 95630

FPI Management ("FPI") will provide property management services for the Prospector Apartments. FPI was established in 1968 and has over 165,000 units in its portfolio including over 74,000 units of affordable housing.

Borrower Entity

The borrower entity will be Prospector Owner LP, a limited partnership consisting of Prospector GP LLC as a 0.01% General Partner entity and U.S. Bancorp Community Development Corporation ("U.S. Bank") as 99.99% Limited Partner. Prospector UDG MM LLC will be the managing member of the General Partner LLC. U.S. Bank will provide an equity investment of approximately $20,784,509 in exchange for the right to receive 99.99% of the tax benefits available to the Project, including the 4% low-income housing tax credits.

The periodic advances of the equity investment by U.S. Bank are expected to occur as follows (subject to adjustment):

- 1st Installment: $3,117,676 at Closing (January 2026)
- 2nd Installment: $17,026,913 at Conversion (September 2028)
- 3rd Installment: $207,849 at Delivery of IRS Form 8609 (December 2028)
- 4th Installment: $639,920 at funding of the Operating Reserve (January 2030)

Plan of Finance:

The financing is proposed as a direct bond purchase by Citibank N.A. Tax-exempt bonds in an amount not to exceed $28,670,000 will be issued by the Division. The bonds are expected to be reduced to approximately $18,458,676 following completion of construction and permanent loan conversion. Citibank will also provide taxable construction period financing (not issued by the Division) estimated at $5,906,109 to fund project costs in advance of final tax credit equity installments. Greater detail regarding the Citibank debt financing is provided in the Bond/Loan Term section.

Reserves:

The Borrower will be required to fund deposits to a replacement reserve initially estimated at $300/unit/year for years 1 - 5. Thereafter, it will be subject to increases once every 5 years based on future physical needs assessments.

The Borrower will also be required to fund an Operating Reserve initially set at approximately $639,920.

Sources and Uses:

Project sources and uses are summarized in Table B:

Sources of Funds	Construction Phase	Permanent Phase
NHD Tax-Exempt Bond Proceeds	$28,670,000	$18,458,676
Taxable Construction Loan	$5,906,109	-
Federal LIHTC Equity	$3,117,676	$20,784,509
State Tax Credit Equity	$1,740,000	$1,740,000
NHD GAHP Loan	$5,000,000	$5,000,000
City of Reno Seller Note	$2,775,000	$2,775,000
Managing Member Equity	$100	$100
Pre-Conversion Cashflow	-	$366,382
Deferred Developer Fee	-	$6,061,324
Total Sources	**$47,208,885**	**$55,185,991**

Uses of Funds	Construction Phase	Permanent Phase	$/Unit
Land Cost	$3,375,000	$3,375,000	$24,816
Construction Hard Costs	$33,088,601	$33,088,601	$243,299
Soft Costs	$5,282,694	$5,648,737	$41,535
Construction Period Interest	$3,507,411	$3,507,411	$25,790
Contingencies	$1,728,149	$1,728,149	$12,707
Operating Reserve	-	$639,920	$4,705
Developer Fee	$227,030	$7,198,173	$52,928
Total Uses	**$47,208,885**	**$55,185,991**	**$405,779**

<u>Bond/Loan Terms:</u>

Lender: Citibank, N.A.

Bond Structure:

<u>Construction Phase</u>

- Estimated at $28,670,000
- Not to exceed 80% of costs
- Interest Rate with assumed rate cap estimated at 6.85% (including Division/Trustee fees)
- Bonds are interest only
- Term – 36 months from initial loan closing date, plus one 6-month extension

<u>Permanent Phase:</u>

- Estimated at $18,458,676
- Not to exceed 90% loan to value based on final appraisal
- Interest rate estimated at 6.35% (including Division/Trustee fees)
- Amortization factor: 40 years
- Maturity – 18 years following Closing Date
- Debt Service Coverage – Minimum of 1.15 to 1.00

Fees:

1) Division Annual Fee - 0.25% (25 bp) paid monthly in advance

2) Trustee Annual Fee - 0.05% (5 bp) paid monthly in advance

Bond Rating: Not rated

Method of Sale: Direct bank placement

Nevada Housing Division
Multifamily Housing Revenue Bonds
Prospector Apartments
Series 2026

		2029	2030	2031	2032	2033	2034	2035	2036	2037	2038
INCOME											
Annual Gross Rental Income		$ 2,297,267	$ 2,366,185	$ 2,437,170	$ 2,510,285	$ 2,585,594	$ 2,663,162	$ 2,743,057	$ 2,825,348	$ 2,910,109	$ 2,997,412
Other: Ancillary Revenue		$ 35,020	$ 36,071	$ 37,153	$ 38,267	$ 39,415	$ 40,598	$ 41,816	$ 43,070	$ 44,362	$ 45,693
Total Residential Income		$ 2,332,287	$ 2,402,255	$ 2,474,323	$ 2,548,553	$ 2,625,009	$ 2,703,759	$ 2,784,872	$ 2,868,418	$ 2,954,471	$ 3,043,105
Less: Residential Vacancy/Discounts		$ (116,614)	$ (120,113)	$ (123,716)	$ (127,428)	$ (131,250)	$ (135,188)	$ (139,244)	$ (143,421)	$ (147,724)	$ (152,155)
Proforma Gross Income		**$ 2,215,672**	**$ 2,282,143**	**$ 2,350,607**	**$ 2,421,125**	**$ 2,493,759**	**$ 2,568,572**	**$ 2,645,629**	**$ 2,724,998**	**$ 2,806,747**	**$ 2,890,950**
EXPENSES											
General Administrative		$ 67,939	$ 69,977	$ 72,076	$ 74,239	$ 76,466	$ 78,760	$ 81,122	$ 83,556	$ 86,063	$ 88,645
Operating & Maintenance		$ 122,776	$ 126,459	$ 130,253	$ 134,161	$ 138,185	$ 142,331	$ 146,601	$ 150,999	$ 155,529	$ 160,195
Utilities		$ 115,566	$ 119,033	$ 122,604	$ 126,282	$ 130,071	$ 133,973	$ 137,992	$ 142,132	$ 146,396	$ 150,787
Staff Payroll & Benefits		$ 224,128	$ 230,852	$ 237,777	$ 244,911	$ 252,258	$ 259,826	$ 267,621	$ 275,649	$ 283,919	$ 292,436
Taxes & Insurance		$ 49,028	$ 50,499	$ 52,014	$ 53,574	$ 55,181	$ 56,837	$ 58,542	$ 60,298	$ 62,107	$ 63,970
Property Management		$ 53,703	$ 55,314	$ 56,973	$ 58,682	$ 60,443	$ 62,256	$ 64,124	$ 66,047	$ 68,029	$ 70,070
Replacement Reserves		$ 42,024	$ 43,285	$ 44,583	$ 45,921	$ 47,298	$ 48,717	$ 50,179	$ 51,684	$ 53,235	$ 54,832
Proforma Operating Expenses		**$ 675,163**	**$ 695,418**	**$ 716,281**	**$ 737,769**	**$ 759,902**	**$ 782,699**	**$ 806,180**	**$ 830,366**	**$ 855,277**	**$ 880,935**
Effective Net Operating Income		**$ 1,540,509**	**$ 1,586,724**	**$ 1,634,326**	**$ 1,683,356**	**$ 1,733,856**	**$ 1,785,872**	**$ 1,839,448**	**$ 1,894,632**	**$ 1,951,471**	**$ 2,010,015**
Senior Debt Service		$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214
Debt Service Coverage		121%	125%	128%	132%	136%	140%	144%	149%	153%	158%
Residual Receipts		**$ 267,295**	**$ 313,510**	**$ 361,112**	**$ 410,141**	**$ 460,642**	**$ 512,658**	**$ 566,234**	**$ 621,417**	**$ 678,256**	**$ 736,800**
LP Asset Mgt Fee		$ 8,000	$ 8,000	$ 8,800	$ 8,800	$ 8,800	$ 8,800	$ 8,800	$ 9,680	$ 9,680	$ 9,680
DDF Payments		$ 159,295	$ 205,510	$ 252,312	$ 301,341	$ 351,842	$ 403,858	$ 457,434	$ 511,737	$ 568,576	$ 627,120
DDF Balance		$ 5,657,275	$ 5,451,765	$ 5,199,453	$ 4,898,112	$ 4,546,270	$ 4,142,412	$ 3,684,979	$ 3,173,241	$ 2,604,665	$ 1,977,545
Surplus Cash		**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**	**$ -**
Partnership Surplus Allocation	**25%**	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
NHD Surplus Allocation	**75%**	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
GAHP Loan Interest Accrued	**5.00%**	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000
GAHP Loan Interest Paid		$ 100,000	$ 100,000	$ 100,000	$ 100,000	$ 100,000	$ 100,000	$ 100,000	$ 100,000	$ 100,000	$ 100,000
GAHP Loan Principal Paid		$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
GAHP Loan Balance		$ 5,450,000	$ 5,600,000	$ 5,750,000	$ 5,900,000	$ 6,050,000	$ 6,200,000	$ 6,350,000	$ 6,500,000	$ 6,650,000	$ 6,800,000

Revenue Escalation:	3.00%
Expense Escalation:	3.00%
Property Management:	3.50%
Vacancy Assumption:	5.00%
Deferred Developer Fee :	$6,061,324
GAHP Loan	$5,000,000

Permanent Loan Amount	$18,458,676
Loan Term	40
Core Loan Rate	6.05%
NHD & Trustee Factor	0.30%
Total Loan Rate	6.35%
Annual Debt Service	$1,273,214

Nevada Housing Division

Multifamily Housing Revenue Bonds

Prospector Apartments

Series 2026

		2039	2040	2041	2042	2043	2044	2045	2046	2047
INCOME										
Annual Gross Rental Income		$ 3,087,334	$ 3,179,954	$ 3,275,353	$ 3,373,614	$ 3,474,822	$ 3,579,067	$ 3,686,439	$ 3,797,032	$ 3,910,943
Other: Ancillary Revenue		$ 47,064	$ 48,476	$ 49,930	$ 51,428	$ 52,971	$ 54,560	$ 56,197	$ 57,883	$ 59,619
Total Residential Income		$ 3,134,398	$ 3,228,430	$ 3,325,283	$ 3,425,042	$ 3,527,793	$ 3,633,627	$ 3,742,635	$ 3,854,915	$ 3,970,562
Less: Residential Vacancy/Discounts		$ (156,720)	$ (161,422)	$ (166,264)	$ (171,252)	$ (176,390)	$ (181,681)	$ (187,132)	$ (192,746)	$ (198,528)
Proforma Gross Income		**$ 2,977,678**	**$ 3,067,009**	**$ 3,159,019**	**$ 3,253,790**	**$ 3,351,403**	**$ 3,451,945**	**$ 3,555,504**	**$ 3,662,169**	**$ 3,772,034**
EXPENSES										
General Administrative		$ 91,304	$ 94,043	$ 96,864	$ 99,770	$ 102,764	$ 105,846	$ 109,022	$ 112,292	$ 115,661
Operating & Maintenance		$ 165,001	$ 169,951	$ 175,049	$ 180,301	$ 185,710	$ 191,281	$ 197,019	$ 202,930	$ 209,018
Utilities		$ 155,311	$ 159,970	$ 164,769	$ 169,713	$ 174,804	$ 180,048	$ 185,450	$ 191,013	$ 196,743
Staff Payroll & Benefits		$ 301,209	$ 310,246	$ 319,553	$ 329,140	$ 339,014	$ 349,184	$ 359,660	$ 370,449	$ 381,563
Taxes & Insurance		$ 65,890	$ 67,866	$ 69,902	$ 71,999	$ 74,159	$ 76,384	$ 78,676	$ 81,036	$ 83,467
Property Management		$ 72,172	$ 74,337	$ 76,567	$ 78,864	$ 81,230	$ 83,667	$ 86,177	$ 88,762	$ 91,425
Replacement Reserves		$ 56,477	$ 58,171	$ 59,916	$ 61,714	$ 63,565	$ 65,472	$ 67,436	$ 69,459	$ 71,543
Proforma Operating Expenses		**$ 907,363**	**$ 934,584**	**$ 962,621**	**$ 991,500**	**$ 1,021,245**	**$ 1,051,882**	**$ 1,083,439**	**$ 1,115,942**	**$ 1,149,420**
Effective Net Operating Income		**$ 2,070,315**	**$ 2,132,425**	**$ 2,196,397**	**$ 2,262,289**	**$ 2,330,158**	**$ 2,400,063**	**$ 2,472,065**	**$ 2,546,227**	**$ 2,622,613**
Senior Debt Service		$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214	$1,273,214
Debt Service Coverage		163%	167%	173%	178%	183%	189%	194%	200%	206%
Residual Receipts		**$ 797,101**	**$ 859,210**	**$ 923,183**	**$ 989,075**	**$ 1,056,944**	**$ 1,126,848**	**$ 1,198,850**	**$ 1,273,012**	**$ 1,349,399**
LP Asset Mgt Fee		$ 9,680	$ 9,680	$ 10,648	$ 10,648	$ 10,648	$ 10,648	$ 10,648	$ 11,713	$ 11,713
DDF Payments		$ 687,421	$ 749,530	$ 540,594	$ -	$ -	$ -	$ -	$ -	$ -
DDF Balance		$ 1,290,124	$ 540,594	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Surplus Cash		**$ -**	**$ -**	**$ 371,941**	**$ 978,427**	**$ 1,046,296**	**$ 1,116,200**	**$ 1,188,202**	**$ 1,261,299**	**$ 1,337,686**
Partnership Surplus Allocation	**25%**	$ -	$ -	$ 92,985	$ 244,607	$ 261,574	$ 279,050	$ 297,051	$ 315,325	$ 334,422
NHD Surplus Allocation	**75%**	$ -	$ -	$ 278,956	$ 733,820	$ 784,722	$ 837,150	$ 891,152	$ 945,975	$ 1,003,265
GAHP Loan Interest Accrued	**5.00%**	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 241,210	$ 205,972
GAHP Loan Interest Paid		$ 100,000	$ 100,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 250,000	$ 241,210	$ 205,972
GAHP Loan Principal Paid		$ -	$ -	$ 28,956	$ 483,820	$ 534,722	$ 587,150	$ 641,152	$ 704,765	$ 797,293
GAHP Loan Balance		$ 6,950,000	$ 7,100,000	$ 7,071,044	$ 6,587,224	$ 6,052,502	$ 5,465,352	$ 4,824,200	$ 4,119,436	$ 3,322,143

Borrower Financing Representation

Proposed Project:

To facilitate review and approval of financing by the Nevada State Board of Finance for the proposed project the sponsor/borrower should demonstrate it has evaluated reasonable alternative financing providers/programs. Select Option A and provide the requested information. Should the sponsor/borrower prefer not to provide, or be unable to provide, information requested in Option A, select Option B.

A narrative discussion of the rationale for selection of your proposed lender would be helpful and can be provided in the Sponsor/Borrower Statement section. This would be particularly useful should you select Option B.

☐**Option A**

Lender	Rate	Fees

☒**Option B**

Sponsor/Borrower Statement:

Ulysses Development Group LLC considered several options from our networks of lenders and Citi Community Capital was determined to be the best fit. The terms offered by Citi Community Capital for The Prospector Apartments were competitive compared to the rest of the market and offered the most favorable terms. The interest rate for the Citi product is lower than other lenders, and their 40-year amortization is extremely attractive, and what makes this debt product the most competitive. Additionally, we also have an established and successful relationship with Citi Community Capital and are confident that they will be able to provide the most competitive rates and terms that will enable the most efficient execution.

PROSPECTOR OWNER LP,
a Nevada limited partnership

By: PROSPECTOR GP LLC,
a Delaware limited liability company,
its General Partner

By: ________________________
Jonathan A. Gruskin, Manager

ULYSSES DEVELOPMENT GROUP

The Prospector Apartments

315-335 Record Street, Reno, NV 89512

APN: 007-313-27, 007-313-28, 007-313-30, 007-314-14 and a portion of 008-350-10 (3.26 acres)

Project Narrative

The Prospector Apartments is a planned 136-unit affordable family rental development in Downtown Reno, NV located at 315-335 Record Street. The development will income average households at or below 60% of HUD area median income (AMI), with 18 units specifically designated for households with incomes at or below 70% of AMI, 107 for households with incomes at or below 60% of AMI, and 11 for households with incomes at or below 30% AMI. The Apartments are being developed by Ulysses Development Group ("UDG") a mission-driven developer, preserver, and owner of affordable housing active nationwide.

Physical Description

The new construction, elevator-served residence will include a single 5-story building with 46 one-bedroom/one bath units, 52 two-bedroom/one bath units, 30 three-bedroom/two-bath units, and 8 four-bedroom/two-bath units. The proposed community equates to a density of approximately 54 units per acre across the +/- 2.5-acre development site. The property will feature a furnished clubroom, on-site management leasing offices, outdoor green space and seating pavilion, and surface parking. The project will also feature multiple safety systems, including a controlled access system, a camera monitoring system, ample site lighting, and perimeter fencing.

In addition to the common area amenity features, the project will also include an approximately 1,500 SF space dedicated to a local non-profit organization active in the Reno community, the Community Services Agency of Reno (CSA). CSA will utilize this classroom space to provide ongoing services to residents of the community including a range of case management services including job / career training and workshops, financial literacy services, health and wellness consulting and more. Services will be provided to residents free of charge.

The Prospector Apartments will be highly energy efficient and will meet EnergyStar-rating standards. The building will include high efficiency heating and cooling equipment including high efficiency gas commercial hot water heaters, EnergyStar appliances, low-E vinyl thermal pane windows, high R-value wall and attic insulation. The Prospector will promote sustainable building techniques using low- or no- VOC paints, padding, and adhesives, and formaldehyde-free particleboard and will promote water conservation with low-flow fixtures and extensive drought tolerant landscaping. Additionally, The Prospector Apartments will be designed to meet the Enterprise Green Communities (EGC) certification standards. Furthermore, the property will implement a solar PV system on the rooftop of the property, which will reduce the carbon footprint of the building and also help to reduce the ongoing electricity utility costs at the property.

Location and Neighborhood

The development site for The Prospector Apartments will be approximately+/- 2.5-acres in size, located in Downtown Reno near the intersection of Record Street and Evans Avenue. The site is in directly north and adjacent to Greater Nevada Field, home of the Reno Aces. The site is also located directly across the street from the RTC 4th Street Station, the primary RTC transit hub in downtown Reno, which offers public transportation routes with major routes and connections across the Reno/Sparks area.

RTC 4th Street Station has access to all the major routes in the Reno/Sparks including boarding locations for Route 1: S Virginia St, Route 2: Ninth/Silverado/Sparks, Route 4: West Seventh, Routh 5: Sun Valley / Wedekind, Route 6: Arlington/Moana, Route 7: Stead, Route 11: Fourth/Prater, Route 12: Terminal/Neal, Route 13: VA Hospital/Grove, Route 14: East Mill, Route 15: TMCC/Clear Acre, Route 16: Idlewild, Route: 18 Glendale/Greg, and the RTC Regional Connector to and from Carson City.

St. Mary's Regional Medical Center is only 0.8 miles from the site. Renown Regional Medical Center is 1.3 miles from the property. Students at The Prospector Apartments will be zoned for Libby Booth Elementary School, the E. Otis Vaughn Middle School, and Earl Wooster High School. Libby Booth Elementary School is located less than 1.5 miles from the apartments.

Resident Population and Market Demand

The Prospector Apartments will be a general occupancy affordable development. The proposed income mix is as follows:

Unit Type	Target AMI	Number of Units
1-bedroom/1-bathroom	<30%	3
1-bedroom/1-bathroom	<60%	40
1-bedroom/1-bathroom	<70%	3
2-bedroom/2-bathroom	<30%	5
2-bedroom/2-bathroom	<60%	41
2-bedroom/2-bathroom	<70%	6
3-bedroom/2-bathroom	<30%	2
3-bedroom/2-bathroom	<60%	20
3-bedroom/2-bathroom	<70%	8
4-bedroom/2-bathroom	<30%	1
4-bedroom/2-bathroom	<60%	6
4-bedroom/2-bathroom	<70%	1

Residents in Northern Nevada have been experiencing an extreme affordable housing crisis in recent years. The Washoe County 2020-2024 Consolidated Plan identifies preserving and developing affordable housing as a high priority. According to the Consolidated Plan, almost three quarters of rental units are not affordable for low-income households. The Prospector Apartments will address these crises by ensuring the availability of 136 affordable housing units that are critical for low and extremely low-income residents of Washoe County.

The Nevada Housing Division's 2022 Annual Affordable Apartment Survey reported vacancy rates of 3.4%, 4.7%, and 3.9% for one-bedroom, two-bedroom, and three-bedroom units, respectively, in Washoe County. These low vacancy rates demonstrate an acute need for affordable housing in Washoe County.

Extremely low-income households in Nevada have access to fewer affordable units than any other state in nation: 14 units for every 100 households below 30% of Area Median Income, compared with the national average of 34 units, according to the National Low Income Housing Coalition. The development of Prospector Apartments will address this gap through the creation of 11 much-needed units targeting households that make below 30% of AMI, including rare three-bedroom, deeply affordable units.

The City of Reno is currently facing a large shortage of affordable housing, in which The Prospector Apartments will play a role in increasing the stock of newly constructed affordable homes in downtown reno by 136 units. In the last 10 years, the City of Reno has seen an increase in population by over 18% and an increase in median home value by over 146% percent. This has created an environment in which 44.3% of renters within the City of Reno are currently cost burdened having less income available for essentials like food, healthcare and transportation. It is also important to note that 19.5% of renters within the City of Reno are severely cost burdened which means these residents are spending over 50% of their income on housing. Ulysses Development Group LLC (The project's development partner) engaged Novogradac to perform a third-party market study to assess the viability of The Prospector Apartments. Novogradac's report concluded that The Prospector Apartments will offer an excellent product and the project's proposed use is market oriented and will perform well at its location. Novogradac also confirmed that the 2024 maximum allowable LIHTC rents are achievable at 50, 60, and 70% AMI levels and that the proposed LIHTC rents offer a substantial discount to the Novogradac estimates of achievable market rents for the one, two, three and four-bedroom units. Furthermore, the demand analysis performed by Novogradac produced capture rates that are considered excellent.

Rents at the development will range from $621 to $1,450 for a one-bedroom LIHTC unit, from $746 to $1,741 for a two-bedroom LIHTC unit, and from $861 to $2,010 for a three-bedroom LIHTC unit, $961-$2,243 for a four-bedroom with tenant paid utilities. For comparison, the 2025 HUD Fair Market Rents for Washoe County are $1,370 for a one-bedroom unit, $1,722 for a two-bedroom unit, and $2,384 for a three-bedroom unit, $2,788 for a four-bedroom unit, and market rents for comparable units are even higher.

Development Team Experience

Developer:	**Ulysses Development Group ("UDG")**
Owner:	**Prospector Owner LP**
Consultant:	**Praxis Consulting Group, LLC**
General Contractor:	**Metcalf Builders**
Civil Engineer:	**Odyssey Engineering**
Property Manager:	**FPI Management, Inc.**
Architect:	**KEPHART**

Organizational Structure

The property will be owned by a new, sole purpose Nevada limited partnership, PROSPECTOR OWNER LP, whose 0.01% general partner will be PROSPECTOR GP LLC, a new, sole purpose Nevada limited liability company. PROSPECTOR UDG MM LLC will be the 99.99% managing member of the general partner entity and Johnathan A. Gruskin will be the non-member manager of PROSPECTOR UDG MM LLC.

