

Bellevue Montgomery, LLC 0 North Bellevue St / 272 North Bellevue St (the "Project") PILOT Application

August 13, 2024



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1. Application Background:

Bellevue Montgomery, LLC 1770 Kirby Parkway, Suite 215 Memphis, Tennessee 38138

Representative: Scott Kern skern@krndev.com 619-302-0536

Developer Background Information:

KPS Development Partners, LLC is a Memphis-based, full-service real estate development company focused on mixed-use development in urban and suburban markets across the country. The CEO, Scott Kern, has been involved in some of the most exceptional additions to the Southeast region, with current projects such as Oak Court Mall and Good Shepherd Rehabilitation Network. These properties have been groundbreaking, often acting as a catalyst for future development in the areas they are located. Through careful design, KPS develops with a commitment to environmental sustainability and cultural integrity, ensuring a high caliber for all their projects. The development team has experience in real estate development, construction, finance, and entitlements across multiple asset classes including, multifamily, mixed-use, entertainment venues, and healthcare.

2. Proposed Project Description:

<u>Location</u>: The proposed project site is a 2.53-acre vacant parcel located at 0 North Bellevue St / 272 North Bellevue St (Tax Parcel No. 02000500011) in the Crosstown neighborhood area of Memphis, Tennessee.

<u>Site History:</u> From 1908 until 1973 the site was the location of the Dr. R.B. Maury Public School. The school was demolished in 1997 and the site has been vacant since.

Intended Use: Located in a mostly residential neighborhood, the site provides a tremendous opportunity to create a pocket neighborhood of for-rent 'Missing Middle' housing with rents at or below the 80% AMI rent limits. While Phase 1 is the immediate focus, the property is master planned for two additional phases. These phases could potentially expand upon the current design or introduce new elements based on market demand and development goals.



KPS' plans for the Property involves creating a modern, community-focused new build residential development with a range of unit sizes and amenities designed to enhance livability. The project is a blend of historical context with contemporary residential needs, providing a blueprint for future phases while revitalizing the vacant site.

Phase 1 will consist of 23 units in a mixture of duplexes, fourplexes, and cottages surrounding a shared courtyard creating a pocket neighborhood. The units include one 1-bedroom cottage, five (5) 1-bedroom duplexes, two (2) 1-bedroom fourplexes, two (2) 2-bedroom duplexes, and two (2) 2-bedroom townhomes for a total of 23 units averaging 708 square feet per unit.

Finishes for the interior of each unit to include granite countertops, LVT flooring, and Energy Star appliances. On the exterior we plan to provide a common green space with a covered grilling station and fire pit, landscaping, dog run, and 25 secured parking spaces.

<u>Economic Impact:</u> The development of the new pocket neighborhood will generate economic benefits for the local community with job creation, providing attainable housing, increasing property values, supporting local business, and generating tax revenue.

The construction phase of the project will create numerous jobs, including opportunities for local contractors, tradespeople, and suppliers. Once completed, ongoing property management and maintenance will provide additional employment opportunities.

By offering 'Missing Middle' housing units with rents at or below 80% AMI rent limits, the project addresses the critical need for attainable housing in the area. This will support local workforce housing needs, enabling more individuals to live close to their places of employment.

The introduction of a well-designed, modern residential community is expected to enhance the overall property values in the Crosstown Neighborhood. This positive ripple effect can lead to further investment and revitalization in the surrounding areas.

The influx of new residents will drive increased demand for local services, retail, and dining establishments, particularly benefiting the nearby Crosstown Concourse. This will assist in stimulating the local economy and contribute to the vibrancy of the community.

The development will increase the local tax base through property taxes, which can be used to fund public services and infrastructure improvements within the City of Memphis.

<u>Environmental Impact:</u> The project is designed with sustainability and environmental stewardship in mind, incorporating several key features such as preserving as many existing, mature trees as possible and maximizing green space throughout the property.



A portion of the site will be dedicated to green space, including a common courtyard with landscaping, a dog run, and a covered grilling station. These areas not only provide recreational opportunities for residents but also contribute to the local ecosystem by reducing heat island effects and promoting biodiversity.

The development's proximity to the Crosstown Concourse and other amenities encourages walking and biking, reducing reliance on cars and lowering overall carbon emissions. Secured parking will be provided for those who do drive, but the emphasis will be on creating a pedestrian-friendly environment.

By transforming a long-vacant site into a vibrant residential community, the project prevents urban sprawl and promotes the efficient use of existing urban land.

<u>Marketing Plan</u>: The pocket neighborhood are expected to be leased at 80% AMI to help alleviate the need for missing middle housing. The target project anticipates appealing to young professionals and students of the Memphis Medical District. Leasing will be handled through a third part property management company targeting the lease up of 5 units per month for 5-6 months from substantial completion.