Ulysses Development Group

Ulysses Development Group ("UDG") is a mission-driven developer, preserver, and owner of affordable housing nationwide. UDG was founded in 2021 by Yoni Gruskin and Connor Larr, capitalizing on their varied affordable housing and development experience. UDG deploys its robust balance sheet by developing best-in-class affordable communities nationwide. UDG currently employs 35 affordable housing professionals ranging from development, construction, asset management, compliance, accounting, and finance. Since its founding, UDG has closed on the construction of 1,025 units of newly constructed affordable housing, including 195 units located in Washoe County, NV. In addition, UDG has acquired over 1,000 units of existing affordable housing for preservation purposes. The principals and development staff of UDG have demonstrated a history of execution of the development of income-restricted multifamily real estate ranging in size from 60 to over 550 units. Having led the capital raises for such projects, the team has extensive experience using federal, state, and local funding as well as successfully partnering with local governments and housing authorities to execute developments. This history of execution has helped Ulysses build extensive relationships with lenders and investors on a national scale.

Yoni Gruskin is the managing partner of UDG. Prior to founding UDG, Yoni was a founder and partner at Lincoln Avenue Capital, a nationally prominent owner and developer of affordable housing. Under Yoni's leadership, he helped oversee the acquisition and preservation of over 11,000 affordable housing units. Prior to that, Yoni had experience at the Related Companies and Citigroup in New York City. Yoni is a graduate of the University of Pennsylvania.

Connor Larr is a partner of UDG. Prior to helping Yoni found UDG, Connor served as a vice president at the Related Companies in New York City, overseeing all aspects of ground-up development across various asset classes in and around the NYC metro area, totaling over $4

ULYSSES DEVELOPMENT GROUP

billion in development and acquisitions. Prior to his time at Related, Connor started his career at Citigroup. Connor is a graduate of Johns Hopkins University.

Praxis Consulting Group, LLC
UDG receives consulting assistance from Praxis Consulting Group, LLC. Formed in 2004, Praxis is a Nevada-based consulting firm that helps non-profit, for-profit and government organizations develop and finance affordable housing. Praxis also carries out research and technical assistance in the areas of community development, non-profit capacity building, fund raising and public policy development. Since 2005, Praxis has secured the financing for over 125 affordable housing developments, mostly in Nevada, totaling over 14,800 units and $3.48 billion in financing. Financing sources have included project-based housing choice vouchers, public housing operating subsidy, private grants, tax-exempt bonds, 4 percent and 9 percent tax credits, ARRA TCAP and Section 1602 funds, HUD HOME and state housing trust funds, state transitional housing monies, FHLB AHP funds, as well as conventional construction and permanent debt.

Financing
The financing for The Prospector Apartments includes tax-exempt bonds issued by Nevada Housing Division (NHD and equity from the sale of 4% Low Income Housing Tax Credits, Transferrable State Tax Credits (TSTC), and a seller note from the City of Reno. The Prospector Apartments will also utilize a private subordinate tax-exempt loan product from SolPacific to minimize the financing gap.

The Prospector Apartments is expected to close and begin construction in January 2026, with construction completion by January 2028.

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Subject Property Aerial

The Prospector Apartments
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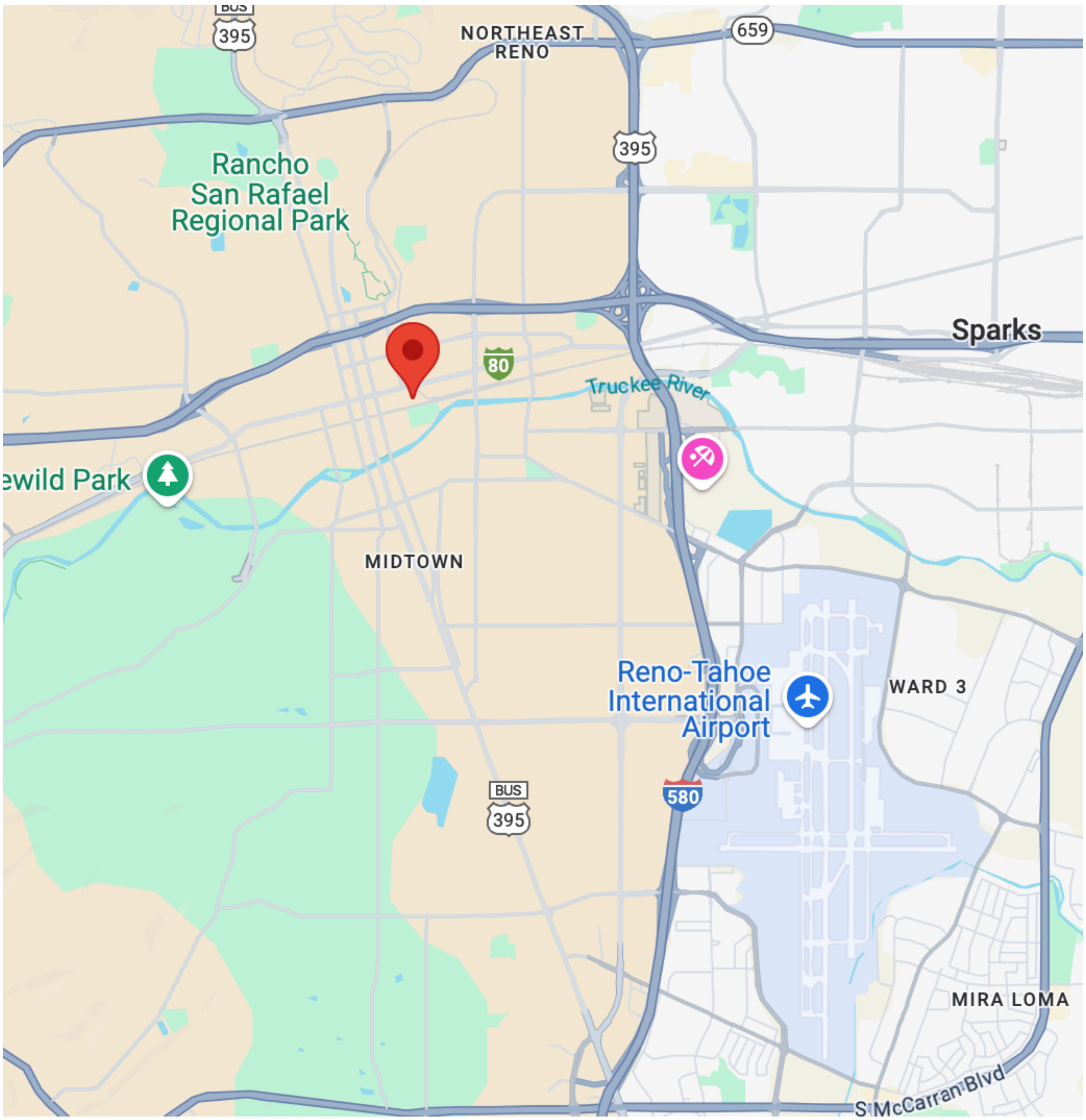
Project Location



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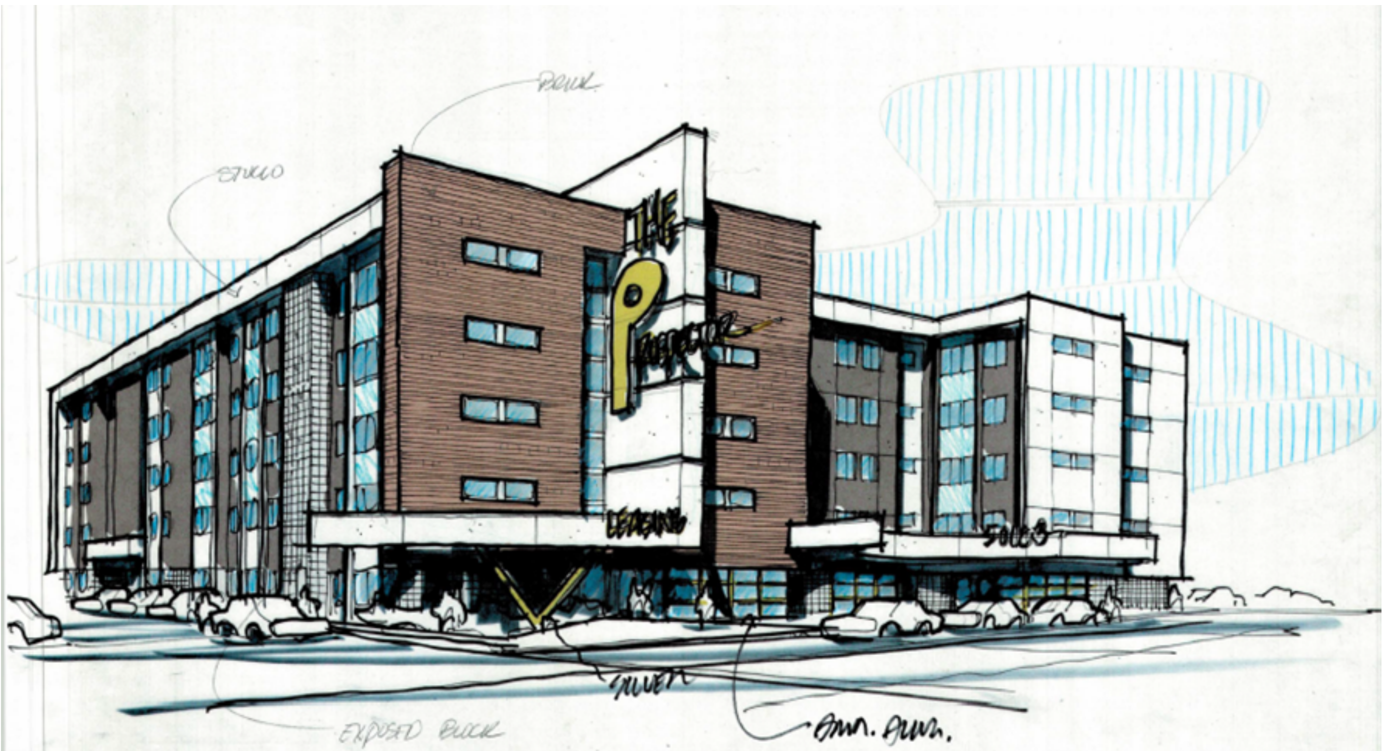
Project Sketch



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The Prospector Apartments
315-335 Record Street
Reno, NV 89512
APN: 007-313-27, 007-313-28, 007-313-30, 007-314-14 and a portion of 008-350-10 (3.26 acres)

Site Plan

Development: Prospector
Development Type: New Construction
BoF Meeting Date: 8.20.2025

Administrator's Summary

This bond issuance of $28.7 million will be used to provide for the new construction of 136 units of affordable family apartments in Reno. The rental housing will serve 118 households at or below 60% of area median income (AMI). 18 of the units will be rented at 70% AMI, with 11 units renting at 30% AMI. The project developer is Ulysses Development, which has constructed over one thousand units of affordable housing including 195 units in the Reno area. This will be their second new construction project in Nevada.

- 136 Family Units
- New construction
- 100% Affordable Rents
- 118 units <60% AMI, 18 units <70% AMI
- 1 bedroom units = 46, 2 bedroom units = 52, 3 bedroom units = 30, 4 bedroom units =8
- 1 bedroom rents $613 less than market rate
- 2 bedroom rents $437 less than market rate
- 3 bedroom rents $369 less than market rate
- 4 bedroom rents $1183 less than market rate
- Cost per unit = $405,779
- Cost per bond cap allocation = $210,809
- Developer –Ulysses Development Group
- Equity Investor – US Bank
- Loan – US Bank
- $28.7M in Bond Proceeds trips $20.8M in LIHTC Equity (37.7% of total development cost)

	Prospector	Program Average	Notes
Total Tax-exempt Bond ask	$ 28,670,000	$ 38,449,500	Average of last 10 New Construction projects previously approved
Total Development Cost	$ 55,185,991	$ 75,773,152	Average of last 10 New Construction projects previously approved
Size of site	2.5 Acres	11.87	
Total # of Units	136	194	Average of last 10 New Construction projects previously approved
Cost Per Unit	$ 405,779	$ 395,591	Average of last 10 New Construction projects previously approved
Bond Cap used Per Unit	$ 210,809	$ 199,769	Average of last 10 New Construction projects previously approved
Percentage of Units above 60% AMI	13.25%	5.0%	18 units in this project
Percentage of Units at 60% AMI	78.68%	76.0%	107 Units in this project
Percentage of Units at 50% AMI	0.00%	8.0%	0 units in this project
Percentage of Units at 40% AMI	0.00%	1.0%	0 units in this project
Percentage of Units at 30% AMI	8.09%	11.0%	11 units in this project
Veteran's Preference	Yes	Yes	

	Prospector	Estimated Market Rate	Notes
Average 1 Bedroom Rent	$ 1,144	$ 1,757	Renthop.com July 2025
Average 2 Bedroom Rent	$ 1,358	$ 1,795	Renthop.com July 2025
Average 3 Bedroom Rent	$ 1,631	$ 2,000	Renthop.com July 2025
Average 4 Bedroom Rent	$ 1,712	$ 2,895	Renthop.com July 2025
Average Vacancy Rate	n/a	2.66%	Kidder Matthews Q1 2025

State of Nevada
DEPARTMENT OF BUSINESS & INDUSTRY
Housing Division
1830 E. College Parkway, Suite 200
Carson City, NV 89706

DATE:	July 29, 2025
TO:	State Board of Finance
AGENDA ITEM:	Approval of the Findings of Fact of the Administrator of the Nevada Housing Division concerning the Multi-Unit Housing Revenue Bonds (Skyline Flats Apartments)
PETITIONER:	Steve Aichroth – Administrator, Nevada Housing Division

–––––––

A. Time and Place of Meeting:

10:00 a.m., Wednesday, August 20, 2025, at the Old Assembly Chambers of the Capitol Building, 101 N. Carson Street, Carson City, Nevada 89701.

B. Matter to be reviewed: The Findings of Fact ("Findings") of the Administrator of the Housing Division concerning the Multi-Unit Housing Revenue Bonds (Skyline Flats Apartments).

C. The Findings relate to the issuance of up to $95,600,000 in multi-unit housing revenue bonds to provide an affordable housing opportunity for the construction of a 402-unit family apartment complex located at the Northeast Corner of Dandini Blvd and Raggio Parkway, Reno, Nevada (the "Project").

D. The Housing Division will issue up to $95,600,000 of multi-unit housing revenue bonds. The proposed financing will consist of a separate construction loan and permanent loan. The construction phase loan will be issued as a public offering underwritten by Barclays. The Division will issue $95,600,000 in variable rate demand bonds which will be secured by a letter of credit from Barclays. Permanent project financing will be issued as a Freddie Mac Tax-Exempt Loan ("TEL") through a direct placement with KeyBank National Association. The Freddie TEL will be initially provided in the form of an unfunded permanent loan commitment. At conversion, the short-term Construction Loan will be redeemed, and the Freddie TEL (Permanent Loan) will be funded. The borrower entity will be Reno Leased Housing Associates I, LLLP, a limited liability limited partnership consisting of Reno Leased Housing Associates I, LLC as a 0.01% Managing Member entity and U.S. Bancorp Community Development Corporation ("US Bank") as 99.99% Investor Member. US Bank will provide an equity investment of approximately $71,682,353 in exchange for the right to receive 99.99% of the tax benefits available to the Project, including the 4% low-income housing tax credits. The proposed financing structure is in compliance with NRS and NAC Chapters 319 (Nevada Housing Finance Law).

E. Background of Agenda Item:

The Project borrower/developer, in concert with the Housing Division's financial team and bond counsel, has prepared the necessary documents to implement this new construction housing project. Further, the project, as proposed, complies with the intent and purpose of Nevada Housing Finance Law. Also, the program and bond documents prepared will comply with the Internal Revenue Code of 1986 (United States Code Title 26), as amended. The Skyline Flats project was originally approved by the Board of Finance in December of 2024 for an amount up to $90,600,000 in Multi-Unit Housing Revenue Bonds.

F. Staff Recommendation:

The Administrator of the Housing Division, in consultation with the financial and lending professionals of the Housing Division, recommends approval of the Findings, to the Board of Finance, for the issuance by the Nevada Housing Division of an issue of bonds known as "Multi-Unit Housing Revenue Bonds (Skyline Flats Apartments)."

G. Attorney Opinion:

The Findings of Fact of the Administrator of the Housing Division have been reviewed by the Housing Division's Legal Counsel; and assuming the factual matter stated therein is accurate, and except for the bond issue cash flow analyses and other financial and statistical data included therein as to which no opinion is expressed, the findings comply with the requirements of NRS 319.190, 319.260 and 319.270.

State of Nevada

DEPARTMENT OF BUSINESS & INDUSTRY

Housing Division

FINDINGS OF FACT

Multi-Unit Housing Revenue Bonds
Skyline Flats Apartments

In accordance with the requirements of NRS 319.190, 319.260 and 319.270, and based upon the memorandum of support, the Administrator of the Nevada Housing Division finds that:

1. There exists a shortage of decent, safe and sanitary family housing at rental rates that eligible families can afford within the Reno, Nevada rental housing markets, as determined by the Administrator.

2. Private enterprise and investment have been unable, without assistance, to provide an adequate supply of decent, safe and sanitary rental housing in such housing market areas at rental rates, which families of low and moderate income can afford.

3. The proposed multifamily project will increase the supply and improve the quality of decent, safe and sanitary rental housing for eligible families.

4. The rental housing to be assisted by the Housing Division pursuant to the provisions of NRS and NAC Chapter 319 will be for public use and will provide a material public benefit to Reno, Nevada.

5. The Housing Division's estimates of revenues to be derived from the mortgage made under the proposed project, together with all bond proceeds, all subsidies, grants or other financial assistance and guarantees issued from other entities to be received in connection with the bond financing, will be sufficient to pay the amount

estimated by the Housing Division as necessary for debt service on the bonds issued for the financing of the proposed project.

BY: ____________________________________ DATE: ________________

Steve Aichroth
Administrator
Nevada Housing Division

July 29, 2025

Steve Aichroth, Administrator
Nevada Housing Division
1830 College Parkway, Suite 200
Carson City, NV 89706

Re: Skyline Flats Project – ***Amended Plan of Finance***

Mr. Aichroth:

This memorandum is an update to the original version dated December 5, 2024. It is provided in support of the request by the Nevada Housing Division ("Division") to the State of Nevada Board of Finance for approval of the Findings of Fact regarding an amended plan of finance for the Skyline Flats project ("Project"). The Division is requesting authorization from the Board of Finance for issuance of up to $95,600,000 of Nevada Housing Division multi-unit housing revenue bonds to fund construction of this new affordable family rental community in Reno, Nevada. This is an increase of $5,000,000 of requested private activity bond volume cap from the original application.

PFM Financial Advisors LLC ("PFM") has reviewed the proposed amendment and related supporting material submitted to the Division. We have discussed the Project and financing with representatives of the borrower, lender, Division staff, and bond counsel.

The proposed financing consists of a separate construction phase loan and permanent phase loan. Construction phase financing will be issued by the Division as a public offering of variable rate demand bonds underwritten by Barclays and secured by a letter of credit provided by Barclays. Permanent phase financing will be issued by the Division through the Freddie Mac Tax-Exempt Loan ("TEL") program as a direct placement with KeyBank National Association. The Freddie TEL will be initially provided in the form of an unfunded permanent loan commitment. At conversion, proceeds of the Freddie TEL will be applied to redeem the construction phase loan. The overall financing is reviewed in greater detail in Exhibits A, B and D.

The proposed Project is viewed positively in the local community and is endorsed by the City of Reno. A tax-exempt financing by the Division of this Project is necessary for compliance with Federal tax rules to qualify the Project for 4% Low Income Housing Tax Credits. Equity proceeds from the sale of these credits are critical to achieve successful funding of the Project at the proposed restricted income levels.

In our opinion, the Project and the proposed amended plan of finance meet the requirements of NRS 319.260 and NAC 319.712, and we recommend it for submittal to the Board of Finance for approval. Debt issuance will be subject to receipt of definitive loan and equity approval and final loan, bond, and tax documentation.

Exhibit A: Amended Project Overview and Plan of Finance
Exhibit B: Amended Project Operating Proforma
Exhibit C: Amended Borrower Finance Plan Statement
Exhibit D: Amended Borrower Provided Additional Narrative

Sincerely,

PFM Financial Advisors LLC

Maggie Marshall

Maggie Marshall, *Senior Managing Consultant*

Background:

On December 19, 2024, the State Board of Finance approved the issuance of Multi-Unit Housing Revenue Bonds (Skyline Flats) in an aggregate amount not to exceed $90,600,000 to provide an affordable housing opportunity for the construction of a 402-unit family apartment complex located in Reno (the “Project”).

The plan of finance previously approved by the Board assumed construction phase financing issued by the Division as a direct placement tax-exempt loan with Jones Lang LaSalle (“JLL”) in an amount not to exceed $90,600,000. Permanent phase financing was proposed to be issued through the Freddie Mac TEL program as a direct placement with JLL in their capacity as a Freddie Mac delegated loan servicer. For reference, the sources and uses of funds for the Project as presented in December 2024 are summarized in Table A below:

Table A: Sources and Uses of Funds (December 2024)

Sources of Funds	Construction Phase	Permanent Phase	
NHD Bond Proceeds	$90,600,000	$68,140,000	
Taxable Construction Loan	$48,804,030		
Subordinate Debt	$7,000,000	$7,000,000	
LIHTC Equity	$735,569	$73,556,872	
State Tax Credit Equity	$27,000	$2,700,000	
Solar Tax Credit Equity	$8,643	$864,300	
Class B LP - Equity Contribution		$6,839,723	
Deferred Developer Fee		$19,515,836	
	$147,175,242	$178,616,731	
Uses of Funds			**$/Unit**
Land Cost	$6,500,000	$6,500,000	$16,169
Construction Hard Costs	$107,314,029	$107,314,029	$266,950
Soft Costs	$15,339,927	$18,388,148	$45,742
Construction Period Interest	$12,544,915	$12,544,915	$31,206
Contingencies	$5,476,371	$5,476,371	$13,623
Reserves		$1,600,758	$3,982
Developer Fee		$26,792,510	$66,648
	$147,175,242	$178,616,731	$444,320

Summary of Amendments to the Project’s Funding Sources:

The amended plan of finance is described in more detail in Exhibit A. Since the date of Board approval in December, the estimated total development cost of the project has increased by approximately $9.6 million. In addition to the increase in requested private activity bond volume cap from the original application of $5,000,000, the amended plan of finance includes the following changes to the sources of funds for the Project:

- Addition of Cash Flow from Operations as a source of funds
- Increase in the Equity Contribution provided by the Limited Partner
- Increase in State Tax Credit Equity
- Decrease in Federal LIHTC Equity generated for the Project
- Addition of a GAHP Loan provided by the Division
- Elimination of Subordinate Debt

EXHIBIT A

Amended Project Overview and Plan of Finance

The Project

The Project consists of the construction of a new affordable family rental community to be located at Dandini Blvd in Reno, Nevada. It will be a 402-unit development situated on a site of approximately 58.34 acres. The units will be configured as two, three, and four-bedroom units across fifteen three-story walkup buildings. Amenities include playgrounds, a pool/spa area, and a central clubhouse. Greater detail regarding the Project configuration and amenities is included in Exhibit D.

A summary of the unit mix and rent restrictions are provided in Table B.