3. Site Control:

JRWW, LLC (Seller) currently owns the 2.53 -acre parcel within the Crosstown Neighborhood; however, Bellevue Montgomery, LLC (Developer) entered into a Purchase and Sale Agreement on July 26, 2024 with a Due Diligence period of 60 days, with a 30-day extension option. Developer confirmed with the City that the proposed project can be approved as a byright project through the Administrative Site Plan Approval process pending Certificate of Appropriateness (CoA) from Memphis Landmarks Commission (MLC). The developer intends to submit for CoA to MLC on or before the application deadline of August 16, 2024 for a September Board approval.

4. Project Team:

Developer: KPS Development Partners

Architect: Kronberg Urbanists Architects – an Atalanta-based firm

Engineer: EFI Global

Land Planner: Brenda Solomito Basar

Contractor: To be determined

Property Management: To be determined

5. Project Timeline:

July 26, 2024 – Purchase and Sale Agreement executed.

• July – October 2024 – Due Diligence period

August – December 2024 – Project design



- March 2025 Closing on property and construction loan
- March 2025 Commencement of construction
- Q4 2025 Delivery of 1st Units
- Q1 2026 Phase I project completion

6. <u>Development Budget & Assumptions:</u>

See attached exhibit.

7. Financing Terms:

Anticipated construction financing through Pathway Lending with draft terms as follows:

Anticipated Loan Amount: \$2.9M

LTC: 80%Rate: 7.75%

• 5-year term with 24-36 months of interest only and 30-year amortization.

8. Pro Formas:

See attached exhibit.

9. Financial Statements:

Available upon request.

10. Credit References:

a) Josh Poag

President and CEO Poag Development Group, LLC 1770 Kirby Pkwy Ste 215, Memphis, TN 38138 (901) 761-7604

b) Ben Schulman

Director A5 Branding & Digital 1 North LaSalle 47th Floor Chicago, IL 60602 (901) 552-4781

c) Greg Spillyards

CEO and Managing Director

Cushman & Wakefield | Commercial Advisors, LLC



5101 Wheelis Dr, Memphis, TN 38117 (901) 366-6070

11. <u>Items for Lease Preparation:</u>

Entity: Bellevue Montgomery, LLC

Address: 0 North Bellevue St / 272 North Bellevue St

Parcel ID: 02000500011 Assessed Value: \$43,200

12. Disclosures:

a. Please disclose whether applicant, guarantor or any other person involved with the project is currently engaged in any civil or criminal proceeding.

No.

b. Also, disclose whether any individual involved with the project has ever been charged or convicted of any felony or currently is under indictment.

Nο

c. Please supply detailed information.

N/A

13. Applicant Affirmation:

This application is made in order to induce the Memphis Center City Revenue Finance Corporation (CCRFC) to grant financial incentives to the applicant. The applicant hereby represents that all statements contained herein are true and correct. All information materially significant to the CCRFC in its consideration of the application is included. The applicant expressly consents to the CCRFC's investigation of its credit in connection with this application. The applicant acknowledges that it has reviewed the descriptions of the CCRFC financial program for which it is applying and agrees to comply with those policies. The applicant shall also be required to show a good faith effort with regard to the employment of MWBE contractors. The applicant specifically agrees to pay all reasonable costs, fees and expenses incurred by the CCRFC whether or not the incentive is granted or project completed.

August 13, 2024

Scott Kern KPS Development Partners, LLC

skern@krndev.com

(619) 302-0536



Index of Exhibits:

- A) Architectural Plans & Renderings
- B) Sources & Uses
- C) Cash Flow Pro forma
- D) Budget
- E) PILOT Request



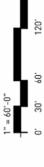
















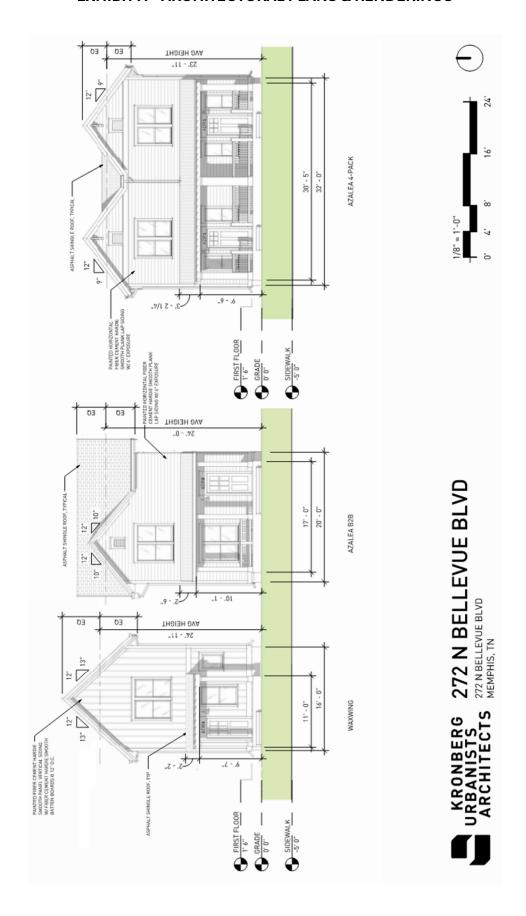
272 N BELLEVUE BLVD 272 N BELLEVUE BLVD MEMPHIS, TN

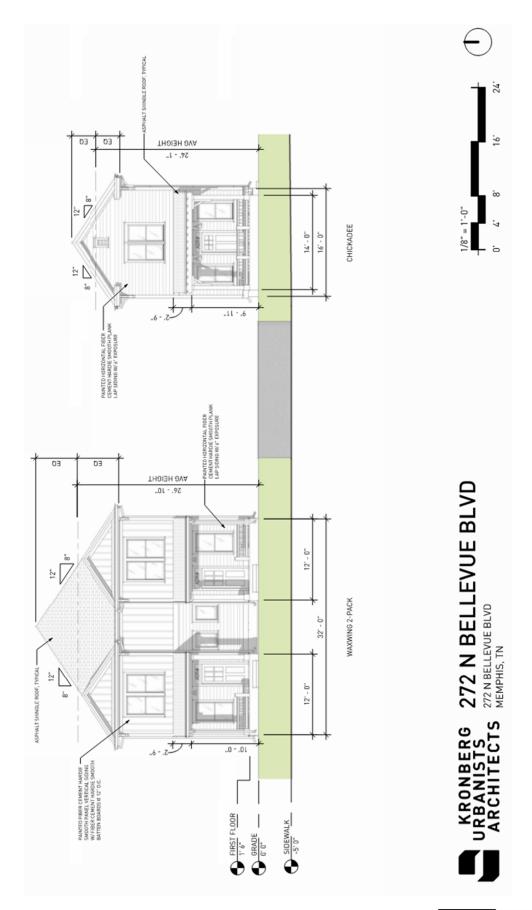
ARCHITECTURAL SITE PLAN SD-1.0 07/09/24



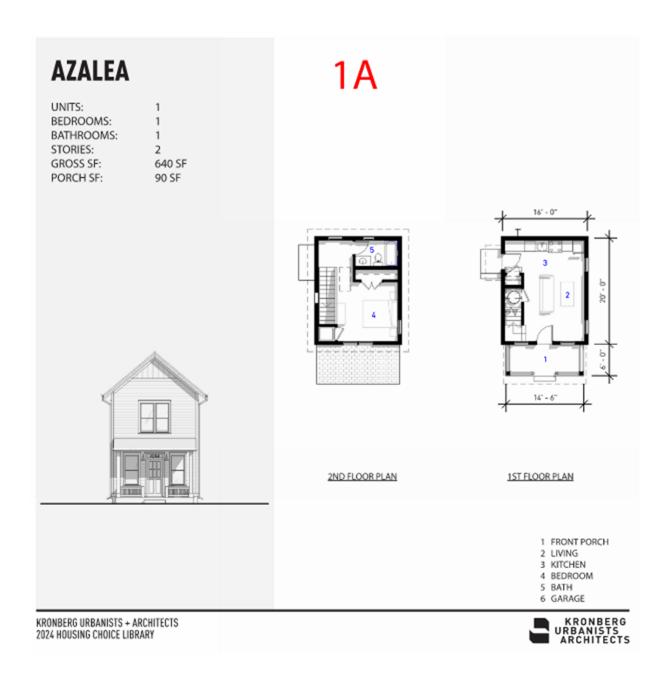




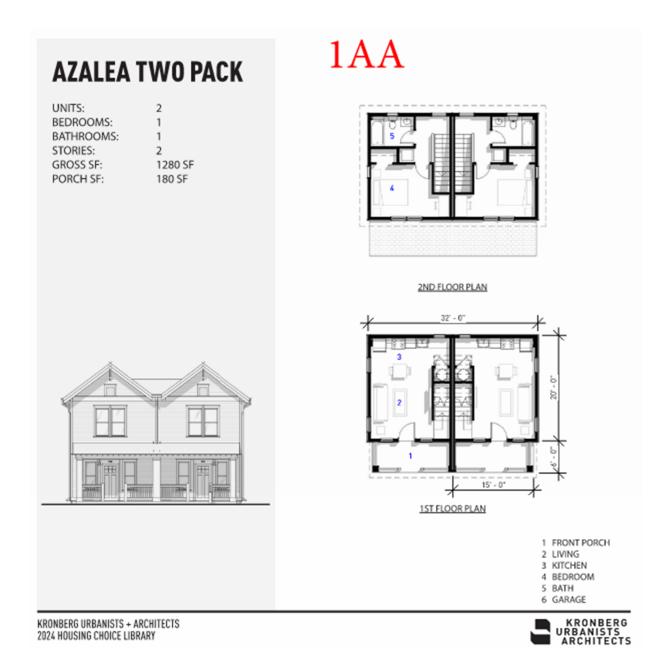














1B **GARDENIA** UNITS: BEDROOMS: 1 BATHROOMS: 1 STORIES: GROSS SF: 434 SF 70 SF PORCH SF: 28. - 0. 15' - 6" 1 FRONT PORCH 2 LIVING 3 KITCHEN 4 BEDROOM 5 BATH 6 GARAGE KRONBERG URBANISTS ARCHITECTS KRONBERG URBANISTS + ARCHITECTS 2024 HOUSING CHOICE LIBRARY



WAXWING

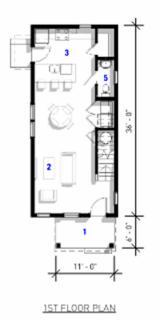
UNITS: 1
BEDROOMS: 2
BATHROOMS: 2.5
STORIES: 2
GROSS SF: 1152 SF
PORCH SF: 66 SF



2C







- 1 FRONT PORCH
- 2 LIVING
- 3 KITCHEN