Table B: Amended Project Unit & Rent Profile

Unit Mix	AMI Restriction	Number Units	Unit Size (SF)	Allowable Monthly Rent [1]	Less Utility Allowance [2]	Net Allowable Monthly Rent	Total Monthly Revenue	Total Annual Revenue
2 BR	60%	113	851	1,492	$127	$1,365	$154,245	$1,850,940
3 BR	60%	126	1,174	1,723	$145	$1,578	$198,828	$2,385,936
4 BR	60%	153	1,350	1,923	$166	$1,757	$268,821	$3,225,852
2 BR	50%	4	851	1,243	$127	$1,116	$4,464	$53,568
3 BR	50%	3	1,174	1,436	$145	$1,291	$3,873	$46,476
4 BR	50%	3	1,350	1,602	$166	$1,436	$4,308	$51,696
Total Units		**402**					**$12,645**	**$7,614,468**
							Ancillary Income	$632,742
							Total Annual Revenue	$8,247,210

[1] 2025 Income Limits (Las Vegas-Henderson-Paradise, NV MSA)
[2] Project-specific allowances provided by HUD

Project Developer

Dominium Development
2905 Northwest Blvd
Plymouth, MN 55441

Founded in 1972, Dominium specializes in owning, developing, and managing affordable housing across the United States. The company currently oversees over 38,000 homes spanning 220 properties across 18 states. In the past 30 months, Dominium has successfully closed 3,457 units within the Mountain West Region. Skyline Flats would mark Dominium’s first new construction project in the State of Nevada. Greater detail regarding experience of the developers is contained in Exhibit D

Borrower Entity

The borrower entity will be Reno Leased Housing Associates I, LLLP, a limited liability limited partnership consisting of Reno Leased Housing Associates I, LLC as a 0.01% Managing Member entity and U.S. Bancorp Community Development Corporation (“US Bank”) as 99.99% Investor Member. US Bank will provide an equity investment of approximately $71,682,353 in exchange for the right to receive 99.99% of the tax benefits available to the Project, including the 4% low-income housing tax credits.

The periodic advances of the equity investment by US Bank are expected to occur as follows (subject to adjustment):

- 1st Installment: $716,923 at Financial Close (November 2025)
- 2nd Installment: $70,965,430 at Conversion (December 2028)

Property Manager

After construction is completed, Dominium Management Services, LLC (DMS) will manage the apartment complex. DMS has developed a reputation of excellence among the lenders, investors, and state agencies with which they work. DMS's management staff is well-trained to manage the specialized requirements of the tax-exempt bond program, and Section 42 of the Internal Revenue Code (LIHTC compliance) and any special requirements of local housing authorities

Debt Plan of Finance:

The proposed financing will consist of a separate construction loan and permanent loan. The construction phase loan will be issued as a public offering underwritten by Barclays. The Division will issue $95,600,000 in variable rate demand bonds which will be secured by a letter of credit from Barclays. Permanent project financing will be issued as a Freddie Mac Tax-Exempt Loan ("TEL") through a direct placement with KeyBank National Association. The Freddie TEL will be initially provided in the form of an unfunded permanent loan commitment. At conversion, the short-term Construction Loan will be redeemed and the Freddie TEL (Permanent Loan) will be funded.

Greater detail regarding the debt financing is provided in the Bond/Loan Term section.

Reserves:

The Borrower will be required to fund deposits to a replacement reserve initially set at $300/unit/year. The minimum required replacement reserve deposits will increase by 3% annually.

The Borrower will also be required to fund an Operating Reserve initially set at $2,386,839.

Sources and Uses:

The source and application of funds during both construction and permanent phases of the Project are summarized in Table C below:

Table C: Amended Sources and Uses of Funds

Sources of Funds			
	Construction Phase	Permanent Phase	
NHD Bond Proceeds	$95,600,000	$72,298,000	
Taxable Construction Loan	$51,378,153		
LIHTC Equity	$716,923	$71,682,353	
NHD GAHP Loan	$5,000,000	$5,000,000	
State Tax Credit Equity	$3,400,000	$3,400,000	
Solar Tax Credit Equity		$108,000	
Cash Flow from Operations	$6,338,670	$6,338,670	
Class B LP - Equity Contribution	$200	$12,686,487	
Deferred Developer Fee		$16,672,162	
	$162,433,946	$188,185,672	
Uses of Funds			**$/Unit**
Land Cost	$5,300,000	$5,300,000	$13,184
Construction Hard Costs	$113,015,390	$113,015,390	$281,133
Soft Costs	$20,722,187	$20,722,187	$51,548
Construction Period Interest	$16,620,072	$16,620,072	$41,343
Contingencies	$5,595,227	$5,595,227	$13,918
Reserves		$2,386,839	$5,937
Developer Fee	$1,181,070	$24,545,957	$61,060
	$162,433,946	$188,185,672	$468,124

<u>Amended Bond/Loan Term Summary:</u>

Bond/Loan Dated: As of Closing Date

Construction Lender: Barclays

Permanent Lender: KeyBank National Association

Bond Structure:

<u>Construction Phase</u>

The Construction Loan will provide funding of an interim tax-exempt construction bond issue. Bond proceeds will periodically be advanced to the Borrower by the Division pursuant to the Loan Agreement and used to pay a portion of the costs of construction of the project.

- Estimated at $95,600,000
- Floating interest rate reset weekly; interest rate cap required
- Interest Rate estimated at 6.55% (including Division/Trustee fees) as of May 9, 2025
- Term: Up to 42 months (Freddie Mac permanent financing take-out)

<u>Permanent Phase:</u>

Permanent phase financing will be provided at closing by Freddie Mac as an unfunded permanent loan commitment. At conversion, the Permanent Loan will be funded and used to redeem the Construction Loan

- Estimated at $72,298,000
- Rate estimated at 6.59% (including Division and Trustee fees) as of July 2, 2025
- Amortization factor is 40 years.
- 2 years interest only payments
- Maturity – 15 years
- Debt Service Coverage – Minimum of 1.15 to 1.00

Fees:

1) Issuer Annual Fee @ 0.25% (25 bp) paid monthly in advance

2) Trustee Annual Fee @ 0.05% (5 bp) paid monthly in advance

Bond Rating:

<u>Construction Phase (Public Offering)</u>: Long term and short term ratings from S&P and Moody's. Rating will be on parity with Barclays Bank PLC's credit profile, currently:

Long Term "A+" (S&P) & "A1" (Moody's)
Short Term "A-1" (S&P) & "P1 / VMIG1" (Moody's)

<u>Permanent Phase (Direct Placement)</u>: Not rated

Nevada Housing Division
Multifamily Housing Revenue Bonds
Skyline Flats
Series 2025

		2028	2029	2030	2031	2032	2033	2034	2035	2036	2037
INCOME											
Annual Gross Rental Income		$ 7,766,757	$ 7,922,093	$ 8,080,534	$ 8,242,145	$ 8,406,988	$ 8,575,128	$ 8,746,630	$ 8,921,563	$ 9,099,994	$ 9,281,994
Other: Ancillary Revenue		$ 645,397	$ 658,305	$ 671,471	$ 684,900	$ 698,598	$ 712,570	$ 726,822	$ 741,358	$ 756,185	$ 771,309
Total Residential Income		$ 8,412,154	$ 8,580,397	$ 8,752,005	$ 8,927,045	$ 9,105,586	$ 9,287,698	$ 9,473,452	$ 9,662,921	$ 9,856,179	$ 10,053,303
Less: Residential Vacancy/Discounts		$ (420,608)	$ (429,020)	$ (437,600)	$ (446,352)	$ (455,279)	$ (464,385)	$ (473,673)	$ (483,146)	$ (492,809)	$ (502,665)
Proforma Gross Income		**$ 7,991,546**	**$ 8,151,377**	**$ 8,314,405**	**$ 8,480,693**	**$ 8,650,307**	**$ 8,823,313**	**$ 8,999,779**	**$ 9,179,775**	**$ 9,363,370**	**$ 9,550,638**
EXPENSES											
General Administrative		$ 90,450	$ 93,164	$ 95,958	$ 98,837	$ 101,802	$ 104,856	$ 108,002	$ 111,242	$ 114,579	$ 118,017
Operating & Maintenance		$ 301,500	$ 310,545	$ 319,861	$ 329,457	$ 339,341	$ 349,521	$ 360,007	$ 370,807	$ 381,931	$ 393,389
Utilities		$ 402,000	$ 414,060	$ 426,482	$ 439,276	$ 452,455	$ 466,028	$ 480,009	$ 494,409	$ 509,242	$ 524,519
Staff Payroll & Benefits		$ 582,900	$ 600,387	$ 618,399	$ 636,951	$ 656,059	$ 675,741	$ 696,013	$ 716,893	$ 738,400	$ 760,552
Taxes & Insurance		$ 242,808	$ 250,092	$ 257,595	$ 265,323	$ 273,283	$ 281,481	$ 289,925	$ 298,623	$ 307,582	$ 316,809
Property Management		$ 199,789	$ 205,782	$ 211,956	$ 218,314	$ 224,864	$ 231,610	$ 238,558	$ 245,715	$ 253,086	$ 260,679
Replacement Reserves		$ 120,600	$ 127,945	$ 131,783	$ 135,736	$ 139,808	$ 144,003	$ 148,323	$ 152,772	$ 157,356	$ 162,076
Proforma Operating Expenses		**$ 1,940,047**	**$ 2,001,975**	**$ 2,062,034**	**$ 2,123,895**	**$ 2,187,612**	**$ 2,253,240**	**$ 2,320,837**	**$ 2,390,462**	**$ 2,462,176**	**$ 2,536,042**
Effective Net Operating Income		**$ 6,051,500**	**$ 6,149,403**	**$ 6,252,371**	**$ 6,356,798**	**$ 6,462,695**	**$ 6,570,073**	**$ 6,678,942**	**$ 6,789,313**	**$ 6,901,194**	**$ 7,014,596**
Senior Debt Service		$4,764,438	$4,764,438	$4,764,438	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011
Debt Service Coverage		127%	129%	131%	124%	126%	128%	130%	132%	134%	137%
Residual Receipts		**$ 1,287,062**	**$ 1,384,965**	**$ 1,487,933**	**$ 1,221,788**	**$ 1,327,685**	**$ 1,435,062**	**$ 1,543,931**	**$ 1,654,302**	**$ 1,766,184**	**$ 1,879,586**
LP Asset Mgt Fee		$ 48,240	$ 49,687	$ 51,178	$ 52,713	$ 54,295	$ 55,923	$ 57,601	$ 59,329	$ 61,109	$ 62,942
DDF Payments		$ 743,293	$ 801,166	$ 862,053	$ 701,445	$ 764,034	$ 827,483	$ 891,798	$ 956,984	$ 1,023,045	$ 1,089,986
DDF Balance		$ 15,928,869	$ 15,127,703	$ 14,265,650	$ 13,564,205	$ 12,800,171	$ 11,972,687	$ 11,080,889	$ 10,123,905	$ 9,100,861	$ 8,010,875
GAHP Loan Interest	**3.00%**	$ 150,000	$ 139,634	$ 127,800	$ 114,393	$ 103,796	$ 91,629	$ 77,828	$ 62,327	$ 45,057	$ 25,948
GAHP Loan Principal		$ 495,529	$ 534,111	$ 574,702	$ 467,630	$ 509,356	$ 551,656	$ 594,532	$ 637,989	$ 682,030	$ 726,657
GAHP Loan Balance		$ 4,654,471	$ 4,259,995	$ 3,813,092	$ 3,459,855	$ 3,054,295	$ 2,594,268	$ 2,077,564	$ 1,501,902	$ 864,929	$ 164,220
Surplus Cash Flow		$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -

Revenue Escalation:	2.00%
Expense Escalation:	3.00%
Property Management:	2.50%
Vacancy Assumption:	5.00%
Deferred Developer Fee :	$16,672,162
GAHP Loan	$5,000,000

Permanent Loan Amount	$72,298,000
Loan Term	40
Core Loan Rate	6.29%
NHD & Trustee Factor	0.30%
Total Loan Rate	6.59%
Annual Debt Service	$5,135,011

pfm

Nevada Housing Division
Multifamily Housing Revenue Bonds
Skyline Flats
Series 2025

	2038	2039	2040	2041	2042	2043	2044	2045	2046	2047
INCOME										
Annual Gross Rental Income	$ 9,467,634	$ 9,656,987	$ 9,850,126	$ 10,047,129	$ 10,248,071	$ 10,453,033	$ 10,662,093	$ 10,875,335	$ 11,092,842	$ 11,314,699
Other: Ancillary Revenue	$ 786,735	$ 802,470	$ 818,519	$ 834,890	$ 851,587	$ 868,619	$ 885,992	$ 903,711	$ 921,786	$ 940,221
Total Residential Income	$ 10,254,369	$ 10,459,456	$ 10,668,646	$ 10,882,018	$ 11,099,659	$ 11,321,652	$ 11,548,085	$ 11,779,047	$ 12,014,628	$ 12,254,920
Less: Residential Vacancy/Discounts	$ (512,718)	$ (522,973)	$ (533,432)	$ (544,101)	$ (554,983)	$ (566,083)	$ (577,404)	$ (588,952)	$ (600,731)	$ (612,746)
Proforma Gross Income	**$ 9,741,651**	**$ 9,936,484**	**$ 10,135,213**	**$ 10,337,918**	**$ 10,544,676**	**$ 10,755,569**	**$ 10,970,681**	**$ 11,190,094**	**$ 11,413,896**	**$ 11,642,174**
EXPENSES										
General Administrative	$ 121,557	$ 125,204	$ 128,960	$ 132,829	$ 136,814	$ 140,918	$ 145,146	$ 149,500	$ 153,985	$ 158,605
Operating & Maintenance	$ 405,191	$ 417,347	$ 429,867	$ 442,763	$ 456,046	$ 469,727	$ 483,819	$ 498,334	$ 513,284	$ 528,682
Utilities	$ 540,254	$ 556,462	$ 573,156	$ 590,351	$ 608,061	$ 626,303	$ 645,092	$ 664,445	$ 684,378	$ 704,909
Staff Payroll & Benefits	$ 783,369	$ 806,870	$ 831,076	$ 856,008	$ 881,689	$ 908,139	$ 935,383	$ 963,445	$ 992,348	$ 1,022,119
Taxes & Insurance	$ 326,314	$ 336,103	$ 346,186	$ 356,572	$ 367,269	$ 378,287	$ 389,636	$ 401,325	$ 413,364	$ 425,765
Property Management	$ 268,499	$ 276,554	$ 284,851	$ 293,396	$ 302,198	$ 311,264	$ 320,602	$ 330,220	$ 340,127	$ 350,331
Replacement Reserves	$ 166,939	$ 171,947	$ 177,105	$ 182,418	$ 187,891	$ 193,528	$ 199,333	$ 205,313	$ 211,473	$ 217,817
Proforma Operating Expenses	**$ 2,612,123**	**$ 2,690,486**	**$ 2,771,201**	**$ 2,854,337**	**$ 2,939,967**	**$ 3,028,166**	**$ 3,119,011**	**$ 3,212,582**	**$ 3,308,959**	**$ 3,408,228**
Effective Net Operating Income	**$ 7,129,528**	**$ 7,245,997**	**$ 7,364,012**	**$ 7,483,580**	**$ 7,604,709**	**$ 7,727,403**	**$ 7,851,670**	**$ 7,977,513**	**$ 8,104,937**	**$ 8,233,946**
Senior Debt Service	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011	$5,135,011
Debt Service Coverage	139%	141%	143%	146%	148%	150%	153%	155%	158%	160%
Residual Receipts	**$ 1,994,517**	**$ 2,110,987**	**$ 2,229,002**	**$ 2,348,570**	**$ 2,469,698**	**$ 2,592,393**	**$ 2,716,659**	**$ 2,842,502**	**$ 2,969,927**	**$ 3,098,936**
LP Asset Mgt Fee	$ 64,831	$ 66,775	$ 68,779	$ 70,842	$ 72,967	$ 75,156	$ 77,411	$ 79,733	$ 82,125	$ 84,589
DDF Payments	$ 1,755,614	$ 2,044,211	$ 2,160,223	$ 2,050,827	$ -	$ -	$ -	$ -	$ -	$ -
DDF Balance	$ 6,255,261	$ 4,211,050	$ 2,050,827	$ -	$ -	$ -	$ -	$ -	$ -	$ -
GAHP Loan Interest **3.00%**	$ 4,927	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	
GAHP Loan Principal	$ 169,147	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	
GAHP Loan Balance	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -	$ -
Surplus Cash Flow	$ -	$ -	$ -	$ 226,901	$ 2,396,731	$ 2,517,236	$ 2,639,248	$ 2,762,769	$ 2,887,801	$ 3,014,347

Borrower Financing Representation

Proposed Project:

To facilitate review and approval of financing by the Nevada State Board of Finance for the proposed project the sponsor/borrower should demonstrate it has evaluated reasonable alternative financing providers/programs. Select Option A and provide the requested information. Should the sponsor/borrower prefer not to provide, or be unable to provide, information requested in Option A, select Option B.

A narrative discussion of the rationale for selection of your proposed lender would be helpful and can be provided in the Sponsor/Borrower Statement section. This would be particularly useful should you select Option B.

☒**Option A**

Lender	Rate	Fees
Barclays	6.25%	0.60% Origination Fee
Western Alliance Bank	6.11%	1.00% Origination Fee
Deutsche Bank	6.58%	0.75% Origination Fee

☐**Option B**

Sponsor/Borrower Statement:

DocuSigned by:
Nash M. Chute
658170E36B58493...

By______________________________

Title Capital Markets Associate

Firm Dominium Development & Acquisition

Project Narrative

Project Name: Skyline Flats

Project Address: NE of Dandini Blvd & Raggio Pkwy

Project Description: Skyline Flats ("The Project") is a proposed new construction project located just Northeast of Dandini Blvd and Raggio Pkwy, and Southwest of the intersection of W 1st Ave and McGuffey Rd. The project is set to be financed through 4% Low-Income Housing Tax Credits (LIHTC) and Multifamily Private Activity Bonds issued by the Nevada Housing Division (NHD). Its purpose is to provide housing for individuals at or below 60% of the Area Median Income. Dominium aims to provide high-quality, safe, and energy-efficient housing options for low-income individuals and families.

The Skyline Flats project is proposing two-, three-, and four-bedroom units across 14 three-story walk-up buildings. Each unit will have an in-unit washer and dryer for rent, a refrigerator, a stovetop/oven, a dishwasher, a microwave, ample cabinet and closet storage, and a private balcony. Interior finishes plan to include wood cabinetry, hard-surfaced countertops, and vinyl flooring in the kitchen, entryway, dining room areas, bathrooms, and bedrooms. Units will also feature energy-efficient designs with Energy Star-rated appliances, LED light fixtures, high R-value insulation, and automatic thermostat controls. Amenities will include multiple children's playgrounds, a swimming pool, picnic areas, a school bus shelter, a pet park, and a central clubhouse with a furnished clubroom, business center, fitness center, and leasing offices. The development plans to promote water conservation through ion water meters and extensive xeriscape landscaping. Residents will have close access to retail and restaurants, as well as a short drive to major grocery chains such as Costco, Walmart, and Winco Foods. Furthermore, those with children will also enjoy walkable access to Lois Allen Elementary School.

Universal Design: All units plan to incorporate Universal Design Features to provide equitable use among all residents and be geared to universally adapt to a resident's pace and ability. The thoughtful design will provide accessibility, security, and safety to all residents and visitors. The property will be built with high-quality construction materials that ensure the long-term durability of the project.

Readiness-to-proceed: The vacant site is fully entitled and has received full site plan approval from the City of Reno (included in the application), with the anticipation of starting construction in Q4 of 2025.

Experience and track record of development and management team: Founded in 1972, Dominium is now one of the largest affordable apartment development and management companies in the nation. Created as a family of companies (Dominium Development and Acquisition, LLC / Dominium Management Services, LLC), Dominium utilizes a variety of real estate disciplines throughout the development and acquisition process. Dominium has grown substantially over the past several years by becoming a leader in the real estate industry. Since 1991, Dominium has grown from a company with 3,000 apartment units to a company that now owns and operates over 38,000 apartment units. This growth is credited to the company's ability to adapt to an ever-changing real estate market. Dominium's goal is to make a lasting positive impact in the places where it develops and manages residential communities. By understanding the needs of future residents, Dominium creates best-in-class affordable housing communities that go beyond the expected in terms of quality and amenities.

After construction is completed, Dominium Management Services, LLC (DMS) will manage the apartment complex. DMS has developed a reputation of excellence among the lenders, investors, and state agencies with which we work. Dominium, as a long-term owner of properties, has a significant advantage with DMS as its management partner because of our long-term approach to investment in our properties. DMS embodies these ideals by supporting our residents, properly investing in the operation and maintenance of a project, and driving the results needed to achieve the development plan. This approach also ensures timely and accurate compliance reporting to state agencies and other important stakeholders. DMS's management staff is well-trained to manage the specialized requirements of the tax-exempt bond program, Section 42 of the Internal Revenue Code (LIHTC compliance), and any special requirements of local housing authorities. The strong partnership between Dominium's ownership, development team, and management company has come to be recognized as "The Dominium Difference."

Site suitability: Ordinary public utilities, improvements, and services are generally available in the surrounding area (e.g., water, natural gas, electricity, and paved streets with lighting and concrete curbs and gutters, fire and police protection). Sewer connections will be built to provide sewer access to the project.

Qualified Census Tract: This site is located within Qualified Census Tract (QCT) number 32031002703. The eligible basis attributable to new construction or rehabilitation costs for a tax-exempt bond financed Project is eligible for basis increase.

Affordable Housing Needs: Skyline Flats aims to alleviate the growing shortage of affordable housing in the Reno metro area. In the Qualified Action Plan 2023-24, the State of Nevada states the objective to increase the supply of affordable housing opportunities through development of new housing units for rental. Additionally, according to the National Low Income Housing Coalition, 70% of Low-Income households are cost burdened, of which 18% are severely cost burdened. This development plans to provide 402 high-quality rental homes for households experiencing these burdens.

The 2025 HUD Fair Market Rents for the Reno Metropolitan Statistical Area are $1,722 for a two-bedroom unit, $2,384 for a three-bedroom unit, and $2,788 for a four-bedroom unit. In contrast, 50% AMI units at Skyline Flats will be available at $1,116 for a two-bedroom unit, $1,291 for a three-bedroom unit, and $1,436 for a four-bedroom unit. Additional 60% AMI units will be available at $1,365 for a two-bedroom unit, $1,578 for a three-bedroom unit, and $1,757 for a four-bedroom unit, making Skyline Flats significantly more affordable for low- and moderate-income families.

Development Executive Summary

Development: Skyline Flats
Development Type: New Construction
BoF Meeting Date: 8.20.2025

Administrator's Summary

This bond issuance of $95.6 million will be used to provide for the new construction of 402 units of affordable family apartments in Reno. The rental housing will serve 402 households at or below 60% of area median income (AMI). The project developer is Dominium Development, which has over 50 years of affordable housing experience and has successfully developed 220 properties across the country. This will be their first new construction project in Nevada.

- 402 Family Units
- New construction
- 100% Affordable Rents
- 392 units <60% AMI, 10 units <50% AMI
- 2 bedroom units = 117, 3 bedroom units = 129, 4 bedroom units =156
- 2 bedroom rents $439 less than market rate
- 3 bedroom rents $429 less than market rate
- 4 bedroom rents $1144 less than market rate
- Cost per unit = $468124
- Cost per bond cap allocation = $237,811
- Developer –Dominium Development
- Equity Investor – US Bank
- Loan – Freddie Mac TEL
- $95.6M in Bond Proceeds trips $71.7M in LIHTC Equity (38.1% of total development cost)

	Skyline Flats	Program Average	Notes
Total Tax-exempt Bond ask	$ 95,600,000	$ 38,449,500	Average of last 10 New Construction projects previously approved
Total Development Cost	$ 188,185,672	$ 75,773,152	Average of last 10 New Construction projects previously approved
Size of site	58.34 Acres	11.87	
Total # of Units	402	194	Average of last 10 New Construction projects previously approved
Cost Per Unit	$ 468,124	$ 395,591	Average of last 10 New Construction projects previously approved
Bond Cap used Per Unit	$ 237,811	$ 199,769	Average of last 10 New Construction projects previously approved
Percentage of Units above 60% AMI	0.00%	5.0%	0 units in this project
Percentage of Units at 60% AMI	97.50%	76.0%	392 Units in this project
Percentage of Units at 50% AMI	2.50%	8.0%	10 units in this project
Percentage of Units at 40% AMI	0.00%	1.0%	0 units in this project
Percentage of Units at 30% AMI	0.00%	11.0%	0 units in this project
Veteran's Preference	Yes	Yes	

	Skyline Flats	Estimated Market Rate	Notes
Average 1 Bedroom Rent	n/a	$ 1,757	Renthop.com July 2025
Average 2 Bedroom Rent	$ 1,356	$ 1,795	Renthop.com July 2025
Average 3 Bedroom Rent	$ 1,571	$ 2,000	Renthop.com July 2025
Average 4 Bedroom Rent	$ 1,751	$ 2,895	Renthop.com July 2025
Average Vacancy Rate	n/a	2.66%	Kidder Matthews Q1 2025

Zach Conine
State Treasurer

STATE OF NEVADA
OFFICE OF THE TREASURY

TO: Board of Finance (Board) Members

FROM: Cari Eaton, Deputy Treasurer - Debt Management

SUBJECT: August 20, 2025 Agenda Item #8 - Resolution approving the Department of Taxation Permanent School Fund Report and the State Permanent School Fund Guarantee Agreement for Nye County School District

DATE: July 30, 2025

Agenda Item #8:

For possible action – Discussion and possible action on a Resolution approving the report submitted by the Executive Director of the Department of Taxation and the State Permanent School Fund (PSF) Guarantee Agreement pertaining to the Nye County School District (District), Nevada, General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed) Series 2025, in maximum aggregate principal amount of $10,000,000.

Summary: The State Treasurer and the Executive Director of the Department of Taxation are seeking the State Board of Finance's approval on the resolution pertaining to the Nye County School District, Nevada, General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed) Series 2025, in the aggregate principal amount not to exceed $10,000,000. The District is requesting to enter into a guarantee agreement with the State Treasurer to use the PSF to guarantee the payment of the debt service on the bonds. By utilizing the Permanent School Fund Guarantee Program (PSFG), the District anticipates realizing approximately $170,000 in interest cost savings over the life of the bonds. The State Board of Finance's approval is required under Nevada Revised Statute (NRS) 387.513 to 387.528, inclusive.

Background: The PSFG allows Nevada school districts to apply to the State Treasurer for a guarantee agreement through which money in the PSF is used to guarantee the payment of the debt service on the bonds that the school district will issue. The amount of the guarantee for bonds of each school district outstanding at any one time must not exceed $60 million.

Pursuant to NRS 387.513 to 387.528, inclusive, the State Treasurer may enter into a guarantee agreement with the school district if:

1. The State Board of Finance approves the resolution approving the report submitted by the executive director of the Department of Taxation and the State Permanent School Fund Guarantee Agreement (Reference Attachment A - Board of Finance Nye County PSFG Resolution and Attachment D – Nye County Guarantee Agreement);

2. The report submitted by the Executive Director of the Department of Taxation indicates the District has the ability to make timely payments of the debt service of the bonds and does not anticipate the need to increase its current tax rate in order to fund re-payment (Reference Attachment B - Report of Executive Director); and

3. The State Treasurer has determined that the amount of bonds to be guaranteed under the PSFG, in addition to the total amount of outstanding PSFG bonds, will not exceed 250% of the lower of the cost or fair market value of the assets in the PSF (Reference Attachment C - Certificate of Treasurer).

The PSFG Program is currently rated "AAA" by S&P Global Ratings and "Aaa" by Moody's Investor Service. The PSFG provides an opportunity for school districts to gain the benefits of a "AAA/Aaa" rating in the issuance of PSFG debt which results in greater marketability/access to investors and ultimately, interest cost savings. In some circumstances, it may not be financially feasible for a school district to issue debt without the benefits of the guarantee provided by the PSFG program.

Purpose of Bonds: The District will utilize the $10,000,000 authorization granted upon approval of this Resolution to be used for improvements to various District facilities. The proceeds from the issuance, to occur in September 2025 in the par amount of $10,000,000, will finance the acquisition, construction, improvement and equipping of school facilities. The District anticipates a savings in excess of $170,000 by utilizing the Permanent School Fund guarantee.

PSFG Details: As of August 20, 2025, the District has $38,690,000 of outstanding principal guaranteed by the Permanent School Fund (PSF), or $21,310,000 below the statutory maximum PSFG authorization of $60,000,000.

Recommendation: State Treasurer Zach Conine and Shellie Hughes, Executive Director of the Nevada Department of Taxation respectfully request the State Board of Finance's approval of the resolution pertaining to the Nye County School District, Nevada, General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed) Series 2025, in the maximum aggregate principal amount of $10,000,000.

ATTACHMENT A

Resolution Approving the Report Submitted by the Executive Director of the Department of Taxation and the State Permanent School Fund Guarantee Agreement

RESOLUTION

A RESOLUTION APPROVING THE REPORT SUBMITTED BY THE EXECUTIVE DIRECTOR OF THE DEPARTMENT OF TAXATION AND THE STATE PERMANENT SCHOOL FUND GUARANTEE AGREEMENT PERTAINING TO THE NYE COUNTY SCHOOL DISTRICT, NEVADA, GENERAL OBLIGATION (LIMITED TAX) SCHOOL IMPROVEMENT BONDS (PSF GUARANTEED), SERIES 2025, IN THE MAXIMUM AGGREGATE PRINCIPAL AMOUNT OF $10,000,000.

WHEREAS, the provisions of NRS 387.513 to 387.528, inclusive (the "Guarantee Act") authorize the use of money in the State Permanent School Fund to guarantee certain bonds (the "Guarantee") issued by the school districts in the State of Nevada (the "State"); and

WHEREAS, Nye County School District, Nevada (the "District") has submitted its application to the State Treasurer for a Guarantee of its Nye County School District, Nevada, General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed), Series 2025, in maximum aggregate principal amount of $10,000,000 (the "Bonds"); and

WHEREAS, the State Treasurer has provided a copy of the District's application to the Executive Director of the Department of Taxation (the "Executive Director") for investigation of the District's ability to make timely payments on the debt service of the Bonds; and

WHEREAS, the State Board of Finance (the "Board") has received a written report of the investigation by the Executive Director indicating her opinion that the District has the ability to make timely payments on the debt service of the Bonds (the "Report"); and

WHEREAS, the State Treasurer has determined that the amount of the Bonds subject to the Guarantee under the State Permanent School Fund Guarantee Agreement (the "Guarantee Agreement") to be entered into between the State Treasurer and the District for the Bonds, in addition to any other outstanding bonds of the District guaranteed pursuant to the Guarantee Act, does not exceed the limitations established by the Guarantee Act; and

WHEREAS, the Guarantee Act requires that the Report and the Guarantee Agreement be approved by the Board.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF FINANCE OF THE STATE OF NEVADA:

Section 1. All action previously taken by the Board, the Treasurer, the Executive Director and other officers of the State directed toward the Guarantee of the Bonds pursuant to the Guarantee Act are hereby ratified, approved and confirmed.

Section 2. The Report is hereby approved, and the Guarantee Agreement in substantially the form currently on file with the Secretary to the Board with such changes, modifications or amendments deemed necessary by the State Treasurer is hereby approved pursuant to the Guarantee Act which approval shall be valid for a period of six months following the date of this resolution.

Section 3. The Board, the Treasurer and other officers of the State and the Board are hereby authorized and directed to take all action necessary and appropriate to effectuate the provisions of this resolution, including without limitation, the execution and delivery of the Guarantee Agreement and Continuing Disclosure Agreement relating to the Bonds.

Section 4. The State covenants for the benefit of the District to comply with the provisions of the final Continuing Disclosure Agreement relating to the Bonds in substantially the form now on file with the Secretary to the Board, to be executed and delivered in connection with the Bonds.

PASSED, ADOPTED AND APPROVED on August 20, 2025.

Attest:

Joe Lombardo, Governor, Chairman
State Board of Finance

Lori Hoover, Secretary
State Board of Finance

STATE OF NEVADA)
) ss.
CARSON CITY)

I am the duly chosen and qualified Chief Deputy Treasurer of the State of Nevada (the "State"), and ex officio secretary of the State Board of Finance (the "Board"), and do hereby certify that:

1. The foregoing pages constitute a true, correct, complete resolution (the "Resolution") which was passed and adopted by the Board at the duly held meeting of August 20, 2025, in the Old Assembly Chambers of the Capitol Building, Second Floor, 101 N. Carson Street, Carson City, Nevada 89701 and at 555 E. Washington Avenue, Las Vegas, Nevada (the "Resolution").

2. The original of the Resolution was signed by the Chairman of the Board and authenticated by me as ex officio Secretary of the Board, and was recorded in the minutes of the Board kept for that purpose in my office.

3. Members of the Board, i.e.,

Governor:	Joe Lombardo
Treasurer:	Zachary B. Conine
Controller:	Andy Matthews
Other Members:	Benjamin Edwards
	David R. Navarro

attended such meeting and voted in favor of the passage of the Resolution.

4. All members of the Board were given due and proper notice of such meeting.

5. Public notice of such meeting was given and such meeting was held and conducted in full compliance with the provisions of NRS 241.020.

6. At least three working days before such meeting, such notice was given to each member of the Board and to each person, if any, who has requested notice of meetings of the Board in accordance with the provisions of Chapter 241 of NRS.

7. A copy of the notice so given is attached to this certificate as Exhibit A; a copy of the report of the Executive Director of the Department of Taxation is attached to this certificate as Exhibit B; and the Certificate of the State Treasurer making the determinations required by subsection 1 of NRS 387.522 is attached to this certificate as Exhibit C.

8. No other proceedings were adopted and no other action was taken or considered at such meeting relating to the subject matter of the Resolution.

IN WITNESS WHEREOF, I have hereunto set my hand on August 20, 2025.

Lori Hoover, Secretary
State Board of Finance

EXHIBIT A

(Attach Copy of Notice of Meeting)

EXHIBIT B

(Attach Report of Executive Director)

EXHIBIT C

(Attach Certificate of State Treasurer)

ATTACHMENT B

Report Submitted by the Executive Director of the Department of Taxation

STATE OF NEVADA

DEPARTMENT OF TAXATION

MAIN OFFICE
3850 Arrowhead Drive
Carson City, Nevada 89706

JOE LOMBARDO
Governor

GEORGE KELESIS
Chair, Nevada Tax Commission

SHELLIE HUGHES
Executive Director

July 14, 2025

Ms. Cari Eaton
Chief Deputy Treasurer
Office of the Treasurer
State of Nevada
101 North Carson Street, #4
Carson City, NV 89701-4786

Re: Guaranty Request – Nye County School District

Dear Ms. Eaton:

The Department of Taxation ("Department") has reviewed the materials submitted on behalf of the Nye County School District ("District") pursuant to NRS 387.516. The District requests authorization for a guaranty from the Permanent School Fund for a proposed bond issue. During the 2006 election, the District received approval from the voters to issue general obligation bonds to finance the acquisition, construction, improvement and equipping of school facilities, if the issuance does not result in an increase of the existing school bond property debt rate of $0.585. The District proposes to issue bonds in the amount of $10,000,000 in September 2025.

The District's estimated savings for utilizing the Permanent School Fund guaranty will be in excess of $170,000. The District will use the bond proceeds to improve various school facilities throughout the District including athletic facilities in Tonopah.

The Department has analyzed the documents contained in the guaranty application and financial information submitted by the District. The District has the ability to make timely payment of the debt service of the bonds and does not anticipate the need to increase its current debt rate of $0.585 to fund re-payment.

The Department recommends that the State Board of Finance approve the issuance of the Nye County School District School Building Bonds in an amount not to exceed $10,000,000.

Sincerely,

Shellie Hughes
Executive Director

cc: Marty Johnson
Ryan Henry
Ray Ritchie

ATTACHMENT C

Certificate of State Treasurer

CERTIFICATE OF STATE TREASURER

IT IS HEREBY CERTIFIED and determined by the undersigned, State Treasurer of the State of Nevada (the "Treasurer") that:

1. The Nye County School District, Nevada, General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed), Series 2025 (the "Bonds") to be guaranteed by the State of Nevada under the Guarantee Agreement between the Nye County School District and the Treasurer will not exceed the aggregate principal amount of $10,000,000.

2. The maximum principal amount of the Bonds (i.e., $10,000,000), plus the total amount of outstanding bonds guaranteed pursuant to NRS 387.513 to 387.528, inclusive, on the date of delivery of the Bonds will not exceed the limitation established by subsection 1 of NRS 387.522.

WITNESS my hand on August 20, 2025.

STATE OF NEVADA

By___________________________________
Zachary B. Conine, State Treasurer

ATTACHMENT D

Guarantee Agreement

FORM OF STATE PERMANENT SCHOOL FUND GUARANTEE AGREEMENT

DATED as of September 23, 2025, by and between NYE COUNTY SCHOOL DISTRICT, NEVADA (the "District"), a school district duly organized and created under the laws of the State of Nevada and THE STATE TREASURER OF THE STATE OF NEVADA (the "Treasurer").

WHEREAS, the District is duly organized, created and existing under the laws of the State of Nevada (the "State"); and

WHEREAS, the District, as of the date hereof, will be issuing its General Obligation (Limited Tax) School Improvement Bonds (PSF Guaranteed), Series 2025 (the "Bonds"), in the aggregate principal amount of $10,000,000 to finance the acquisition, construction, improvement and equipping of school facilities; and

WHEREAS, pursuant to Chapter 387, Nevada Revised Statutes (the "Act"), the Board of Trustees of the District (the "Board") may apply to the Treasurer for a guarantee agreement whereby money in the State Permanent School Fund (the "Permanent Fund") is used to guarantee the payment of debt service on the Bonds; and

WHEREAS, the Board has applied to the Treasurer for a guarantee agreement; and

WHEREAS, pursuant to the Act, the Treasurer has provided a copy of the application and the supporting documentation to the Executive Director of the State Department of Taxation (the "Executive Director") and the Executive Director has submitted a report to the State Board of Finance indicating that the District has the ability to make timely payment of the debt service on the Bonds; and

WHEREAS, the Treasurer has determined that the total principal amount of the Bonds, together with the total amount of outstanding bonds guaranteed by the Permanent Fund, does not exceed the limitations established by the Act; and

WHEREAS, on August 20, 2025, the State Board of Finance adopted a resolution approving the report submitted by the Executive Director and the form of this guarantee agreement (the "Guarantee Agreement"); and

WHEREAS, the Bonds are authorized to be issued by a resolution of the Board (the "Bond Resolution") adopted on August 21, 2025; and

WHEREAS, the District and the Treasurer wish to enter into this Guarantee Agreement in order to set forth the respective responsibilities of each party with respect to the Permanent Fund guarantee of the payment of debt service on the Bonds.

NOW, THEREFORE, the District and the Treasurer, in consideration of the mutual covenants herein contained, agree as follows:

Section 1. The Board hereby appoints the Treasurer, or U.S. Bank Trust Company, National Association, a commercial bank hereby designated by the Treasurer, as the paying agent (the "Paying Agent") for the Bonds. The Paying Agent may be replaced on the terms set forth in the Bond Resolution with the prior written approval of the Treasurer.

Section 2. No later than 5 business days prior to each date scheduled for the payment of principal and/or interest on the Bonds as set forth in the Bond Resolution, the District shall transfer to the Paying Agent sufficient moneys to pay the debt service coming due on the Bonds. The Board hereby agrees to deposit the amount of money due for each scheduled debt service payment with the Paying Agent no later than 5 business days prior to each scheduled debt service payment date, as set forth in the Bond Resolution. The District shall provide in the Bond Resolution that:

A. the Paying Agent must immediately notify the Treasurer if the Paying Agent has not received from the District the debt service payment on the fifth business day prior to the scheduled debt service payment date; and

B. the Paying Agent must give notice to the Treasurer of any optional redemption or defeasance of the Bonds.

Section 3. In the event the District determines that it will be unable to make a deposit with the Paying Agent as required in Section 2 hereof, the Superintendent of the District shall provide written notice to the Treasurer and the Paying Agent at least 60 days before such payment is due.

Section 4. In the event the District for any reason fails to make a timely payment of debt service on the Bonds as required by Section 2 hereof, the Treasurer shall withdraw a sufficient amount of money from the Permanent Fund to make the debt service payment on the Bonds, transfer to the Paying Agent no later than 1 business day prior to the scheduled debt service payment date a sufficient amount of money to make the debt service payment when due, and promptly notify the Executive Director of the payment. Such payment shall be made by the

Treasurer regardless of whether the District provides written notice to the Treasurer pursuant to Section 3 hereof. Such withdrawal from the Permanent Fund and payment of debt service on the Bonds shall constitute a loan to the District in the amount of the debt service paid on the Bonds. The loan shall be a special obligation of the District payable only from the sources set forth in Section 5 below. The loan shall bear interest at a rate determined by the Treasurer, which rate shall not exceed 1% above the average rate of interest yielded on investments in the Permanent Fund on the date the loan is made.

Section 5. In the event the Treasurer makes a loan to the District pursuant to Section 4 hereof, the District agrees to repay the loan from the following sources and in the following order of priority:

A. As soon as they are available, from District moneys available to pay debt service on the Bonds, unless payment from that money would cause the District to default on other outstanding bonds or medium-term obligations entered into pursuant to the provisions of Sections 350.087 to 350.095, inclusive, Nevada Revised Statutes ("NRS"); and

B. Immediately, until the loan is fully repaid (including any accrued interest on the loan), the Treasurer shall withhold payments of money that would otherwise be distributed to the District from:

(a) the interest earned on the Permanent Fund that is distributed among the various school districts pursuant to State law; and

(b) distributions from the State Education Fund.

C. The Treasurer shall apply the moneys received or withheld from the District pursuant to paragraphs (A) and (B) above first to the interest due on the loan and, when the interest is paid in full, then to the principal balance. When the interest and balance on the loan are repaid, the Treasurer shall resume making the distributions set forth in (a) through (b) above that would otherwise be due to the District.

D. The Treasurer shall notify the District of amounts withheld pursuant to paragraph (B) above and also shall notify the District when the loan is paid in full.

Section 6. The District shall not enter into any medium-term obligations pursuant to the provisions of NRS 350.087 to 350.095, inclusive, or otherwise borrow money during the period in which the loan remains unpaid unless the District obtains the prior written approval of the Executive Director.

Section 7. This Guarantee Agreement shall be effective upon issuance of the Bonds and shall remain in effect until the Bonds are retired and all amounts owed by the District hereunder have been paid in full or otherwise discharged. Any amount owed by the District hereunder shall not be deemed paid in full or otherwise discharged if such amount has been recovered from the State or a Bondholder pursuant to the United States Bankruptcy Code by a trustee in bankruptcy in accordance with a final, nonappealable order of a court having competent jurisdiction.

Section 8. The holders of the Bonds are third party beneficiaries of this Guarantee Agreement and are entitled to enforce the provisions of this Guarantee Agreement. Nothing in this Guarantee Agreement is intended or shall be construed to confer upon, or give to any person or entity, other than the District, the State of Nevada, acting by and through the State Board of Finance or the State Treasurer, and the holders of the Bonds, any right, remedy or claim under or by reason of this Guarantee Agreement or any covenant, condition or stipulation hereof, and all covenants, stipulations and agreements in this Guarantee Agreement shall be for the sole and exclusive benefit of the District, the State of Nevada and the holders of the Bonds.

Section 9. This Guarantee Agreement may not be modified or amended in any manner after the Bonds are issued if the amendment or modification would materially or adversely affect the holders of the Bonds. This Guarantee Agreement may only be amended or modified by a written amendment signed by the parties and approved by the State Board of Finance and the Board of the District. Notice of any such amendment must be sent to: Moody’s Investors Services and S&P Global Ratings.

Section 10. It is mutually understood and agreed that this Guarantee Agreement shall be governed by the laws of the State of Nevada.

Section 11. If any section, paragraph, clause or provision of this Guarantee Agreement shall for any reason be held to be invalid or unenforceable, the invalidity or enforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Guarantee Agreement.

Section 12. Nothing in this Agreement prohibits or otherwise limits or inhibits the reasonable exercise in the future by the State and its governmental bodies of the police powers and powers of taxation inherent in the sovereignty of the State or the exercise by the United States of the powers delegated to it by the United States Constitution.

Section 13. Notices sent pursuant to the provisions of this Guarantee Agreement shall be sent to:

The District:

Nye County School District
484 S. West Street
Pahrump, Nevada 89048
Attn: Superintendent

The State:

Office of the State Treasurer
Capitol Building
101 N. Carson St., Suite 4
Carson City, Nevada 89701
Attn: Chief Deputy State Treasurer

The Paying Agent:

U.S. Bank Trust Company, National Association
2222 E. Camelback Road, Suite 110
Phoenix, AZ 85016

Moody's:

Moody's Investors Service
99 Church Street
New York, New York 10007
Attn: Public Finance Rating Desk

S&P Global Ratings:

S&P Global Ratings
25 Broadway, 21st Floor
New York, New York 10004
Attn: Public Finance Rating Desk

IN WITNESS WHEREOF, the Treasurer and the District have caused this Guarantee Agreement to be duly executed and delivered as of the day and year first above written.

NYE COUNTY SCHOOL DISTRICT,
NEVADA

By:______________________________
President, Board of Trustees

STATE OF NEVADA

By: ______________________________
Zachary B. Conine, State Treasurer

Zach Conine
State Treasurer

STATE OF NEVADA
OFFICE OF THE TREASURY

TO:	Board of Finance (Board) Members
FROM:	Cari Eaton, Deputy Treasurer - Debt Management
SUBJECT:	August 20, 2025 Agenda Item #9 – 2025B General Obligation Bond Issuance and the Investment of moneys in the Consolidated Bond Interest and Redemption Fund in such Bond
DATE:	July 30, 2025

Agenda Item #9:

For possible action: Discussion and possible action on a resolution designated as the "2025B Capital Improvement Bond Resolution"; authorizing the issuance and sale of the State of Nevada General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B, in the aggregate principal amount not to exceed $9,000,000; providing the purpose for which such bond is issued, the form, terms, and conditions of such bond and other details in connection therewith; providing for the levy and collection of annual general (ad valorem) taxes for the payment of such bond; approving the investment of moneys in the Consolidated Bond Interest and Redemption Fund of the State in such bond; and providing other related matters.

Overview: Nevada Revised Statutes (NRS) 349.071 states the State Board of Finance may issue and redeem securities on behalf of the State, when such issue is authorized by law, in the manner provided by the State Securities Law (i.e., NRS 349.150 to 349.364, inclusive). The Nevada Legislature authorizes certain projects and funding mechanisms for those projects. The State Treasurer's Office, in cooperation with other state agencies which have authority to implement those projects, coordinate the timing, rating agency presentations, and professional services necessary to issue securities on behalf of the State. Prior to the issuance of securities by the State Treasurer, a resolution describing the authority to issue and prior securities issuances must be approved by the Board of Finance.