- 4 BEDROOM
- 5 BATH

6 GARAGE

KRONBERG URBANISTS + ARCHITECTS 2024 HOUSING CHOICE LIBRARY









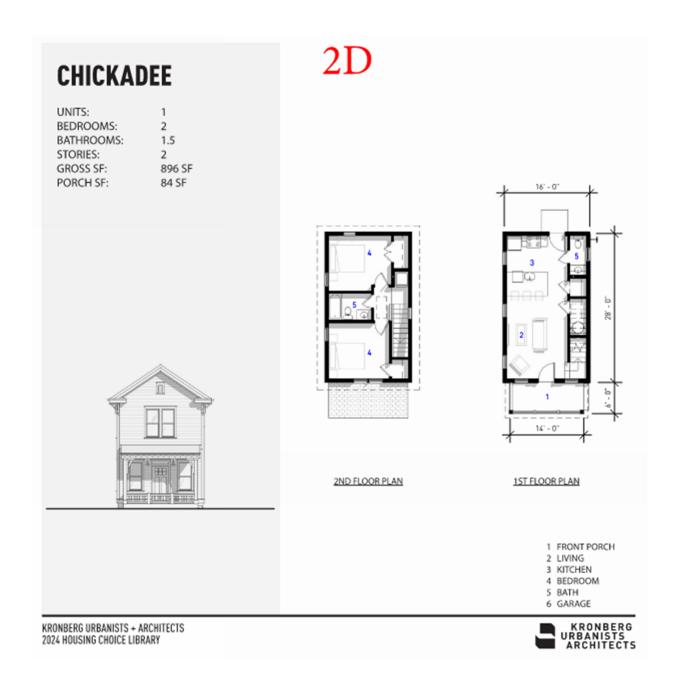




EXHIBIT B - SOURCES AND USES

Sources & Uses	
Sources - Construction	
Equity	669,373
Grants	55,000
TIF Proceeds	-
<>	-
<>	-
Bond	-
Subordinate Debt	-
PACE Loan	-
Construction Loan	2,897,491
Total Sources	3,621,863
Uses - Construction	
Acquisition Costs	210,000
Hard Costs	2,641,529
Soft Costs	218,860
Contingency	264,153
Reserves	-
Development Fee	181,093
Financing	106,228
Total Uses	3,621,863



EXHIBIT C – CASH FLOW PRO FORMA

Bellevue Montgomery Pro Forma Cash Flow

WITHOUT PILOT:

		2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035
Revenue		<u>Yr 0</u>	<u>Yr 1</u>	<u>Yr 2</u>	<u>Yr 3</u>	<u>Yr 4</u>	<u>Yr 5</u>	<u>Yr 6</u>	<u>Yr 7</u>	<u>Yr 8</u>	<u>Yr 9</u>	<u>Yr 10</u>
Gross Income		0	353,388	360,444	367,500	374,556	381,612	388,668	395,724	402,780	409,836	416,892
Additional Income		0	17,669	18,022	18,375	18,728	19,081	19,433	19,786	20,139	20,492	20,845
Vacancy	5.00%	0	(18,553)	(18,923)	(19,294)	(19,664)	(20,035)	(20,405)	(20,776)	(21,146)	(21,516)	(21,887)
Effective Revenue		0	352,505	359,543	366,581	373,620	380,658	387,696	394,735	401,773	408,811	415,850
Operating Expenses												
Management Fees	8.52%	0	30,050	30,650	31,250	31,850	32,450	33,050	33,650	34,250	34,850	35,450
Marketing		0	1,728	1,762	1,797	1,831	1,866	1,900	1,935	1,969	2,004	2,038
Insurance		0	10,367	10,574	10,781	10,988	11,195	11,402	11,609	11,816	12,023	12,230
Utilities		0	5,760	5,875	5,990	6,105	6,220	6,335	6,450	6,565	6,680	6,795
Contract Services		0	6,912	7,050	7,188	7,326	7,464	7,602	7,740	7,878	8,016	8,154
Maintenance & Repairs		0	2,880	2,937	2,995	3,052	3,110	3,167	3,225	3,282	3,340	3,397
Admin		0	6,711	6,845	6,979	7,113	7,247	7,381	7,515	7,649	7,783	7,917
RE Taxes		0	44,554	44,554	44,554	44,554	44,554	44,554	44,554	44,554	44,554	44,554
Total Operating Expenses		0	(108,962)	(110,248)	(111,534)	(112,820)	(114,106)	(115,392)	(116,678)	(117,964)	(119,250)	(120,536)
OpEx Ratio		0.00%	30.91%	30.66%	30.43%	30.20%	29.98%	29.76%	29.56%	29.36%	29.17%	28.99%
Net Operating Income		0	243,543	249,295	255,048	260,800	266,552	272,305	278,057	283,809	289,562	295,314
Debt Service		0	(224,553)	(224,553)	(221,801)	(221,251)	(221,251)	(221,251)	(221,251)	(221,251)	(221,251)	(221,251)
Debt Service Coverage Ratio		0.00x	1.08x	1.11x	1.15x	1.18x	1.20x	1.23x	1.26x	1.28x	1.31x	1.33x
Net Cashflow		0	18,989	24,742	33,246	39,549	45,301	51,054	56,806	62,558	68,311	74,063

Yield on Cost 6.49% Cash-on-Cash Return (Yr 1) 1.56%



EXHIBIT C – CASH FLOW PRO FORMA

Bellevue Montgomery Pro Forma Cash Flow

WITH PILOT:

		2025	2026	2027	2028	2029	2030	2031	2032	2033	2034	2035
Revenue		<u>Yr 0</u>	<u>Yr 1</u>	<u>Yr 2</u>	<u>Yr 3</u>	<u>Yr 4</u>	<u>Yr 5</u>	<u>Yr 6</u>	<u>Yr 7</u>	<u>Yr 8</u>	<u>Yr 9</u>	<u>Yr 10</u>
Gross Income		0	353,388	360,444	367,500	374,556	381,612	388,668	395,724	402,780	409,836	416,892
Additional Income		0	17,669	18,022	18,375	18,728	19,081	19,433	19,786	20,139	20,492	20,845
Vacancy	5.00%	0	(18,553)	(18,923)	(19,294)	(19,664)	(20,035)	(20,405)	(20,776)	(21,146)	(21,516)	(21,887)
Effective Revenue		0	352,505	359,543	366,581	373,620	380,658	387,696	394,735	401,773	408,811	415,850
Operating Expenses												
Management Fees	8.52%	0	30,050	30,650	31,250	31,850	32,450	33,050	33,650	34,250	34,850	35,450
Marketing		0	1,728	1,762	1,797	1,831	1,866	1,900	1,935	1,969	2,004	2,038
Insurance		0	10,367	10,574	10,781	10,988	11,195	11,402	11,609	11,816	12,023	12,230
Utilities		0	5,760	5,875	5,990	6,105	6,220	6,335	6,450	6,565	6,680	6,795
Contract Services		0	6,912	7,050	7,188	7,326	7,464	7,602	7,740	7,878	8,016	8,154
Maintenance & Repairs		0	2,880	2,937	2,995	3,052	3,110	3,167	3,225	3,282	3,340	3,397
Admin		0	6,711	6,845	6,979	7,113	7,247	7,381	7,515	7,649	7,783	7,917
RE Taxes		0	44,554	44,554	44,554	44,554	44,554	44,554	44,554	44,554	44,554	44,554
PILOT Abatement		0	(30,573)	(30,573)	(30,573)	(30,573)	(30,573)	(30,573)	(30,573)	(30,573)	(30,573)	(30,573)
Total Operating Expenses		0	(78,388)	(79,674)	(80,960)	(82,246)	(83,532)	(84,818)	(86,104)	(87,390)	(88,676)	(89,962)
OpEx Ratio		0.00%	22.24%	22.16%	22.09%	22.01%	21.94%	21.88%	21.81%	21.75%	21.69%	21.63%
Net Operating Income		0	274,116	279,869	285,621	291,373	297,126	302,878	308,630	314,383	320,135	325,887
Debt Service		0	(224,553)	(224,553)	(221,801)	(221,251)	(221,251)	(221,251)	(221,251)	(221,251)	(221,251)	(221,251)
Debt Service Coverage Ratio		0.00x	1.22x	1.25x	1.29x	1.32x	1.34x	1.37x	1.39x	1.42x	1.45x	1.47x
Net Cashflow		0	49,563	55,315	63,819	70,122	75,875	81,627	87,379	93,132	98,884	104,636

Yield on Cost 7.33% Cash-on-Cash Return (Yr 1) 6.13%



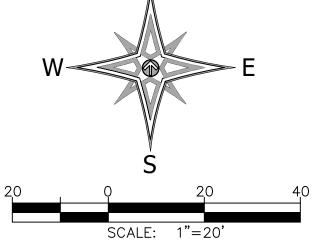
EXHIBIT D - BUDGET

Cost Summary						
<u>Item</u>		Unit Costs	% Costs	Per GBSF	Per Unit	Amount
Construction						
Sitework	Estimate	4.00/SF	11.75%	26	18,501	425,529
Apartments	Estimate	92,000/Unit	58.42%	130	92,000	2,116,000
Parking	Estimate	0/Space	2.76%	6	4,348	100,000
Commercial Shell	Estimate	150/SF	0.00%	-	-	-
Indirects	Estimate	0.00%	0.00%	-	-	-
Hard Costs Total			72.93%	162	114,849	2,641,529
HC Contingency		10.00%	7.29%	16	11,485	264,153
Soft Costs	Estimate	7.85%	5.73%	13	9,016	207,360
SC Contingency		0.00%	0.00%	-	-	-
TIs		75.00/SF	0.00%	-	-	-
FF&E		500/Unit	0.32%	1	500	11,500
Total Construction C	osts		86.27%	192	135,850	3,124,542
Acquisition Costs			5.52%	12	8,696	200,000
Closing Costs			0.28%	1	435	10,000
Cash Reserves			0.00%	-	-	-
Developer Fee		5.0%	5.00%	11	7,874	181,093
Total Costs w/o Fina	ıncing		97.07%	216	152,854	3,515,635
Interest During Con	struction		2.13%	5	3,359	77,254
Fees			0.80%	2	1,260	28,975
Financing Costs Tota	ıl		2.93%	7	4,619	106,228
Total costs w/ Finan	cing		100.00%	223	157,472	3,621,863
Total Project Conti	ngency		7.29%	16	11,485	264,153

EXHIBIT E – PILOT Request & Calculations

PILOT Request	
Requested PILOT Term (years)	10.0
Project Type	New Construction
Located in the CBID?	No
Current Amounts	
Base Appraisal	\$108,000
Base Assessment	\$43,200
Annual City Tax on Base Assessment	\$1,378
Annual County Tax on Base Assessment	\$1,464
Annual RE Taxes on Base Assessment	\$2,843
Project Costs	
Acquisition Cost	\$210,000
Hard Costs	\$2,116,000
Soft Costs	\$182,277
Total Project Costs w/o PILOT fee	\$2,508,277
Hard Costs Investment Check - 84.4%	\$2,500,277 YES
Public grants eligible for PILOT fee basis reduction	\$0
PILOT fee basis	\$2,508,277
PILOT fee	
Total Project Costs w/ PILOT fee	\$ 25,083 \$2,533,360
Valuation & CBID Assessment	\$2,333,300
	\$108,000
Base Appraisal	
Percentage of Hard Costs	\$1,692,800
Estimated Appraisal after Improvements	\$1,800,800
Estimated Assessment after Improvements	\$720,320
Estimated Annual CBID Assessment after Improvements	\$0
Annual RE Taxes	
Hypothetical annual taxes without PILOT*	
Estimated Hypothetical Annual City Tax without PILOT*	\$22,978
Estimated Hypothetical Annual County Tax without PILOT*	\$24,419
Estimated Hypothetical Total Annual Taxes without PILOT*	\$47,397
Estimated annual taxes with PILOT	
Estimated Annual City Tax with PILOT	\$6,778
Estimated Annual County Tax with PILOT	\$7,203
Estimated Total Annual Taxes with PILOT	\$13,981
Estimated Annual Benefit	\$33,416
Cumulative RE Taxes	
Hypothetical cumulative taxes without PILOT*	
Estimated Hypothetical Cumulative City Tax without PILOT*	229,782
	-
Estimated Hypothetical Cumulative County Tax without PILOT*	244,188
Estimated Hypothetical Total Cumulative Taxes without PILOT*	473,971
Estimated cumulative taxes with PILOT	67.704
Estimated Cumulative City Tax with PILOT	67,781
Estimated Cumulative County Tax with PILOT	72,031
Estimated Total Cumulative Taxes with PILOT	139,812
Estimated Cumulative Benefit over 10-Year PILOT	334,159
Estimated Cumulative Increase in Taxes due to PILO	\$111,386
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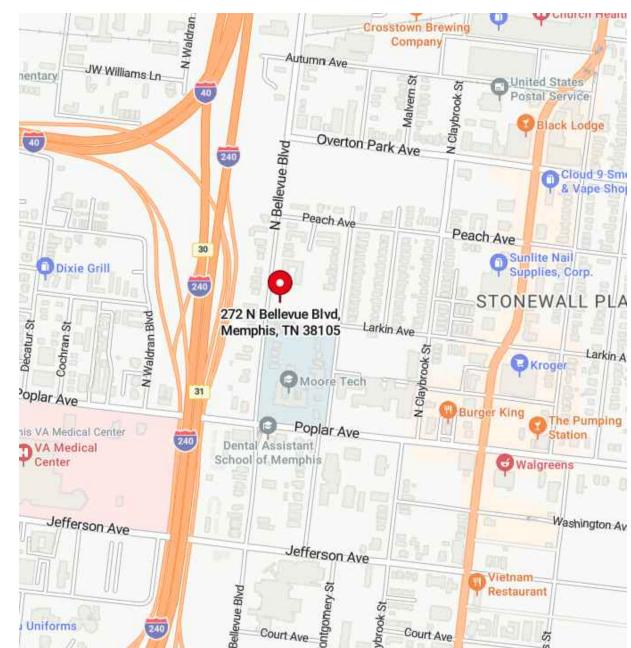