CARSON CITY OFFICE
State Treasurer
101 N. Carson Street, Suite 4
Carson City, Nevada 89701-4786
(775) 684-5600 Telephone
(775) 684-5623 Fax
1745568401.2

STATE TREASURER PROGRAMS
Guinn Millennium Scholarship Program
Nevada Prepaid Tuition Program
Nevada College Savings Plans
Nevada College Kick Start Program
Unclaimed Property

LAS VEGAS OFFICE
State Treasurer
555 E. Washington Avenue, Suite 4600
Las Vegas, Nevada 89101-1074
(702) 486-2025 Telephone
(702) 486-3246 Fax

Website: http://NevadaTreasurer.gov E-mail: StateTreasurer@NevadaTreasurer.gov

Report: The 2025B Capital Improvement Bond Resolution (Attachment A) authorizes the issuance and sale of the State's General Obligation (Limited Tax) Capital Improvement Bond, Series 2025 in an aggregate principal amount not to exceed $9,000,000 (the "2025B Bond").

The 2025B Bond is a "New Money" bond issued for the acquisition of real property, with its improvements, commonly known as the Nevada Supreme Court Building, located at 408 East Clark Avenue in Las Vegas, Nevada as authorized by Section 3.5 of Senate Bill 478 from the 2025 legislative session ("SB 478"). The 2025B Bond will be issued in the face amount of not more than $9,000,000 in accordance with SB 478.

Investment of Moneys Within the Consolidated Bond Interest and Redemption Fund in the 2025B Bond:
The Board is accustomed to seeing resolutions requesting approval for the issuance of State general obligation bonds. The difference with this resolution is the element of the Consolidated Bond Interest and Redemption Fund (the "Bond Fund") purchasing the 2025B Bond as an investment rather than the 2025B Bond being sold through a public competitive sale or a bank private placement.

This proposed method of financing authorized under NRS 349.356 and NRS 355.140 (the "State Bond Purchase Method") is financially advantageous to the State's Bond Fund and will result in the expedient delivery of bond proceeds. The State Bond Purchase Method of financing is estimated to produce overall savings of approximately $102,555 to the Bond Fund (see financial summary as Attachment C), and is a result of the estimated cost of capital using the State Bond Purchase Method being 4.38% compared to the estimated cost of capital of a publicly offered bond being 5.44%.

Investment in State Bonds NRS:
NRS 349.356 states the Board may invest any permanent State funds or other State funds available for investment in any of the bonds or other securities authorized to be issued pursuant to the provisions of the State Securities Law (NRS 349.150-349.364 inclusive) if the securities constitute general obligations.

NRS 355.140(1)(d) states that in addition to other investments provided for by a specific statute, the following bonds and other securities are proper and lawful investments of any of the money of this state, of its various departments, institutions and agencies, and of the State Insurance Fund: (d) Bonds of this state or other states of the Union.

NRS 355.150, before making any investment in bonds or other securities designated in NRS 355.140, the Board shall make due and diligent inquiry as to the financial standing and responsibility of the State, whether the Bonds is valid and duly authorized and issued, and the proceedings incident to the Bond have been fully complied with and shall receive an opinion of the Attorney General of the State as to the validity of the laws under which the Bond is authorized and of the Bond itself. Such opinion is included as Attachment B to this memorandum.

ATTACHMENT A

2025B Capital Improvement Bond Resolution

RESOLUTION

A RESOLUTION DESIGNATED THE "2025B CAPITAL IMPROVEMENT BOND RESOLUTION"; AUTHORIZING THE ISSUANCE AND SALE OF THE STATE OF NEVADA, GENERAL OBLIGATION (LIMITED TAX) CAPITAL IMPROVEMENT BOND, SERIES 2025B; PROVIDING THE PURPOSE FOR WHICH SUCH BOND IS ISSUED, THE FORM, TERMS, AND CONDITIONS OF SUCH BOND AND OTHER DETAILS IN CONNECTION THEREWITH; PROVIDING FOR THE LEVY AND COLLECTION OF ANNUAL GENERAL (AD VALOREM) TAXES FOR THE PAYMENT OF SUCH BOND; APPROVING THE INVESTMENT OF MONEYS IN THE CONSOLIDATED BOND INTEREST AND REDEMPTION FUND OF THE STATE IN SUCH BOND; AND PROVIDING OTHER RELATED MATTERS.

WHEREAS, the Board of Finance (the "Board") of the State of Nevada (the "State") is authorized by Section 3.5 of Chapter 408, Statutes of Nevada 2025 (the "Capital Improvement Act") to issue $9,000,000 in general obligation bonds for the acquisition of the real property, with its improvements, commonly known as the Nevada Supreme Court Building, located at 408 East Clark Avenue in Las Vegas, Nevada as provided in the Capital Improvement Act (the "Project"); and

WHEREAS, the State Securities Law, cited as NRS 349.150 through and including 349.364, as amended (the "Bond Act"), applies to the bond authorized hereunder; and

WHEREAS, the Board desires to provide for the sale of a general obligation bond of the State to finance a portion of the Project and to issue such general obligation bond to be designated the "State of Nevada, General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B" (the "Bond") pursuant to the Capital Improvement Act in an aggregate principal amount not to exceed $9,000,000 which proceeds of the Bond are not exempt from the State debt limit; and

WHEREAS, the Bond will be sold in the principal amount set forth in the Certificate of the Treasurer and Financing Agreement (the "Certificate of the Treasurer") which amount is not to exceed $9,000,000, for the purpose of financing the Project; and

WHEREAS, NRS 349.356 provides that the Board may invest any permanent state funds or other state funds, including the interest earnings on certain funds in the Consolidated Bond Interest and Redemption Fund (the "Consolidated Bond Fund"), in certain general obligations of the State, including the Bond; and

WHEREAS, pursuant to NRS 349.356, the Board desires to authorize the purchase of the Bond as an investment of funds in the Consolidated Bond Fund and has received an opinion of the Attorney General of the State as to the validity of such purchase as an investment under NRS 349.356, which opinion is attached hereto as Appendix 2; and

WHEREAS, pursuant to NRS 355.140, the Board desires to authorize a proper and lawful investment of any money of the State in the Bond as a bond of the State; and

WHEREAS, pursuant to NRS 355.150, before making any investment in bonds or other securities designated in NRS 355.140, the Board has made due and diligent inquiry as to the financial standing and responsibility of the State, whether the Bond is valid and duly authorized and issued, and the proceedings incident to the Bond have been fully complied with and has received an opinion of the Attorney General of the State as to the validity of any laws under which the Bond is issued and authorized and in which such investments are contemplated and the validity of the Bond, which opinion is attached hereto; and

WHEREAS, the Board has received a copy of the Certificate of the Treasurer to be executed by the State Treasurer and by the Chairman of the Board in substantially the form on file with the Secretary to the Board (the "Secretary to the Board") with such amendments as deemed necessary by the State Treasurer authorizing the issuance of the Bond and authorizing the purchase of the Bond as an investment of the Consolidated Bond Fund on the terms and conditions set forth in this Resolution and the Certificate of the Treasurer.

WHEREAS, pursuant to NRS 349.303, the Board is authorized to delegate to the Treasurer the power to accept a binding bid for the Bond subject to certain requirements specified in this Resolution; and

WHEREAS, the Treasurer or designee is authorized to accept the purchase of the Bond by the Treasurer as the custodian of the Consolidated Bond Fund as set forth in the Certificate of the Treasurer (the "Purchaser"), for the purchase of the Bond at a price equal to the principal amount thereof, less the discount, if any, of not more than 9 percent of the principal amount, or plus a premium, if any, in each case as shown on the Certificate of the Treasurer, and otherwise upon the terms and conditions provided in this Resolution and in the Certificate of the Treasurer; and

WHEREAS, as required by NRS 349.225, the Board has approved the issuance of the Bond pursuant to this Resolution; and

WHEREAS, the Board, on behalf of and in the name of the State, has determined and does declare:

A. To secure and preserve the public health, safety, convenience, and welfare, it is necessary to issue the Bond for the Project, pursuant to the Capital Improvement Act, the Bond Act, and all supplemental laws of the State; and

B. Each of the limitations and other conditions to the issuance of the Bond in Capital Improvement Act, the Bond Act, and in any other relevant act of the State have been met; and pursuant to NRS 349.352, this determination of the Board that the limitations in the Bond Act have been met shall be conclusive in the absence of fraud or arbitrary or gross abuse of discretion.

NOW, THEREFORE, BE IT RESOLVED BY THE STATE BOARD OF FINANCE OF THE STATE OF NEVADA:

Section 1. **Title.** This Resolution shall be known as the "2025B Capital Improvement Bond Resolution".

Section 2. **Defined Terms.** In addition to the terms defined in the "Whereas" clauses of this Resolution, capitalized undefined terms used herein shall have the following meanings:

"Acquisition Account" means a separate account held by the Treasurer and designated as the "State of Nevada, General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B Acquisition Account."

"Board" means the State Board of Finance of the State of Nevada.

"Bond Requirements" means the principal of, and interest and redemption premium, if any, on, the Bond.

"Bond" means the State of Nevada, General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B.

"Certificate of the Treasurer" means the Certificate of the State Treasurer and Financing Agreement executed by the Treasurer or designee and the Chairman of the Board on or after the sale of the Bond and on or before the closing on the Bond.

"Code" means the Internal Revenue Code of 1986, as amended to the date of delivery of the Bond.

"Consolidated Bond Fund" means the fund created pursuant to NRS 349.236.

"Federal Securities" means federal securities as defined in NRS 349.172, or any successor provision thereto.

"Interest Payment Date" means April 1 and October 1, commencing the April 1 or October 1 next succeeding the date of delivery of the Bond.

"Owner" means the person in whose name a Bond is registered on the registration records maintained by the Registrar.

"Paying Agent" means the Treasurer and successors and assigns.

"Registrar" means the Treasurer and its successors and assigns.

"Regular Record Date" means the fifteenth day of the calendar month preceding each Interest Payment Date (other than a special interest payment date established pursuant to Section 17 hereof for defaulted interest).

"Special Record Date" means a special record date fixed by the Registrar pursuant to Section 17 hereof for the payment of defaulted interest.

"Taxes" means annual general (ad valorem) taxes.

"Treasurer" means the State Treasurer.

Section 3. <u>Authority for Resolution</u>. This Resolution is adopted pursuant to the Capital Improvement Act, the Bond Act, and all supplemental laws.

Section 4. <u>Acceptance of Bids</u>. Pursuant to NRS 349.303, the Board hereby delegates to the Treasurer or designee the authority to accept a binding bid for the Bond from the Purchaser subject to the following requirements:

A. the effective interest rate on the Bond must not exceed by more than 3% the "Index of Twenty Bonds" which was most recently published in The Bond Buyer before the Purchaser's bid was received;

B. the Treasurer or designee, in such officer's discretion, will determine the dates on which, if any, and the prices at which the Bond may be called for redemption prior to maturity;

C. the purchase price for the Bond will be equal to the amount of the aggregate principal amount of the Bond as set forth in the Certificate of the Treasurer less a discount, if any, of not more than 9 percent of such aggregate principal amount, or plus a premium, if any, all as set forth in the Certificate of the Treasurer; and

D. the aggregate principal amount of the Bond maturing in any particular year must not exceed $9,000,000.

Section 5. **Life of Project.** The Board has determined and declares:

A. The estimated life or estimated period of usefulness of the Project financed with the proceeds of the Bond is not less than the average maturity of the Bond; and

B. The Bond will mature at times not exceeding such estimated life or estimated periods of usefulness.

Section 6. **Necessity of Project and Bond.** It is necessary and in the best interests of the State that the Board undertake the Project and defray their cost by the issuance of the Bond.

Section 7. **Authorization of Project.** The Board has determined to undertake the Project and defray their cost by the issuance of the Bond.

Section 8. **Estimated Cost of Project.** The cost of the Project is estimated not to exceed the amount received from the sale of the Bond, excluding any such cost to be defrayed by any source other than the proceeds of the Bond.

Section 9. **Resolution to Constitute Contract.** In consideration of the purchase and the acceptance of the Bond by the Owners thereof from time to time, the provisions of this Resolution shall be deemed to be and shall constitute a contract between the State and the Owners of the Bond.

Section 10. **<u>Bond Equally Secured</u>.** The covenants and agreements of the State and the Board set forth in this Resolution shall be for the equal benefit, protection, and security of the Owners of any and all of the outstanding Bond, all of which, regardless of the time or times of their issue or maturity, shall be of equal rank without preference, priority, or distinction, except as otherwise expressly provided in or pursuant to this Resolution.

Section 11. **<u>General Obligations</u>.** The Bond and the Bond Requirements shall constitute general obligations of the State, which hereby pledges its full faith and credit for their payment. All Bond Requirements shall be payable from Taxes as provided in this Resolution.

Section 12. **<u>Non-Exempted Debt</u>.** The issuance of the Bond constitutes an exercise of the authority conferred by the first paragraph of Section 3, Article 9, of the Constitution of the State, and the Bond will be treated as a bond to which the limitations stated in the first paragraph of said Section apply.

Section 13. **<u>Limitations upon Security</u>.** Pursuant to NRS 349.250, the payment of the Bond is not secured by an encumbrance, mortgage or other pledge of property of the State, except the proceeds of Taxes and any other monies pledged for the payment of the Bond. No property of the State, subject to such exception, shall be liable to be forfeited or taken in payment of the Bond.

Section 14. **<u>Limitations upon Recourse</u>.** Pursuant to NRS 349.252, no recourse shall be had for the payment of the Bond Requirements or for any claim based thereon or otherwise upon this Resolution, against any individual member of the Board or any officer or other agent of the State, past, present, or future, either directly or indirectly through the Board or the State, or otherwise, whether by virtue of any constitution, statute, or rule of law, or by the enforcement of any penalty, or otherwise, all such liability, if any, being by the acceptance of the Bond and as a part of the consideration of their issuance specially waived and released.

Section 15. **<u>No Repeal of Bond Act</u>.** Pursuant to NRS 349.256, the faith of the State is hereby pledged that Capital Improvement Act, the Bond Act, and any other law supplemental or otherwise pertaining thereto, and any other act concerning the Bond or the Taxes, or both, shall neither be repealed nor amended nor otherwise directly or indirectly modified in such a manner as to impair adversely any outstanding Bond, until Bond has been discharged in full or provision for its payment and redemption has been fully made.

Section 16. **<u>Authorization of Bond</u>.** For the purpose of defraying the cost of the Project, there are hereby authorized to be issued the Bond in the aggregate principal amount designated in the Certificate of the Treasurer, which amount will not exceed $9,000,000 for the Project.

Section 17. **<u>Bond Details</u>.** The Bond will be dated as of the date of delivery of the Bond to the Purchaser as set forth in the Certificate of the Treasurer and shall be issued as a single bond. The Bond shall bear interest from its date until its fixed maturity dates (or, if called for redemption prior to maturity as provided below, the redemption dates) at the rates per annum set forth in the Certificate of the Treasurer calculated on the basis of a 360-day year of twelve 30-day months, payable on the Interest Payment Date; provided that the Bond which is reissued upon transfer, exchange or other replacement shall bear interest at the applicable rates set forth in the Certificate of the Treasurer from the most recent Interest Payment Date to which interest has been paid or duly provided for, or if no interest has been paid, from the date of the Bond. The Bond will mature in installments on each of the dates and in the principal amounts and bear interest at the rates per annum set forth in the Certificate of the Treasurer. The Bond issued must mature within 30 years of the date of the Bond.

The principal of and redemption premium, if any, on any Bond shall be payable to the Owner thereof upon maturity or prior redemption thereof and upon presentation and surrender at the principal office of the Paying Agent, or such other office as may be designated by the Paying Agent. If any Bond shall not be paid upon such presentation and surrender at or after redemption or maturity, it shall continue to bear interest at the interest rate borne by said Bond until the principal thereof is paid in full. Payment of interest on any Bond shall be made to the Owner thereof by electronic transfer, check or draft mailed by first-class mail by the Paying Agent, on the Interest Payment Date (or, if such Interest Payment Date is not a business day, on the next succeeding business day), to the Owner thereof, at such Owner's address, as shown on the registration records kept by the Registrar as of the Regular Record Date. Interest not so timely paid or duly provided for shall cease to be payable to the Owner thereof as shown on the registration records of the Registrar as of the close of business on the Regular Record Date and shall be payable to the person who is the Owner thereof, at such Owner's address, as shown on the registration records of the Registrar as of the close of business on a Special Record Date fixed for the purpose of paying any such defaulted interest. Such Special Record Date shall be fixed by the Registrar whenever moneys become available for payment of the defaulted interest, and notice of the Special Record Date shall be given to the Owners of the Bond not less than ten days prior thereto electronically or otherwise by first-class mail to each such Owner as shown on the Registrar's registration records as of a date selected by the Registrar, stating the date of the Special Record Date and the date fixed for the payment of such defaulted interest. The Paying Agent may make payments of interest on any Bond by such alternative means as may be mutually agreed to between the Owner of such Bond and the Paying Agent. All such payments shall be made in lawful money of the United States of America without deduction for any service charges of the Paying Agent or Registrar.

Section 18. Optional Redemption. The Bond, or portions maturing on and after the date designated in the Certificate of the Treasurer, shall be subject to optional redemption prior to maturity, on and after the date designated in the Certificate of the Treasurer, at the option of the State, in whole or in part at any time, at a price equal to the principal amount of each Bond, or portion thereof, to be so redeemed, plus accrued interest thereon to the redemption date without notice.

Section 19. Negotiability. Subject to the registration provisions herein provided, the Bond shall be fully negotiable within the meaning of and for the purposes of the Uniform Commercial Code--Investment Securities, and each Owner shall possess all rights enjoyed by holders of negotiable instruments under the Uniform Commercial Code--Investment Securities.

Section 20. Registration, Transfer and Exchange of Bond.

A. Records for the registration and transfer of the Bond shall be kept by the Registrar. Upon the surrender of any Bond at the Registrar, or at such other office as may be designated by the Registrar, duly endorsed for transfer or accompanied by an assignment in form satisfactory to the Registrar duly executed by the Owner or the Owner's attorney duly authorized in writing, the Registrar shall authenticate and deliver in the name of the transferee or transferees a new Bond or Bond of a like aggregate principal amount and of the same series and maturity, bearing a number or numbers not previously assigned. The Bond may be exchanged at the Registrar for an equal aggregate principal amount of Bond and maturity. The Registrar shall authenticate and deliver a Bond which the Owner making the exchange is entitled to receive, bearing a number or numbers not previously assigned. The Registrar shall require the payment by the Owner of any Bond requesting exchange or transfer of any tax or other governmental charge required to be paid with respect to such exchange or transfer and shall charge a sum sufficient to pay the cost of preparing and authenticating a new Bond.

B. The person in whose name any Bond shall be registered on the registration records kept by the Registrar shall be deemed and regarded as the absolute Owner thereof for the purpose of payment and for all other purposes; and payment of or on account of either principal or interest on any Bond shall be made only to or upon the written order of the Owner thereof or such Owner's legal representative. All such payments shall be valid and effectual to discharge the liability upon such Bond to the extent of the sum or sums so paid.

D. If any Bond shall be lost, stolen, destroyed or mutilated, the Registrar shall, upon receipt of such evidence, information or indemnity relating thereto as it or the State may reasonably require, and upon payment of all expenses in connection therewith, authenticate and deliver a replacement Bond of a like aggregate principal amount and of the same series and maturity, bearing a number or numbers not previously assigned. If such lost, stolen, destroyed or mutilated Bond shall have matured or shall have been called for redemption, the Registrar may direct that such Bond be paid by the Paying Agent in lieu of replacement.

E. Whenever any Bond shall be surrendered to the Paying Agent upon payment thereof, or the Registrar for transfer, exchange or replacement as provided herein, such Bond shall be promptly canceled by the Paying Agent or Registrar and counterparts of a certificate of such cancellation shall be furnished by the Paying Agent or the Registrar to the Board upon request.

Section 21. Execution and Authentication.

A. Prior to the execution of any Bond by facsimile signature and pursuant to NRS 349.284, to the act known as the Uniform Facsimile Signatures of Public Officials Act, cited as Chapter 351, NRS, the Governor of the State, the State Controller, the Secretary of State and the

State Treasurer (the "Governor," the "Controller," the "Secretary" and the "Treasurer," respectively) shall each file with the Secretary such officer's manual signature certified under oath.

B. Pursuant to NRS 349.282, the Bond shall be approved, signed and executed in the name of and on behalf of the State with the electronic, manual or facsimile signature of the Governor, shall be countersigned and executed with the electronic, manual or facsimile signature of the Controller, and shall be countersigned, subscribed and executed with the electronic, manual or facsimile signature of the Treasurer. There shall be affixed on the Bond the electronic, manual or facsimile impression of the great seal of the State, and each Bond shall each be attested, signed and executed with the electronic, manual or facsimile signature of the Secretary.

C. No Bond shall be valid or obligatory for any purpose unless the certificate of authentication thereon, substantially in the form provided in Exhibit A, has been duly manually executed by the Registrar. The Registrar's certificate of authentication shall be deemed to have been duly executed by it if manually signed by an authorized officer of the Registrar, but it shall not be necessary that the same officer sign the certificate of authentication on all of the Bond issued hereunder. By authenticating the Bond initially delivered pursuant to this Resolution, the Registrar shall be deemed to have assented to all of the provisions of this Resolution.

Section 22. Use of Predecessor's Signature. The Bond bearing the signatures of the officers in office at the time of their execution shall be the valid and binding obligation of the State, notwithstanding that before delivery of the Bond any or all of the persons who executed the Bond shall have ceased to fill their respective offices. The Governor, the Controller, the Treasurer and the Secretary, at the time of the execution of a signature certificate relating to the Bond, may each adopt as and for such officer's own facsimile signature the facsimile signature of such officer's predecessor in office if such facsimile signature appears upon the Bond.

Section 23. Incontestable Recital. Pursuant to NRS 349.274, the Bond shall contain a recital that they are issued pursuant to the Bond Act, and such recital shall be conclusive evidence of the validity of the Bond and the regularity of their issuance.

Section 24. State Tax Exemption. Pursuant to NRS 349.354, the Bond, its transfer and the income therefrom shall forever be and remain free and exempt from taxation by the State or any subdivision thereof, except for the tax on estates imposed pursuant to the provisions of

Chapter 375A of NRS and the tax on generation-skipping transfers imposed pursuant to Chapter 375B of NRS.

Section 25. **Bond Execution.** The Governor, Controller, Treasurer and Secretary are authorized and directed to prepare and to execute the Bond as provided above.

Section 26. **Initial Registration.** The Registrar shall maintain the registration records of the State for the Bond, showing the name and address of the Owner of the Bond authenticated and delivered, the date of authentication, the maturity of the Bond, and its interest rate, bond number and its principal amount.

Section 27. **Bond Delivery.** After such registration and after their execution and authentication as provided herein, the Treasurer or designee shall cause the Bond to be delivered to the Purchaser thereof, upon payment being made in accordance with the terms of their sale.

Section 28. **Bond Form.** Subject to the provisions of this Resolution, the Bond shall be in substantially the form attached hereto as Exhibit A, with such omissions, insertions, endorsements and variations as may be required by the circumstances, be required or permitted by this Resolution, or be consistent with this Resolution and necessary and appropriate to conform to the rules and requirements of any governmental authority or any usage or requirement of law with respect thereto.

Section 29. **Consolidated Bond Fund.** Pursuant to NRS 349.236, payment of the Bond Requirements of the Bond shall be made from the Consolidated Bond Fund of the State, under the provisions of NRS 349.080 through 349.140, except to the extent any provision is otherwise made for such payment by the Capital Improvement Act or this Resolution.

Section 30. **General Tax Levies.** There shall be levied in the calendar year 2025 and annually thereafter until all of the Bond Requirements of the Bond shall have been fully paid, satisfied and discharged, a Tax on all property, both real and personal, subject to taxation within the boundaries of the State, fully sufficient together with the revenue which will result from the application of the rate to the net proceeds of minerals, to pay and retire the Bond, without regard to any statutory tax limitations now or thereafter existing, but subject to the limitations imposed by NRS 361.453, and by Section 2 of Article 10 of the Constitution of the State, and after there are made due allowances for probable delinquencies.

Section 31. **Budget Provisions.** In the preparation of the budget for the State, the State Legislature shall first make proper provisions through the levy of sufficient Taxes for the payment of the interest on and the retirement of the principal of the bonded indebtedness of the State, including, without limitation, the Bond, subject to the limitations imposed by Section 2 of Article 10 of the Constitution of the State and by NRS 361.453, and the amount of money necessary for this purpose shall be a first charge against all revenues received by the State.

Section 32. **Priorities for Bonds.** As provided in NRS 361.463, in any year the total Taxes levied against the property in the State by all overlapping units within the boundaries of the State may exceed the limitation imposed by NRS 361.453 and it shall become necessary for that reason to reduce the levies made by any of those units, the reduction so made shall be in Taxes levied by such units (including, without limitation, the State) for purposes other than the payment of their bonded indebtedness, including interest thereon. The Taxes levied for the payment of bonded indebtedness and the interest thereon enjoy a priority over taxes levied by each such unit (including, without limitation, the State), for all other purposes where reduction is necessary in order to comply with the limitation imposed by NRS 361.453.

Section 33. **Correlation of Levies.** Such Taxes shall be levied and collected in the same manner and at the same time as other Taxes are levied and collected. The proceeds of Taxes levied to pay interest on the Bond shall be kept by the Treasurer in a special fund designated as the "State of Nevada, General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B Tax Fund--Interest," and the proceeds of Taxes levied to pay the principal of the Bond shall be kept in a special fund designated as the "State of Nevada, General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B Tax Fund--Principal." Such funds shall be used for no other purpose than the payment of interest on and principal of the Bond, respectively, as the same become due.

Section 34. **Use of General Fund.** Any sums coming due on the Bond at any time when there are on hand from such Taxes (and any other available moneys) insufficient funds to pay the same shall be promptly paid when due from general funds on hand belonging to the State, reimbursement to be made for such general funds in the amounts so advanced when the Taxes have been collected, pursuant to NRS 349.242.

Section 35. Use of Other Funds. Nothing in this Resolution prevents the State from applying any funds (other than Taxes) that may be available for that purpose to the payment of the Bond Requirements of the Bond, and upon such payment, the levy or levies herein provided may thereupon to that extent be diminished, pursuant to NRS 349.244.

Section 36. Legislative Duties. In accordance with NRS 349.238 through 349.244, inclusive, it shall be the duty of the State Legislature, at the time and in the manner provided by law for levying other taxes of the State, if such action shall be necessary to effectuate the provisions of this Resolution, to ratify and carry out the provisions of this Resolution with reference to the annual levy and collection of such Taxes; and the State Legislature shall require the officers of the State to levy, extend and collect such Taxes in the manner provided by law for the purpose of creating funds for the payment of the Bond Requirements of the Bond.

Section 37. Appropriation of Taxes. In accordance with NRS 349.248, there is specially appropriated the proceeds of such Taxes to the payment of the Bond Requirements of the Bond; and such appropriations shall neither be repealed nor such Taxes postponed or diminished (except as otherwise expressly provided) until the Bond Requirements of the Bond have been wholly paid.

Section 38. Use of Bond Proceeds. Pursuant to NRS 349.294, amounts received from the sale of the Bond shall be deposited promptly by the Treasurer and shall be accounted for in the following manner and priority and are hereby pledged for such purposes:

A. First, an amount sufficient to pay the costs of issuance of the Bond shall be credited to the State of Nevada, General Obligation (Limited Tax) Capital Improvement Bond, Series 2025B Costs of Issuance Account (the "Costs of Issuance Account") to be held by the Treasurer and used for the purpose of paying the costs of issuance of the Bond. Any proceeds of the Bond remaining in the Costs of Issuance Account after paying the costs of issuance of the Bond shall be deposited in the Acquisition Account.

B. Second, the remainder of the proceeds received from the sale of the Bond shall be credited to the Acquisition Account and used for the purpose of effecting the Project and the costs of administering the provisions of the Capital Improvement Act.

Section 39. Investments. Pursuant to NRS 349.304, the Board hereby authorizes the Treasurer to cause to be invested and reinvested any proceeds of Taxes and any proceeds from the issuance of the Bond. Pursuant to NRS 349.304, (i) any gain from the investment of any proceeds of the Bond credited to the Acquisition Account shall be deposited promptly upon its receipt to the Acquisition Account and applied to the Project; and (ii) any gain from the investment of any proceeds of the Bond credited to the Cost of Issuance Account shall be deposited promptly upon its receipt to the Costs of Issuance Account and applied to the costs of issuance of the Bond.

Section 40. Use of Acquisition Account. The moneys in the Acquisition Account except as otherwise expressly provided, shall be used and paid out solely for the purpose of paying the cost of the Project; or, if not needed for that purpose, shall be either (i) credited to the Consolidated Bond Fund and applied to pay the principal of and interest on the Bond as it becomes due, or (ii) utilized as otherwise directed by the Treasurer or designee for any lawful purpose.

Section 41. Prevention of Bond Default. Except as otherwise expressly provided by this Resolution, the Treasurer shall use any Bond proceeds credited to the Acquisition Account, without further order or warrant, to pay the Bond Requirements of the Bond, as the same become due, whenever and to the extent moneys otherwise available therefor are insufficient for that purpose. The Treasurer or designee shall promptly notify the Board of any such use. Any moneys so used shall be restored to the Acquisition Account from the first revenues thereafter received and available for such restoration.

Section 42. Defeasance. When all Bond Requirements of a Bond have been duly paid, the pledge and lien and all obligations hereunder with respect to such Bond shall thereby be discharged and such Bond shall no longer be deemed to be outstanding within the meaning of this Resolution. A Bond will be deemed to be paid when there has been placed in irrevocable escrow an amount sufficient (including the known minimum yield available for such purpose from Federal Securities, as defined in NRS 349.174, in which such amount wholly or in part may be initially invested) to meet all Bond Requirements of such Bond, as the same become due to the final maturity thereof or upon any prior redemption date as of which the Board shall have exercised or shall have obligated itself to exercise its prior redemption option by a call of such Bond for payment, or the Federal Securities shall be subject to redemption at the option of the holders thereof to assure availability as needed to meet the Bond Requirements of such Bond, as the same become due. The Federal Securities shall become due at or before the respective times on which the proceeds thereof shall be needed, in accordance with a schedule established and agreed upon between the State and the escrow agent at the time of the creation of the escrow or trust. For the purpose of this section "Federal Securities" shall include only Federal Securities which are not callable for redemption prior to their maturities except at the option of the holder thereof. Upon direction of the Treasurer or designee, the Paying Agent shall mail written notice of the defeasance of any Bond to the Owners of such Bond at the addresses last shown on the registration records for such Bond maintained by the Registrar.

Section 43. **<u>Modification, Alteration, Supplementation or Amendment of Resolution</u>.**

A. The Board may, from time to time, modify, amend, supplement or alter this Resolution without the consent of, or notice to any of the Owners of the Bond for any one or more of the following purposes:

1. to add to the agreements of the Board or the State contained in this Resolution, other agreements thereafter to be observed or to surrender, restrict or limit any right or power herein reserved to or conferred upon the Board or the State;

2. to make such provisions for the purpose of curing any ambiguity, or of curing, correcting or supplementing any defective provision contained in this Resolution, or in regard to matters or questions arising under this Resolution, as the Board may deem necessary or desirable and not inconsistent with this Resolution;

3. to grant to or confer any additional rights, remedies, powers or authorities that may be lawfully granted to or conferred upon the Owner of the Bond;

4. to evidence the appointment of successors to any depositories, custodians, Paying Agent or Registrar; or

5. to make any other change which shall not have a material adverse effect on the interests of the Owners of the Bond.

B. The Board may, from time to time, modify, amend, alter, or supplement this Resolution other than as provided in A above; provided that the Board shall give notice to the insurer of the Bond, if any, or the Owners of the Bond in the manner herein described and shall receive the written consent of the insurer of the Bond, if any, or the Owners of not less than 51% of the Bond then outstanding; provided, however, that no such supplemental proceedings shall:

1. extend the maturity date or due date of any mandatory sinking fund redemption with respect to any Bond outstanding hereunder;

2. reduce or extend the time of payment of the principal of, redemption premium or interest on any Bond outstanding hereunder;

3. reduce any premium payable upon the redemption of any Bond hereunder or advance the date upon which any Bond may first be called for redemption prior to its stated maturity date;

4. give to any Bond a preference over any other Bond; or

5. reduce the percentage of Bond the Owners of which are required to consent to any proceedings amending or supplementing the provisions hereof.

C. In the event that the Board intends to enter into or adopt any modification, alteration or amendment of this Resolution as described in B above, the Treasurer or designee shall mail, electronically or otherwise, to the insurer of the Bond, if any, or the Owners of the Bond at their addresses as shown on the registration records maintained by the Registrar, a notice of such intention along with a description of such amendment or modification not less than 30 days prior to the proposed effective date of such amendment or modification. The consent of the insurer of the Bond, if any, or the Owners of the Bond need not approve the particular form of wording of the proposed amendment, modification or supplement, but it shall be sufficient if such consents approve the substance thereof. Failure of the Owner of any Bond to receive the notice required herein shall not affect the validity of any proceedings supplemental hereto if the required number of Owners of the Bond shall provide their written consent to such amendment or modification.

D. No such supplemental resolution which is described in B above shall become effective unless the insurer of the Bond, if any, has consented or the Owners of at least 51% in aggregate principal amount of the Bond then outstanding shall have filed with the Secretary of the Board within three (3) months after the date of adoption of such supplemental resolution properly executed instruments approving the adoption of such supplemental resolution, each such instrument to be accompanied by proof of insurance or of ownership of the Bond satisfactory to the Secretary of the Board to which such instrument refers.

E. Any supplemental resolution adopted and becoming effective in accordance with the provisions of this Section shall thereafter form a part of this Resolution and all conditions of this Resolution for any and all purposes, and shall be effective as to all Owners of Bond then outstanding and no notation or legend of such modifications and amendments shall be required to be made thereon.

Section 44. Purchaser Not Responsible. The validity of the Bond shall not be dependent on or be affected by the validity or regularity of any proceedings relating to the Project. The Purchaser and any Owner of the Bond shall in no manner be responsible for the application or disposal by the State or by any of its officers, agents and employees of the moneys derived from the sale of the Bond or of any other moneys described in this Resolution.

Section 45. Limitations upon Contract. The enforceability of the obligations of the State is subject to the reasonable exercise in the future by the State and its governmental bodies of the police power inherent in the sovereignty of the State and to the exercise by the United States of the powers delegated to it by the United States Constitution.

Section 46. Replacement of Registrar or Paying Agent. If the Registrar or Paying Agent initially appointed hereunder shall resign, or if the Treasurer shall reasonably determine that said Registrar or Paying Agent has become incapable of performing its duties hereunder, the Treasurer may, upon notice sent electronically or otherwise to each Owner of any Bond at such Owner's address last shown on the registration records, appoint a successor Registrar or Paying Agent, or both. No resignation or dismissal of the Registrar or Paying Agent may take effect until a successor is appointed. It shall not be required that the same institution serve as both Registrar and Paying Agent hereunder, but the State shall have the right to have the same institution serves as both Registrar and Paying Agent hereunder.

Any corporation or association into which the Registrar or Paying Agent may be converted or merged, or with which they may be consolidated, or to which they may sell or transfer their corporate trust business and assets as a whole or substantially as a whole, or any corporation or association resulting from any such conversion, sale, merger, consolidation or transfer, to which they are a party, shall be and become the successor Registrar or Paying Agent under this Resolution, without the execution or filing of any instrument or any further act, deed, or conveyance on the part of any of the parties hereto, anything in this Resolution to the contrary notwithstanding.

Section 47. **Delegated Powers.** The officers of the State are authorized and directed to take all action necessary or appropriate to effectuate the provisions of this Resolution, including, without limitation:

A. The printing of the Bond, including a statement of insurance, if applicable;

B. The completion and execution of such certificates and agreements, electronically or otherwise, as may be reasonably required by the Purchaser relating, among other things, to the execution of the Bond, the tenure and identity of the officials of the Board and of the State, the delivery of the Bond, the assessed valuation of the taxable property in and the indebtedness of the State, the receipt of the purchase price of the Bond, and, if it is in accordance with fact, the absence of litigation, pending or threatened, affecting the validity of the Bond;

C. The execution, electronically or otherwise, of appropriate agreements with the Registrar and Paying Agent as to their services hereunder;

D. The assembly and dissemination of financial and other information concerning the State and the Bond;

E. The completion, electronically or otherwise, of the Certificate of the Treasurer; and

F. The issuance and sale of the Bond pursuant to the provisions of this Resolution.

Section 48. **Ratification.** All action heretofore taken (not inconsistent with the provisions of this Resolution) by the Board and the officers of the State, and otherwise taken by the State in connection with:

A. The Project; and

B. The issuance and sale of the Bond, is ratified, approved and confirmed, including without limitation the preparation and distribution of a preliminary official statement and a final official statement relating to the Bond and the convening of the meeting at which this Resolution is adopted.

Section 49. **Additional Securities.** The Board reserves the privilege of issuing additional general obligation securities authorized by law at any time or from time to time for any lawful purpose.

Section 50. **Resolution Irrepealable.** After the Bond is issued, this Resolution shall constitute an irrevocable contract between the State and the Owner or Owners of the Bond; and this Resolution, if the Bond is in fact issued, shall be and shall remain irrepealable until the Bond, as to all Bond Requirements, shall be fully paid, canceled and discharged except as this Resolution may be amended, modified, supplemented or altered pursuant to this Resolution.

Section 51. **Repealer.** All bylaws, orders, resolutions, other instruments, or parts thereof, inconsistent with this Resolution are repealed to the extent of such inconsistency.

Section 52. **Severability.** If any section, subsection, paragraph, clause, or other provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, subsection, paragraph, clause or other provision shall not affect any of the remaining provisions of this Resolution.

Section 53. **Effective Date.** This Resolution shall be in full force and effect from and after its adoption.

ADOPTED on August 20, 2025.

____
Joe Lombardo, Governor, Chairman
State Board of Finance

Attest:

____
Lori Hoover, Secretary
State Board of Finance

EXHIBIT A

TRANSFER OF THIS BOND OTHER THAN BY REGISTRATION IS NOT EFFECTIVE

STATE OF NEVADA
GENERAL OBLIGATION (LIMITED TAX)
CAPITAL IMPROVEMENT BOND
SERIES 2025B

No. 1 $9,000,000

Interest Rate	Maturity Date	Dated as of
______% per annum	_______1, 20__	_________, 2025

REGISTERED OWNER: STATE OF NEVADA ON BEHALF OF THE BOND INTEREST AND REDEMPTION FUND

PRINCIPAL AMOUNT: NINE MILLION DOLLARS

The State of Nevada (the "State") for value received, hereby acknowledges itself to be indebted and promises to pay to the Registered Owner, or registered assigns, the Principal Amount, on the Maturity Date (unless called for earlier redemption), and to pay interest thereon on the Maturity Date, at the Interest Rate calculated on the basis of a 360 day year of twelve 30-day months, until the Principal Amount is paid or payment has been provided therefor. This Bond will bear interest from the most recent interest payment date to which interest has been paid, or, if no interest has been paid, from the date of this Bond. The principal of and redemption premium, if any, on this Bond are payable upon presentation and surrender hereof at the principal office of the State's paying agent for the Bond (as hereinafter defined), presently the State Treasurer (the "Paying Agent"), or at such other office as may be designated by the Paying Agent. Interest on this Bond will be paid on each interest payment date (or, if such interest payment date is not a business day, on the next succeeding business day), by electronic transfer, check or draft mailed by first-class mail to the person in whose name this Bond is registered in the registration records of the State maintained by the State's registrar for the Bond, presently the State Treasurer (the "Registrar"), and at the address appearing thereon, as of the close of business on the fifteenth day of the calendar month preceding such interest payment date (the "Regular Record Date"). Any such interest not so timely paid (or duly provided for) shall cease to be payable to the person who is the Owner as of the close of business on the Regular Record Date and shall be payable to the person who is the Owner as of the close of business on a Special Record Date for the payment of any defaulted interest. Such Special Record Date shall be fixed by the Registrar whenever moneys become available for payment of the defaulted interest, and notice of the Special Record Date shall be given to the Owner electronically or otherwise by first-class mail not less than ten (10) days prior thereto. Alternative means of payment of interest may be used if mutually agreed to by the Owner and the Paying Agent, as provided in the resolution of the State Board of Finance of the State (the "Board") authorizing the issuance of the Bond (the "Resolution"), duly adopted by the Board prior to the issuance of the Bond. All such payments shall be made in lawful money of the United States of America without deduction for any service charges of the Paying Agent or Registrar.

This Bond (the "Bond") is issued pursuant to the Resolution. The Bond is issuable solely as fully registered Bond and is exchangeable for fully registered Bond of the same maturity in equivalent aggregate principal at the aforesaid office of the Registrar but only in the manner, subject to the limitations and on payment of the charges provided in the Resolution.

This Bond is transferable by the Owner in person or by the Owner's duly authorized attorney on the registration records kept by the Registrar upon surrender of this Bond together with a duly executed written instrument of transfer satisfactory to the Registrar. Upon such transfer a new fully registered Bond of the same aggregate principal amount and maturity will be issued to the transferee in exchange for this Bond, subject to such terms and conditions, and on payment of the charges as set forth in the Resolution.

The State, the Registrar and Paying Agent may deem and treat the person in whose name this Bond is registered as the absolute Owner hereof for the purpose of payment and for all other purposes, except to the extent otherwise provided hereinabove and in the Resolution with respect to Regular and Special Record Dates for the payment of interest.

The Bond is issued by the State, upon its behalf and upon its credit, for the purpose of paying, wholly or in part, the cost of the Project set forth in the Resolution, under the authority of and in full compliance with the constitution and laws of the State, and pursuant to the Resolution. A copy of the Resolution is on file in the office of the ex officio secretary of the State Board of Finance, in Carson City, Nevada, for public inspection.

The Bond, or portions thereof, will be subject to redemption prior to maturity, at the option of the Board as designated by the State Treasurer, as provided in the Resolution and the Certificate of the Treasurer.

This Bond must be registered in the name of the Owner as to both principal and interest on the registration records kept by the Registrar in conformity with the provisions stated herein and endorsed hereon and subject to the terms and conditions set forth in the Resolution. No transfer of this Bond shall be valid unless made on the registration records maintained by the Registrar at its principal office, or such other office as may be designated by the Registrar, by the Owner or such Owner's attorney duly authorized in writing.

It is hereby certified, recited and warranted that all the requirements of law have been fully complied with by the proper officers of the State in the issuance of this Bond; that the total indebtedness of the State, including that of this Bond, does not exceed any limit of indebtedness prescribed by the constitution or laws of the State; that provision has been made for the levy and collection of annual general (ad valorem) taxes sufficient to pay the principal of, redemption premiums, if any, and interest on this Bond when the same become due (except to the extent other funds are available therefor), subject to the limitations imposed by the constitution of the State; and that the full faith and credit of the State are hereby irrevocably pledged to the punctual payment of the principal of, redemption premiums, if any, and interest on this Bond according to its terms.

Reference is made to the Resolution and all modifications and amendments thereof, if any, to the acts authorizing the issuance of the Bond, *i.e.,* Section 3.5 of Chapter 408, Statutes of Nevada 2025 (the "Capital Improvement Act"), and all laws amendatory thereof, to Sections 349.150 to 349.364, Nevada Revised Statutes, designated in Section 349.150 thereof as the State Securities Law (the "Bond Act") and to all laws supplemental thereto, for an additional description of the nature and extent of the security for the Bond, the accounts, funds or revenues pledged, the terms and conditions upon which the Bond are issued, and a statement of rights duties, immunities and obligations of the State, and the rights and remedies of the Owner of this Bond.

The Bond is issued pursuant to the Capital Improvement Act, the Bond Act, and all laws supplemental thereto; pursuant to NRS 349.274, this recital is conclusive evidence of the validity of the Bond and the regularity of their issuance; and pursuant to NRS 349.354, the Bond, its transfer and the income therefrom shall forever be and remain free and exempt from taxation by the State or any subdivision thereof, except for the tax on estates imposed pursuant to Chapter 375A of Nevada Revised Statutes and the tax on generation-skipping transfers imposed pursuant to Chapter 375B of Nevada Revised Statutes.

In accordance with NRS 349.252, no recourse shall be had for the payment of the principal of, redemption premium, if any, and interest on this Bond or for any claim based thereon or otherwise in respect to the Resolution, against any individual member of the Board, or any officer or other agent of the State, past, present or future, either directly or indirectly through the Board or the State, or otherwise, whether by virtue of any constitution, statute or rule of law, or by the enforcement of any penalty or otherwise, all such liability, if any, being by the acceptance of this Bond and as a part of the consideration of its issuance specially waived and released.

This Bond shall not be valid or obligatory for any purpose until the Registrar shall have manually signed the certificate of authentication hereon.

IN WITNESS WHEREOF, the State, acting by and through the Board, has caused this Bond to be signed and executed in the name of and on behalf of the State with the electronic, manual or facsimile signature of the Governor of the State, to be countersigned with the electronic, manual or facsimile signature of the Controller of the State, and to be attested, signed and executed with the electronic, manual or facsimile signature of the Secretary of State; has caused the electronic, manual or facsimile impression of the great seal of the State to be affixed hereon; and has caused this Bond to be countersigned, subscribed and executed with the electronic, manual or facsimile signature of the State Treasurer; all as of dated date above.

THE STATE OF NEVADA

(Electronic, Manual or Facsimile Signature)
Governor of the State of Nevada

[ELECTRONIC, MANUAL OR FACSIMILE SEAL]

Attest:

(Electronic, Manual or Facsimile Signature)
Secretary of State

Countersigned:

(Electronic, Manual or Facsimile Signature)
State Controller

Countersigned:

(Electronic, Manual or Facsimile Signature)
State Treasurer

REGISTRAR'S CERTIFICATE OF AUTHENTICATION

Date of authentication and registration:

This Bond has been duly registered on the registration records kept by the undersigned as Registrar for such Bond.

STATE OF NEVADA, as Registrar

By____
State Treasurer

ASSIGNMENT

FOR VALUE RECEIVED the undersigned hereby sells, assigns and transfers unto

____

(Please print or typewrite Name and Address, including Zip Code, and Federal Taxpayer Identification or Social Security Number of Assignee)

____

the within Bond and all rights thereunder, and hereby irrevocably constitutes and appoints

____

Attorney to transfer the within Bond on the records kept for registration thereof, with full power of substitution in the premises.