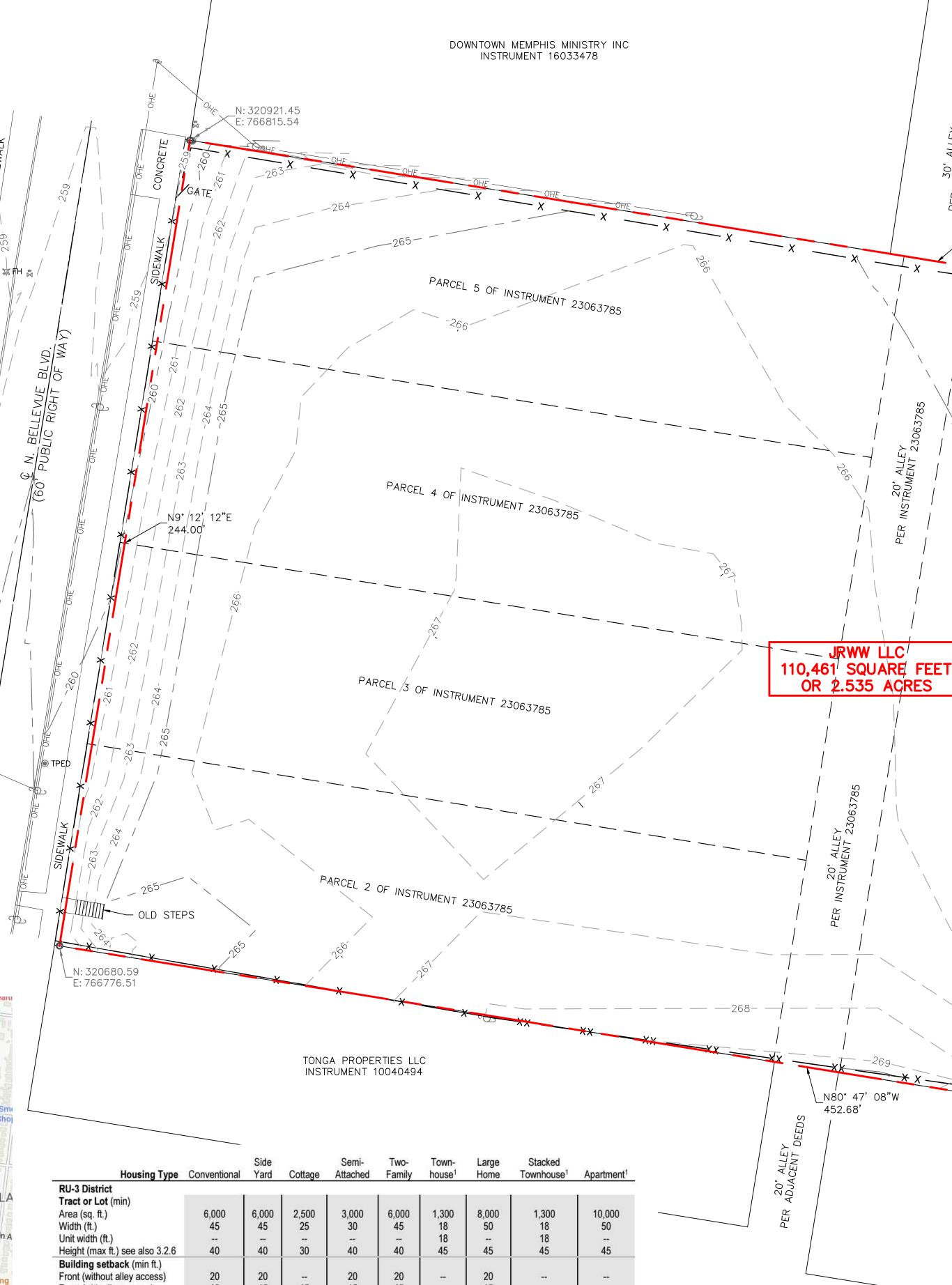
GENERAL SURVEY NOTES:

- 1. SURVEY PREPARED FOR EFI GLOBAL.
- 2. BEARINGS ARE RELATIVE TO THE TENNESSEE STATE PLANE COORDINATE SYSTEM VIA INET REFERENCE STATION AND TRIMBLE R12 GNSS RECEIVERS. HORIZONTAL DATUM: NAD83 (2011) VERTICAL DATUM: NAVD 88 GEOID: 18
- 3. NO CERTIFICATION IS GIVEN TO STATE PLANE COORDINATE LOCATION. COORDINATES ARE GIVEN TO AID IN FUTURE REVOVERY OF ON THE GROUND MONUMENTS.. PLAT IS RELATIVE TO ON THE GROUND MONUMENTS FOUND OR SET BY THIS SURVEY.
- 4. THERE MAY BE UNDERGROUND OR NON-VISIBLE UTILITIES, DRAIN AND/OR SEWER LINES ACROSS THIS PROPERTY THAT ARE NOT SHOWN. THE PROPER UTILITY AUTHORITIES SHOULD BE CONTACTED FOR MORE SPECIFIC LOCATIONS AND INFORMATION ON UNDERGROUND UTILITIES.
- 5. THIS PROPERTY IS NOT LOCATED IN A SPECIAL FLOOD HAZARD AREA PER FEMA MAP 47157C0270F WITH AN EFFECTIVE DATE OF 9/28/2007.
- 6. SITE BENCHMARK: CUT X IN CONCRETE ON MONTGOMERY STREET GATE ENTRY MARKED AS SITE BENCHMARK THIS SHEET. ELEVATION= 253.66' (NAVD 88)

		Point	Table	
Point #	Elevation	Northing	Easting	Description
1	253.66	320773.90	767257.56	SITE BENCHMARK



VICINITY MAP NOT TO SCALE



Front (with alley access) 2-20 2-20 2-20 Front (min/max)* Required building frontage** 80% 50% Side (interior) 10 Side (total) 10 10 10 Side (street) 20 20 % of Housing Types 50% 50% 70% 80% 70% More than 10 acres (max) 60% 80%

** A frontage wall may be included in the calculation of required building frontage with the approval of an administrative deviation. 1. Front (max) and required building frontage only apply to those parcels in the CBID or Zone 1 depicted on Map 3 of Section 4.9.7D (i.e. inside the Parkways) or in the University District Overlay and shall be measured from and along any abutting primary street. Required frontage along any abutting side street shall be 35%. Transparency on all floors along both the primary and side streets shall be 20% on all structures built within the 2-20 foot setback range.

* Maximum setback may be determined by averaging the setback distance over the width of the building with the approval of an administrative deviation.

CERTIFICATION THIS IS TO CERTIFY THAT THIS MAP OR PLAT AND THE SURVEY ON WHICH IT IS BASED WERE MADE IN ACCORDANCE WITH THE MNIMUM STANDARDS SET FORTH BY THE TENNESSEE BOARD OF LAND SURVEYORS FOR CATEGORY 4 SURVEYS.

DATE OR PLAT OR MAP: 8/12/2024

ROBERT LANCE LANIER TN RLS 3065



KOAI AND TIFFANY MATTHEWS

INSTRUMENT 23040929

S80° 47′ 08″E

452.73

BOUNDARY AND TOPOGRAPHIC SURVEY JRWW, LLC PROPERTY ZONED RU-3(H) MIDTOWN OVERLAY 272 NORTH BELLEVUE STREET INSTRUMENT 23063785 PARCEL ID 020005 00011 MEMPHIS, SHELBY COUNTY, TENNESSEE

TOP 255.79'

⊦ FL 247.69'

N: 320848.98

E: 767262.43

A\$PHALT DRIVE

S9° 12′ 52″W

BOLLARD-

BOLLARD-

LANDING

N: 320608.10_ E: 767223.35_

244.00'

_SITE BENCHMARK

EQUITY TRUST COMPANY

JAMES J. SKEFOS

INSTRUMENT 18047395

REMAINS OF OLD

ASPHALT PARKING AREA

(SHADED)

PARCEL 1 OF INSTRUMENT 23063785

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