Dated: ________________________________

Signature guaranteed by:

____

NOTICE: Signature must be guaranteed by an institution which is a participant in the Securities Transfer Agent Medallion Program ("STAMP") or similar program.

____

NOTICE: The signature to this assignment must correspond with the name as it appears on the face of the within Bond in every particular, without alteration or enlargement or any change whatsoever.

PREPAYMENT PANEL

The following installments of principal (or portions thereof) of this Bond have been prepaid in accordance with the terms of the Resolution authorizing the issuance of this Bond.

Date of Prepayment	Maturity Principal	Principal Prepaid	Signature of Registrar

STATE OF NEVADA)
) ss.
CARSON CITY)

I am the duly chosen and qualified Chief Deputy Treasurer of the State of Nevada (the "State") and ex officio secretary of the State Board of Finance (the "Board"), do hereby certify that:

1. The foregoing pages constitute a true, correct, complete and compared copy of the 2025B Capital Improvement Bond Resolution, which resolution was passed and adopted by the Board at the duly held meeting of August 20, 2025, in the Old Assembly Chambers of the Capitol Building, Second Floor, 101 N. Carson Street, Carson City, Nevada 89701 and at 555 E. Washington Avenue, Las Vegas, Nevada.

2. The original of the 2025B Capital Improvement Bond Resolution was signed by the Chairman of the Board and authenticated by me as secretary of the Board, and was recorded in the minute book of the Board kept for that purpose in my office.

3. The following members of the Board, *i.e.*,

Governor:	Joe Lombardo
Treasurer:	Zachary B. Conine
Controller:	Andy Matthews
Other Members:	Benjamin Edwards
	David R. Navarro

attended such meeting and voted in favor of the passage of the 2025B Capital Improvement Bond Resolution.

4. All members of the Board were given due and proper notice of such meeting.

5. Written notice of such meeting was given at least three working days before the meeting pursuant to NRS 241.020.

6. A copy of the notice so given is attached to this certificate as Appendix 1.

7. No other proceedings were adopted and no other action taken or considered at such meeting relating to the subject matter of the 2025B Capital Improvement Bond Resolution.

IN WITNESS WHEREOF, I have hereunto set my hand on August 20, 2025.

____

Lori Hoover, Secretary
State Board of Finance

APPENDIX 1

(Copy of Notice of Meeting)

APPENDIX 2
(Attach copy of opinion of Attorney General)

ATTACHMENT B

Opinion of Attorney General-NRS 355.150(2)

AARON D. FORD
Attorney General

CRAIG A. NEWBY
First Assistant Attorney General

CHRISTINE JONES BRADY
Second Assistant Attorney General

STATE OF NEVADA
OFFICE OF THE ATTORNEY GENERAL

1 State of Nevada Way, Suite 100
Las Vegas, Nevada 89119

TERESA BENITEZ-THOMPSON
Chief of Staff

LESLIE NINO PIRO
General Counsel

HEIDI PARRY STERN
Solicitor General

MEMORANDUM

To: Cari Eaton, Deputy Treasurer

From: Leslie Nino Piro, General Counsel, ext. 6-3077, LNinoPiro@ag.nv.gov LNP

Date: July 30, 2025

Subject: Purchase of State of Nevada, Capital Improvement Bond, Series 2025B

QUESTION PRESENTED

The State Board of Finance has been requested to approve the purchase for investment purposes, using funds available in the Consolidated Bond Interest and Redemption Fund, of a bond in the amount of $9,000,000 ("Bond") to be issued pursuant to SB 478 (2025), enacted in Chapter 408, Statutes of Nevada 2025, 83rd Session ("SB 478").

This legal opinion is issued pursuant to NRS 355.150(2), which requires that the State Board of Finance, when contemplating an investment in bonds or other securities designated in NRS 355.140, "shall require the Attorney General ... [t]o give his or her legal opinion in writing as to: ... (1) The validity of any laws under which such bonds or securities are issued and authorized and in which such investments are contemplated ... (and) (2) The validity of such bonds or other securities." As to the second of these requirements, this opinion addresses the facial validity of the bonds only, and not the validity or enforceability of any transaction by which the bonds may ultimately be purchased, procured or otherwise acquired by the State of Nevada.[1]

[1] Whether the Bond is a suitable State investment is a determination to be made by the State Treasurer, pursuant to NRS 355.145. It is not the subject of this opinion.

DISCUSSION

I. The Validity of Section 3.5(1) of SB 478 as an Authorization to Incur Debt

In Section 3.5(1) of SB 478, the Legislature provided as follows:

> Sec. 3.5. 1. The State Board of Finance shall issue general obligation bonds of the State of Nevada in the face amount of not more than $9,000,000 in the 2025-2027 biennium, the proceeds of which must be used to acquire the real property described in [Section 3.5(3)].

Based on the information provided (see footnote 2) there remains exactly the sum of $9,000,000 in bond authority of the $9,000,000 so authorized. Pursuant to Section 3.5(3), the purpose of said authorization was for the State Land Registrar's acquisition of the real property, with its improvements, "commonly known as the Nevada Supreme Court Building, located at 408 East Clark Avenue in Las Vegas, Nevada, which is Clark County Assessor's Parcel Number 139-34-303-002 and which is described by the Clark County Assessor, which description may be further refined through due diligence, as follows:

> Lots One (1) through Seven (7), inclusive, in Block Thirty-Nine (39) of Clark's Las Vegas Townsite, as shown by the Map thereof on file in Book 1 Plats, page 37m in the Office of the County Recorder of Clark County, Nevada, being a portion of the North Hald (N 1/2) of the Southwest Quarter (SW 1/4) of Section 34, Township 20 South, Range 61 East, more particularly described as follows:
>
> Commencing at the centerline intersection of Clark Avenue (80 feet wide) and Fourth Street (80 feet wide); thence South 62'15'00" East along the centerline of Clark Avenue, 40.00 feet; thence South 27'45'00" West, departing said centerline, 40.00 feet to the intersection of the Easterly and Southerly Right of Way lines of Fourth Street and Clark Avenue, said point also being the Point of Beginning; thence South 62'15'00" East along the Southerly Right of Way line of Clark Avenue, 140.00 feet; thence South 27'45'00" West departing said Southerly Right of Way, 175.00 feet; thence North 62'15'00" West, 140.00 feet to point on the Easterly Right of Way line of Fourth Street; thence North 27'45'00"

> East along said Easterly Right of Way line, 170.00 feet to the Point of Beginning.
>
> Excepting therefrom that certain spandrel area dedicated to the City of Las Vegas by document, Book 991206, Instrument 00228 dated December 6, 1999, Clark."

Authority for the State of Nevada to incur public debts lies in Section 3 of Article 9 of the Nevada Constitution:

> The State may contract public debts; but such debts shall never, in the aggregate, exclusive of interest, exceed the sum of two percent of the assessed valuation of the State, as shown by the reports of the county assessors to the State Controller, except for the purpose of defraying extraordinary expenses, as hereinafter mentioned. Every such debt shall be authorized by law for some purpose or purposes, to be distinctly specified therein; and every such law shall provide for levying an annual tax sufficient to pay the interest semiannually, and the principal within twenty years from the passage of such law, and shall specially appropriate the proceeds of said taxes to the payment of said principal and interest; and such appropriation shall not be repealed nor the taxes postponed or diminished until the principal and interest of said debts shall have been wholly paid. Every contract of indebtedness entered into or assumed by or on behalf of the State, when all its debts and liabilities amount to said sum before mentioned, shall be void and of no effect, except in cases of money borrowed to repel invasion, suppress insurrection, defend the State in time of war, or, if hostilities be threatened, provide for the public defense.
>
> The State, notwithstanding the foregoing limitations, may, pursuant to authority of the Legislature, make and enter into any and all contracts necessary, expedient or advisable for the protection and preservation of any of its property or natural resources, or for the purposes of obtaining the benefits thereof, however arising and whether arising by or through any undertaking or project of the United States or by or through any treaty or compact between the states, or otherwise. The Legislature may from time to time make such appropriations as may be necessary to carry out the obligations of the State under such contracts, and shall levy such tax as may be necessary to pay the same or carry them into effect.

Issuance of the Bond in the amount of $9,000,000, plus the outstanding debt of the State subject to the limitation in the first paragraph of Section 3 of Article 9 of the Nevada Constitution, does not exceed in the aggregate, exclusive of interest, the sum of two percent of the assessed valuation of the State, as shown by the reports of the county assessors to the State Controller, except for the purpose of defraying extraordinary expenses, as provided in the first paragraph of Section 3 of Article 9 of the Nevada Constitution.

Therefore, it is the opinion of the Attorney General that Section 3.5 of SB 478 and the extensive procedural framework set forth in the State Securities Law, NRS 349.150–364, inclusive, constitutes a valid exercise of the Constitutional authority of the State of Nevada to contract debt pursuant to the first paragraph of Section 3 of Article 9 of the Nevada Constitution.

II. Validity of the Bond

The issuance of the Bond is a valid exercise of the authority conferred upon the Board of Finance by Section 3.5 of SB 478. The amount of the issuance of the Bond, $9,000,000, does not exceed the balance of the amounts in subsection 1 of Section 3.5 of SB 478.[2]

Moreover, the Bond appears valid under a statutory presumption. The transactional documents related to the Bond, the Resolution and Bond form are not final. Any opinion issued by the Attorney General is therefore subject to revision should these documents be adopted in amended form. With that noted, the draft Bond Resolution provided to the OAG provides that the Bond shall contain an incontestability recital, pursuant to NRS 349.274, and the draft of the Bond provided this office does contain such a clause. NRS 349.274 provides as follows (emphasis added):

> NRS 349.274 Recital in securities conclusive evidence of validity and regularity of issuance. A resolution providing for the issuance of bonds or other state securities hereunder or an indenture or other proceedings appertaining thereto may provide that the securities contain a recital that they are issued pursuant

[2] Under subsection 1 of section 3.5 of SB 478, the amount authorized is precisely $9,000,000 and no previous amounts have been issued under this authorization.

> to the State Securities Law, *which recital shall be conclusive evidence of their validity* and the regularity of their issuance.

Against substantially similar statutory language, such a recital was given full force and effect by the North Dakota Supreme Court in *Allen v. City of Minot By and Through Mayor and City Council,* 363 N.W.2d 553 (N.D. 1985), and found to preclude a challenge based on the authorizing entity's alleged failure to comply with statutory requirements for bond issuance. In that matter, the court rejected an argument that the recital was only conclusive as to technical defects, finding the argument unsupported by the plain meaning of the statute. *Id.* at 555.

In conclusion, the Bond passes constitutional muster under Article 9, section 3, and should the Bond Resolution that is approved provide for the recital set forth in NRS 349.274, the answer to the second question under NRS 355.150(2) is conclusively determined in the affirmative under applicable statutes. The Bond would be valid.

CONCLUSION

Section 3.5 of SB 478 authorizes a valid exercise of the State of Nevada's authority to contract debt under its Constitution, the Bond as proposed would be validly issued thereunder, and facial validity of the Bond would be conclusively established by recital of compliance with the State Securities Law. Therefore, it is Attorney General's opinion that the requirements of NRS 355.150(2) are met for purchasing the bond issuance in question.

ATTACHMENT C

2025B Capital Improvement Bond Financing Cost Comparison

EXHIBIT A

Loan Amount:	$9,000,000.00
Closing Date:	9/4/2025
Net Applicable Rate:	4.3800%
Lender Origination Fee:	$9,018.50
First Interest Date:	10/1/2025
Maturity Date:	10/1/2026
Proceeds Required:	$9,000,000.00
Transaction Costs:	$18,500.00

Repayment Schedule:

Date	Principal	Coupon	Interest	Total	Yield[1]	Price	Production
09/04/2025							
10/01/2025			$29,565.00	$29,565.00			
04/01/2026			197,100.00	197,100.00			
10/01/2026	$9,000,000.00	4.380%	197,100.00	9,197,100.00	4.080%	100.309	$9,027,810.00
	----------		----------	----------			----------
	$9,000,000.00		$423,765.00	$9,423,765.00			$9,027,810.00

[1] Represents comparable 1-year US Treasury yield as of July 18, 2025.

EXHIBIT B

Capital Improvement Bond, Series 2025B (BIRF Purchase)

Date	Principal	Coupon	Interest	Total	Yield[1]	Price	Production
09/04/2025							
10/01/2025			$29,565.00	$29,565.00			
04/01/2026			197,100.00	197,100.00			
10/01/2026	$9,000,000.00	4.380%	197,100.00	9,197,100.00	4.080%	100.309	$9,027,810.00
	----------		----------	----------			
	$9,000,000.00		$423,765.00	$9,423,765.00			

$9,027,810.00	Production
(9,000,000.00)	Project Costs
(9,018.50)	Origination Fee/Assessment
(18,500.00)	Issuance Costs
$291.50	Rounding

[1] Represents comparable 1-year US Treasury yield as of July 18, 2025.

Private Placement

Date	Principal	Coupon	Interest	Total	Yield[2]	Price	Production
09/04/2025							
10/01/2025			$30,577.50	$30,577.50			
04/01/2026			203,850.00	203,850.00			
10/01/2026	$9,000,000.00	4.530%	203,850.00	9,203,850.00	3.600%	100.969	$9,087,210.00
	----------		----------	----------			
	$9,000,000.00		$438,277.50	$9,438,277.50			

$9,087,210.00	Production
(9,000,000.00)	Project Costs
(7,500.00)	Loan Fee
(79,500.00)	Issuance Costs
$210.00	Rounding

[2] Estimated as of July 18, 2025.

Public Bond Offering

Date	Principal	Coupon	Interest	Total	Yield[3]	Price	Production
09/04/2025							
10/01/2025			$36,720.00	$36,720.00			
04/01/2026			244,800.00	244,800.00			
10/01/2026	$9,000,000.00	5.440%	244,800.00	9,244,800.00	2.600%	102.989	$9,269,010.00
	----------		----------	----------			
	$9,000,000.00		$526,320.00	$9,526,320.00			

$9,269,010.00	Production
(9,000,000.00)	Project Costs
(45,000.00)	Underwriting
(224,000.00)	Issuance Costs
$10.00	Rounding

[3] Estimated as of July 18, 2025.

Zach Conine
State Treasurer

STATE OF NEVADA
OFFICE OF THE STATE TREASURER

The State Board of Finance
State Capitol
Old Assembly Chambers, 2nd Floor
101 N. Carson Street
Carson City, Nevada 89701

The State Board of Finance
Las Vegas
Governor's Conference Room, 4th Floor
1 Harrah's Court
Las Vegas, Nevada 89119

Agenda Item #10

For discussion and possible action: on the approval of the State Treasurer's quarterly investment report for the quarter ended March 31, 2025.

Overview

Investment of the State of Nevada General Fund Portfolio is a function performed by the State Treasurer, who, by the provisions of NRS 355, has adopted policies for the prudent and conservative investment of these funds. The General Portfolio encompasses governmental, proprietary, enterprise and fiduciary funds of the State. Investment objectives include safety of principal, portfolio liquidity and market return.

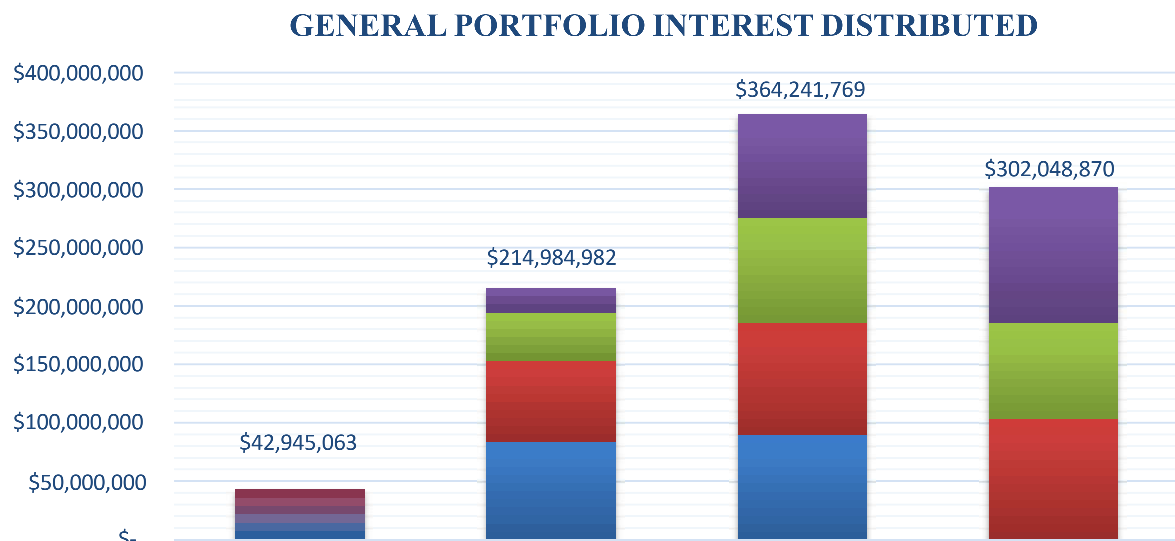
General Fund Earning Statistics	Prior Quarter End	Current Quarter End	FYTD
(in $millions)	12/31/2024	03/31/2025	
All Funds Avg Daily Balance	8,735	8,578	8,912
All Funds Interest Revenue	82.1	100.6	302
Annualized Interest Rate (Note 1)	3.69%	4.42%	4.44%

General Fund Statistics	Holdings on 12/31/2024		Holdings on 03/31/2025	
Investment Type (in $ Millions)	% of Portfolio	Book Value	% of Portfolio	Book Value
U.S. TREASURIES	15.6%	1,345.7	21.6%	1,970.4
U.S. AGENCIES	28.6%	2,466.3	26.1%	2,374.9
ASSET-BACKED SECURITIES	0.7%	63.6	0.6%	50.9
CORPORATE NOTES	15.3%	1,315.3	12.7%	1,160.6
COMMERCIAL PAPER	9.2%	788	13.2%	1,203.2
NEGOTIABLE CD's	2%	175	4.4%	400
MONEY MARKET FUNDS	9.4%	811.6	3.1%	286.3
SUPRANATIONALS	4%	341.1	5.2%	474.5
CMO	6.3%	545.3	5.8%	523.5
FOREIGN NOTES	0.1%	10	0.1%	10
REPURCHASE AGREEMENTS	8.7%	750	7.1%	650
	100.00%	**8,611.9**	**100%**	**9,104**

Note 1 Interest is distributed to statutorily approved funds and budget accounts based on the cash basis of accounting. Under the cash basis of accounting, earnings are distributed in the quarter received but not necessarily in the quarter they were earned. Therefore, some of the receipts included in the Actual General Fund interest collected line were actually earned in the prior period and some of the earnings included in the General Fund interest revenue - accrual basis line will not be collected until a subsequent period.

General Fund Interest Distribution Fiscal Year 2022 to Fiscal Year 2025 Year to Date

The chart below provides the historical interest distributed for Fiscal Year 2025 to date and by each prior fiscal year for the General Portfolio. Interest is distributed to statutorily approved funds, such as the State General Fund and statutorily approved budget accounts.



	FY22	FY23	FY24	FY25
Q1	$7,658,484	$21,521,765	$89,939,580	$119,230,217
Q2	$4,379,389	$41,126,257	$92,885,134	$82,171,901
Q3	$15,558,461	$69,078,015	$98,431,375	$100,646,752
Q4	$15,348,729	$83,258,945	$82,985,680	$-

State of Nevada
Office of the State Treasurer
Schedule of General Fund Interest Revenue

	Quarter Ended 06/30/2024	Quarter Ended 09/30/2024	Quarter Ended 12/31/2024	Quarter Ended 03/31/2025	Totals
Average Daily Balances of Funds					
General Fund	$ 5,969,536,122	$ 5,947,566,260	$ 5,049,027,408	$ 4,781,722,060	$ 5,436,962,962
All Funds	9,396,540,111	8,940,083,747	8,735,702,299	8,578,281,506	8,912,651,916
Annualized Interest Rate					
Cash Basis (see Note 1)	3.4766%	5.2400%	3.6860%	4.4225%	4.2063%
Accrual Basis	3.5063%	5.2407%	3.6861%	4.4005%	4.2084%
Interest Distribution for General Fund (Cash Basis)					
General Fund Interest Collected	52,720,045	79,341,756	47,464,075	56,067,701	235,593,577
General Fund Interest Revenue - Distributed	45,354,013	79,303,455	47,169,533	52,748,862	224,575,864
Undistributed General Fund Interest Revenue	7366031.44	38,301.13	294,542.28	3,318,838.26	11,017,713.11
Interest Distribution for All Funds (Cash Basis)					
All Funds Interest Collected	82,985,680	119,230,217	82,171,901	100,646,752	385,034,550
All Funds Interest Revenue - Distributed	82,985,680	119,230,217	82,171,901	100,646,752	385,034,550

Note 1 Interest is distributed to statutorily approved funds and budget accounts based on the cash basis of accounting. Under the cash basis of accounting, earnings are distributed in the quarter received but not necessarily in the quarter they were earned. Therefore, some of the receipts included in the Actual General Fund interest collected line were actually earned in the prior period and some of the earnings included in the General Fund interest revenue - accrual basis line will not be collected until a subsequent period.

2

General Portfolio

As of March 31, 2025, the AUM for the General Portfolio was $9.1 billion (book value) with 89% managed internally and 11% managed by an outside manager. Please see the chart on page 5 for more information on Buckhead Capital Management.

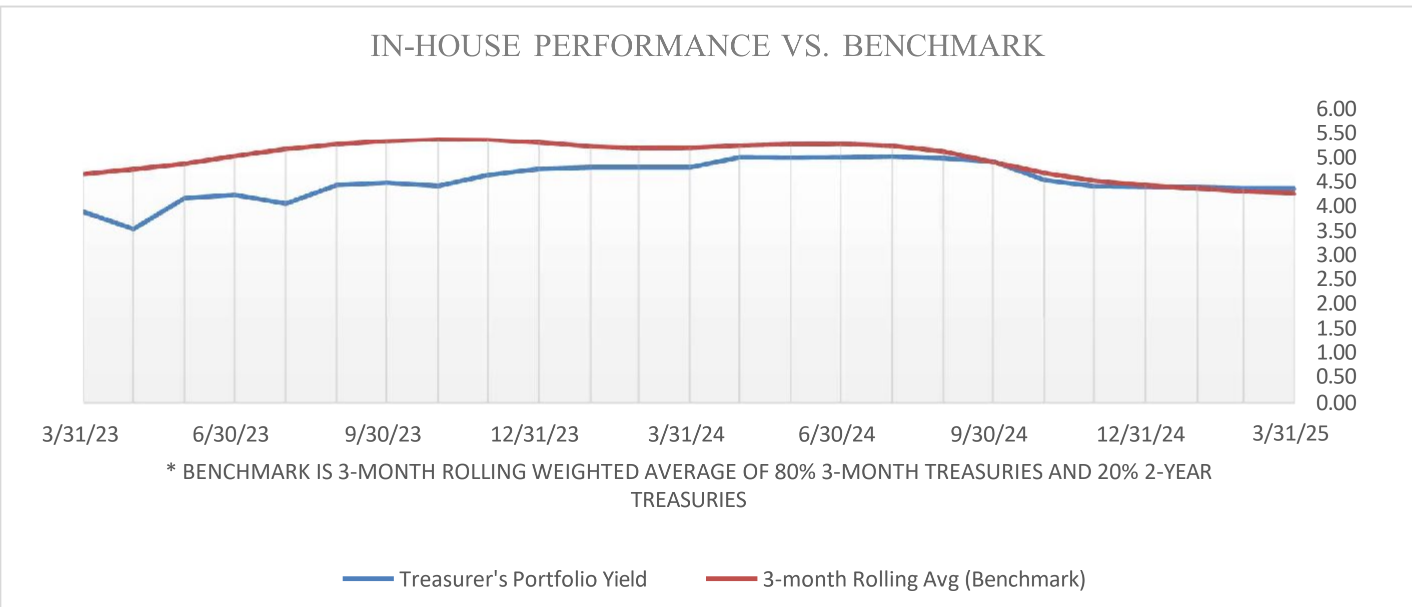
The overall yield to maturity (YTM) as of March 2025, was 4.13**%** for the General Portfolio. Below is the YTM breakdown by portfolio:

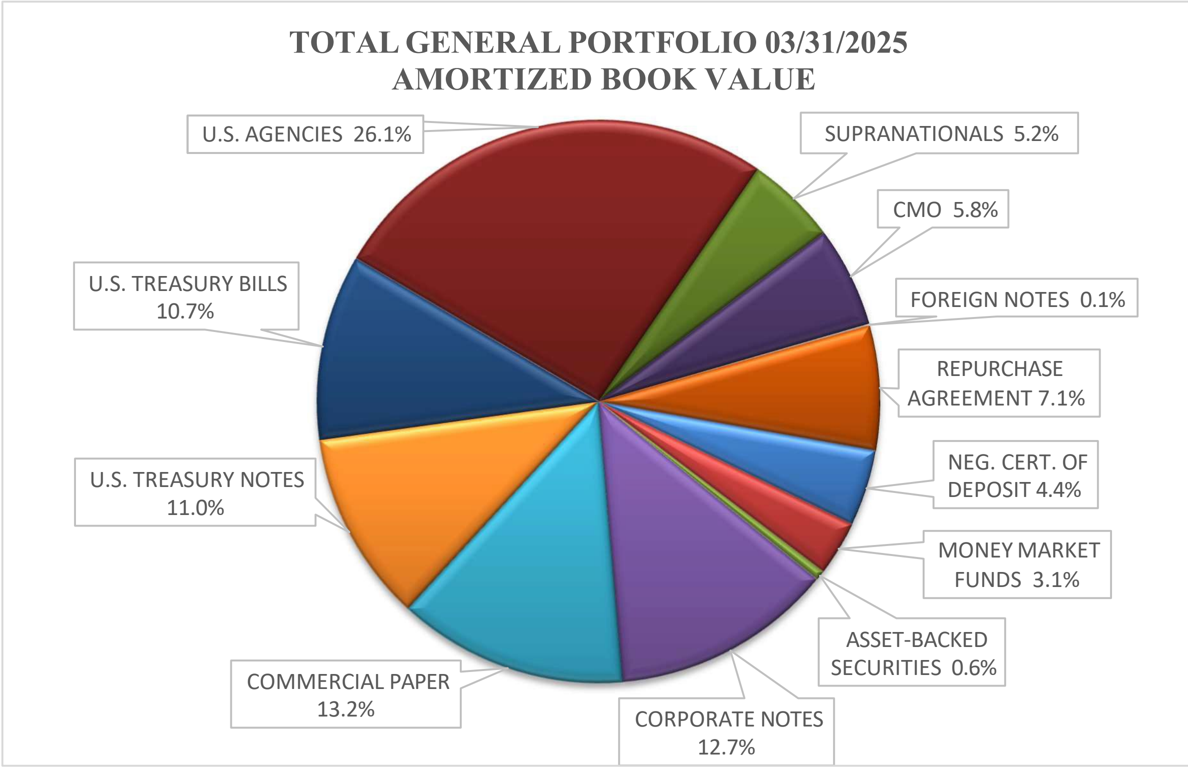
- Internally managed portfolios were 4.377%.
- Buckhead Capital Management portfolio was 2.13%.

In-House Performance

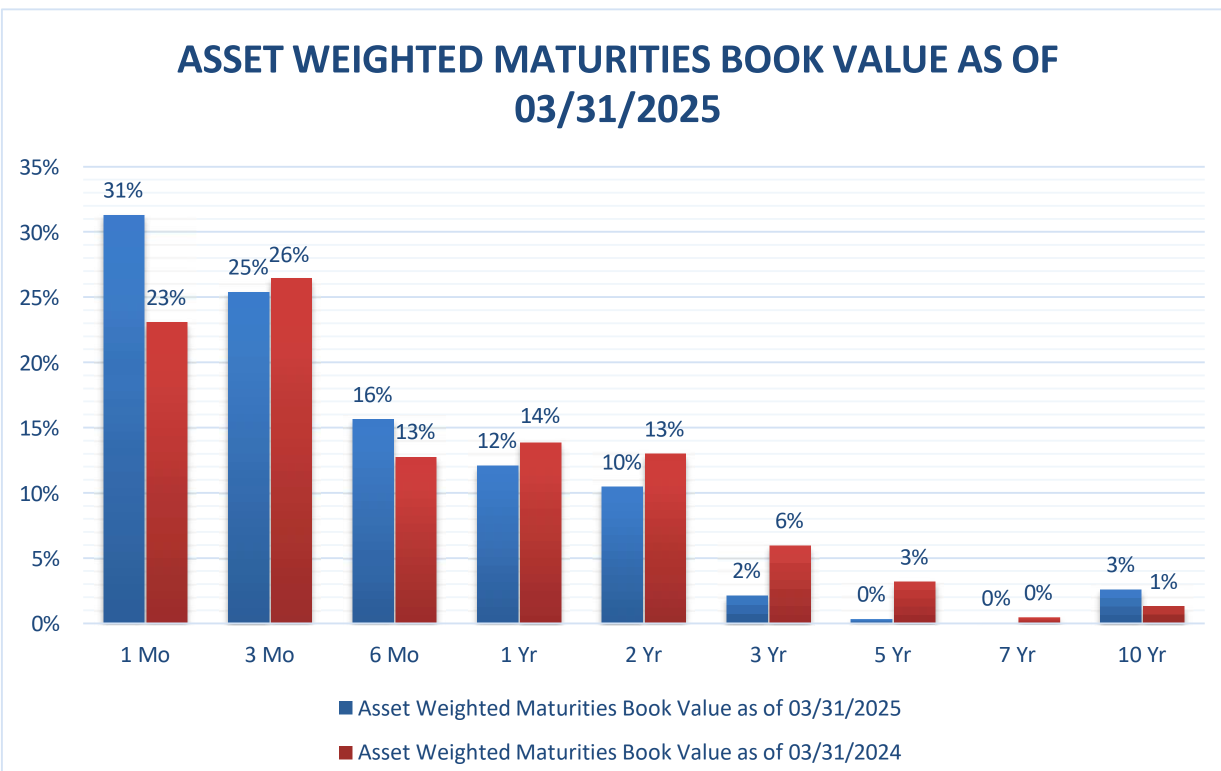
As of March 31, 2025, the yield on the in-house portion of the General Portfolio was 4.377%. A three-month rolling average of this benchmark for this period was 4.28% with the average days to maturity at 218 days. The average days to maturity for the portfolio was 671 days.

The chart below shows the internally managed portfolio performance against the custom benchmark for the past nine quarters.





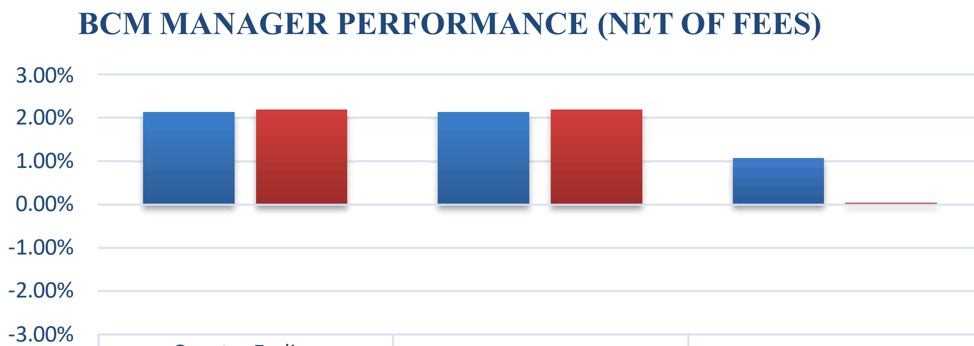
Below is a graphical representation of the asset weighted maturities in the General Portfolio as of March 31, 2025, versus one-year prior.



4

Outside Manager Performance

The annualized performance since the inception period ending March 31, 2025, for Buckhead Capital Management (BCM) is 1.07%*. BCM has been contracted to provide investment management services for securitized assets in the State General Portfolio. Buckhead Capital Management (BCM) began managing $150 million in September 2020, $130 million was distributed in June 2021, $220 million distributed in September 2021, $200 million in December 2021 and $240 million was distributed in March 2022, for a total of $940 million in total distributions. BCM has been assigned the Bloomberg Barclays CMBS AAA Index benchmark.



	Quarter Ending 03.31.2025	Year to Date	Inception*
BCM	2.13%	2.13%	1.07%
Benchmark 1	2.18%	2.18%	0.04%

*1. Benchmark used for the BCM mandate is the Bloomberg Barclays CMBS AAA Index and inception date is October 2020.

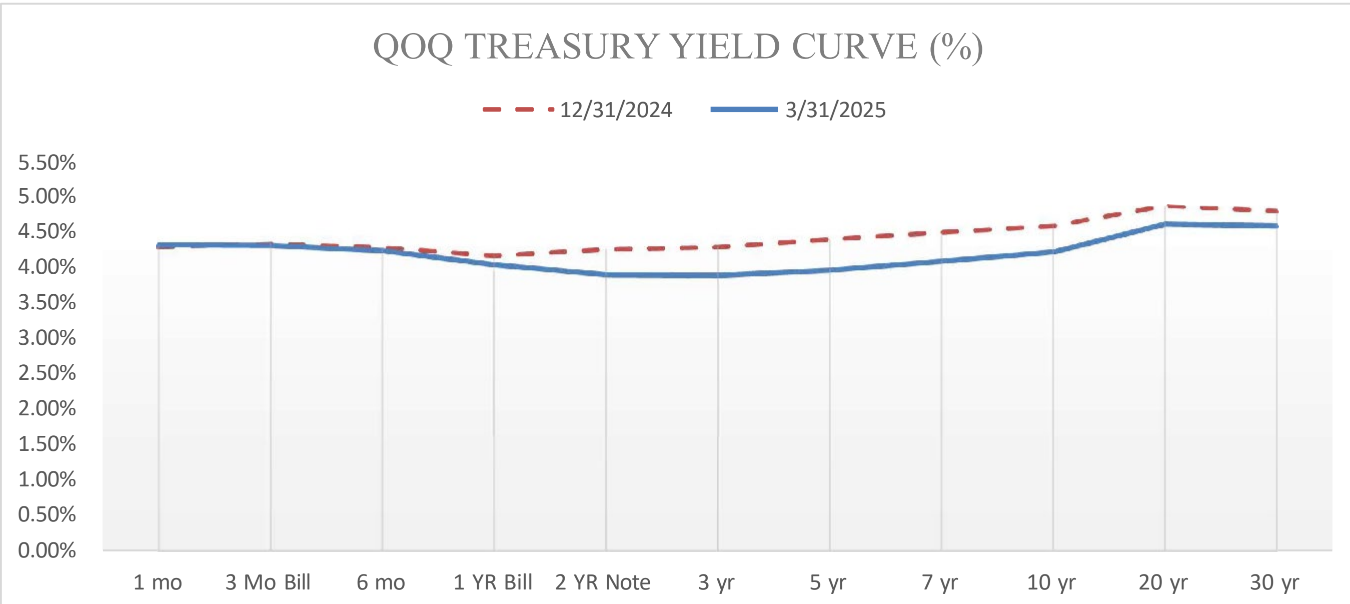
****BCM inception date was October 2020.***
*****No new funding occurred during the previous quarter.***

GENERAL PORTFOLIO
Amortized Book Value
March 31, 2025

	Treasurer In-House	Buckhead Capital Management	Total Portfolio
TIME CERTIFICATES OF DEPOSIT	$-	$-	$-
NEGOTIABLE CD'S	400,000,000	-	400,000,000
MONEY MARKET FUNDS	263,092,542	23,283,121	286,375,663
ASSET-BACKED SECURITIES	-	50,889,588	50,889,588
MORTGAGE-BACKED SECURITIES	-	-	-
CORPORATE NOTES	1,160,605,649	-	1,160,605,649
COMMERCIAL PAPER	1,203,212,981	-	1,203,212,981
MUNICIPAL BONDS	-	-	-
U.S. TREASURY NOTES	1,000,151,798	-	1,000,151,798
U.S. TREASURY BILLS	970,319,521	-	970,319,521
U.S. AGENCIES	1,976,075,327	398,833,090	2,374,908,417
U.S. GOVT GUARANTEED DEBT	-	-	-
SUPRANATIONALS	474,560,315	-	474,560,315
CMO'S	15,201	523,515,626	523,530,826
FOREIGN NOTES	10,000,000	-	10,000,000
REPURCHASE AGREEMENTS	650,000,000	-	650,000,000
TOTAL	**$8,108,033,334**	**$996,521,424**	**$9,104,554,758**

Fixed Income Market Highlights as of March 31, 2025

- U.S. 10- year Treasury yields fell by 36 basis points during the third quarter of Fiscal Year 2025 and closed the quarter at 4.21%. Over the same period, 1 month T-Bill rates rose 3 basis points from 4.28% to 4.31%.
- The Federal Reserve cut the Fed Funds rate 25bps in December 2024 and held rates after. The Fed Funds Rate closed the March 2025 quarter in the range of 4.25% to 4.5%.



General Portfolio Investment Guidelines

The permissible investments of the General Portfolio include United States Treasury and Agency securities, repurchase agreements, high quality corporate notes and commercial paper, negotiable certificates of deposit, foreign notes, international development notes, asset-backed securities, municipal bonds and banker's acceptances. These securities are diversified to prevent over-concentration in a specific maturity, a specific issuer, or a specific class of securities. The targeted duration of the portfolio is one and a half years, with no security extending longer than ten years.

The State Treasurer maintains a conservative, moderately active investment strategy. Cash flow forecasts are prepared to identify operating cash requirements that can be reasonably anticipated. In order to maintain sufficient liquidity, a portion of the portfolio is structured so that securities mature concurrently with cash needs in the short and medium term. Monies deemed to have a longer investment horizon, are invested to take advantage of longer-term market opportunities.

Local Government Investment Pool (LGIP)

The State of Nevada Local Government Investment Pool (LGIP) was established as an alternative investment program to be utilized by local governments for their public funds. This program's operation is the responsibility of the State Treasurer who, by the provisions of state statute, has adopted guidelines for the prudent investment of these pooled funds. Any local government, as defined by NRS 354.474, may deposit its public monies into this fund for purposes of investment. As of March 31, 2025, there were 105 members of the LGIP, which includes cities, counties, school districts, and various special districts.

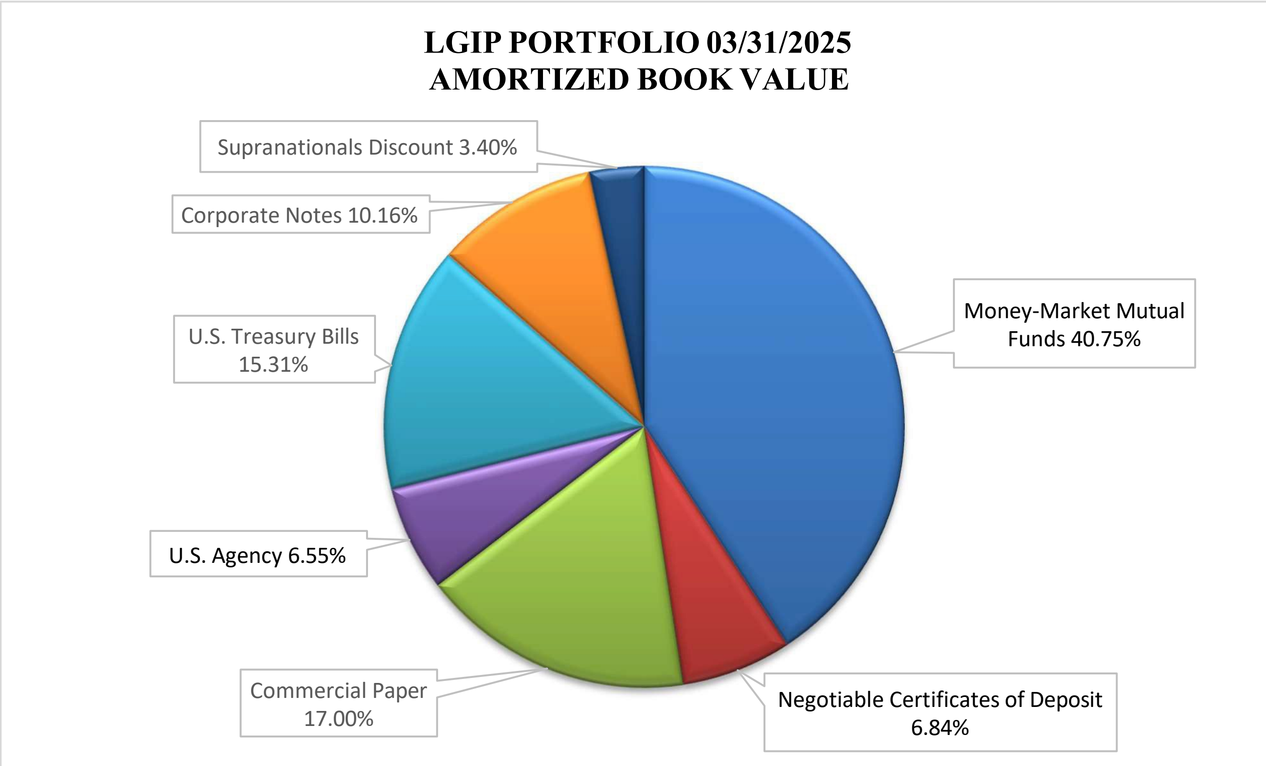
The LGIP's foremost investment objectives include safety of principal, portfolio liquidity, and market return, which are consistent with a conservative, short duration portfolio. Local Government Investment Pool (LGIP).

The permissible investments of the LGIP include United States Treasury and Agency securities, repurchase agreements, high quality commercial paper, negotiable certificates of deposit, foreign notes, international development notes, municipal bonds and banker's acceptances. These securities are diversified to prevent over-concentration in a specific maturity, a specific issuer, or a specific class of securities. The average maturity of the portfolio must not exceed 150 days, and no single security may be longer than two years. The State Treasurer maintains a conservative investment strategy, which incorporates the matching of maturing securities to the cash needs of the participants. Approximately 40.8% of the fund matures daily, ensuring sufficient liquidity to meet both anticipated and unanticipated withdrawals.

Additionally, approximately 78.1% of the fund matures within 90 days, compared to the policy requirement of 50%. This requirement minimizes the risk that the market value of portfolio holdings will fall significantly due to adverse changes in general interest rates. As of March 31, 2025, the total assets under management (AUM) were $2.9 billion. The yield to maturity as of March 31, 2025, was 4.43% which is 18 basis points above the benchmark yield of 4.25%.

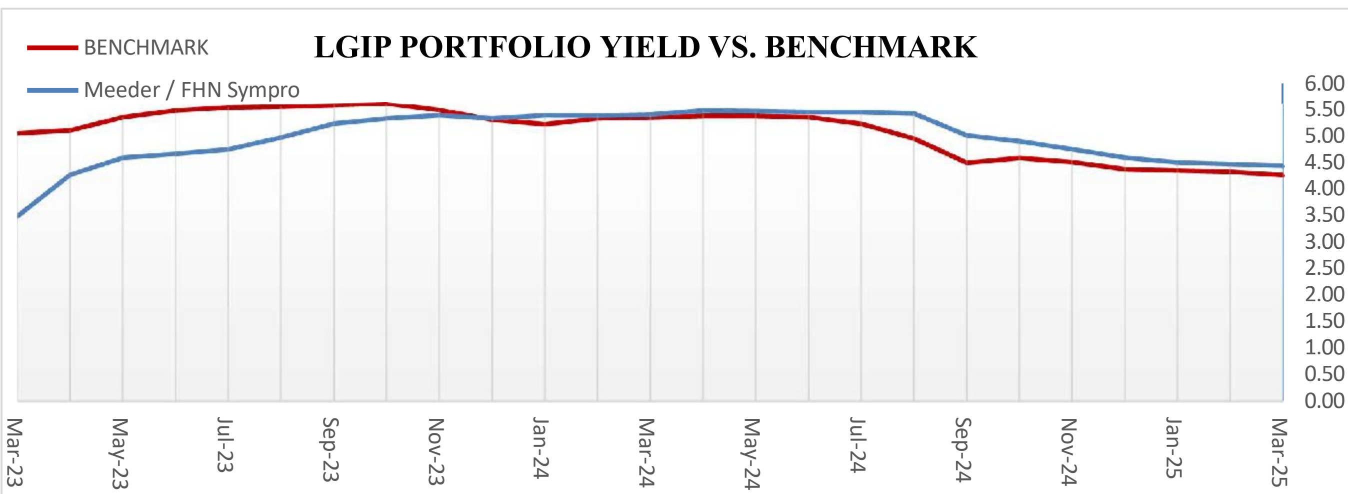
LGIP Earning Statistics			
	Prior Quarter End	**Current Quarter End**	**FYTD**
(in $ Millions)	**12/31/2024**	**03/31/2025**	
Average Daily Balance	2,367.7	3.4	
Net Interest	9.3	.8	
Earned Income Return	4.61%	8%	

LGIP Fund Statistics	**Holdings on 12/31/2024**		**Holdings on 3/31/2025**	
Investment Type (in $ Millions)	**% of Portfolio**	**Book Value**	**% of Portfolio**	**Book Value**
U.S. TREASURIES	18.7%	497.3	15.3%	447.8
U.S. AGENCIES	14.6%	387.8	6.6%	191.6
CORPORATE NOTES	6.1%	161.4	10.2%	297.2
COMMERCIAL PAPER	20.6%	546.1	17%	497.2
NEGOTIABLE CD'S	3.8%	100	6.8%	200
MONEY MARKET FUNDS	36.2%	960.7	40.8%	1,192
SUPRANATIONAL DISC	0%	0	3.4%	99.4
	100.00%	**2,653.4**	**100.00%**	**2,925.5**



Performance

Meeder / FHN began managing the LGIP portfolio in July 2015. As of March 31, 2025, the LGIP's portfolio book yield was 4.43%, and the blended benchmark was 4.25%. The average days to maturity of the LGIP portfolio was 65 days.



* Benchmark is 3-month rolling weighted average of 55% Dealer Commercial Paper 150-Day Index, 30% Agency Note 180 Day Index, and 15% Dreyfus Institutional Preferred Government Money Markey Fund.
**Benchmark was updated July 2020. This graph represents that change.

Administration

The State Treasurer has adopted an Investment Policy relating specifically to the LGIP. The State Board of Finance shall review and approve or disapprove the policies established by the State Treasurer for investment of money of the LGIP at least every four months. The State Treasurer hereby confirms all LGIP investments are in compliance with the Terror-Free Investment Policy and the Divestiture Policy. The State Treasurer may contract with an independent auditor to review LGIP transactions for accuracy and fairness in reporting.