
AGENCY: Executive Director

SUBJECT: Revenue Bonds (State Housing Finance and Development Authority)

The required review on the following proposal to issue revenue bonds has been completed with satisfactory results. The project require approval under State law.

- a. Issuing Authority: State Housing Finance and Development Authority
- Amount of Issue: N/E \$178,000,000 Mortgage Revenue Bonds, Series 2025B
- Allocation Needed: \$178,000,000 of 2024 ceiling allocation carry forward to be used
- Name of Project: Single Family Mortgage Revenue Bonds
- Employment Impact: n/a
- Project Description: Single Family Mortgage Revenue Bonds
- Bond Counsel: Rion D. Foley, Burr Forman McNair
- Note: The carryforward allocation being utilized is derived from State Housing Finance and Development Authority's single family mortgage revenue bond resource and is not subject to the provisions of the 2025 South Carolina State Ceiling Allocation Plan, Section E.**

AUTHORITY ACTION REQUESTED:

Adopt the resolution approving the referenced proposal to issue revenue bonds for the State Housing Finance and Development Authority.

ATTACHMENTS:

Resolution



OFFICE OF STATE TREASURER

New Debt Information Form (NDIF) - Initial Form

SFAA Approval Date: 04/01/25

Final Version Date: 00/00/00

1. AGENCY/ISSUER & FINANCING INFORMATION

Agency #: L320 Issuer: South Carolina State Housing Finance & Development Authority Series: 2025B
 Borrower (if not Issuer): _____
 Bond Caption: Mortgage Revenue Bonds
 Bond Resolution Amount: \$178,000,000 Est. Production/Par Amt: \$178,000,000

(* Used to calculate initial COI percentages; STO bond issues must use Par Amt *)

Final Production/Par Amt: \$0.00**Submitted By:**

ENTITY: SC Housing Finance & Development
 BY: Robert MacDonald
 ITS: Chief of Staff
 Tel: 803-896-8333
 Email: robert.macdonald@schousing.com

Transaction Type/Method of Sale:

Public Offering: Competitive: _____ Negotiated:
 Direct Placement: Competitive: _____ Negotiated: _____
 Governmental Loan/Governmental Purchaser
 Other: _____

MSRB (EMMA) Continuing Disclosure Requirement (Y/N): Yes
 MSRB (EMMA) Continuing Disclosure Responsible Party: South Carolina State Housing Finance & Development Authority

2. FINANCING (NEW PORTION)

Project #: _____ Project Name: Single Family Mortgage Revenue Bonds
 Project Address/Location: Available Statewide Amount: \$178,000,000
 Project Type: Single Family Mortgages County: _____
 Projected Avg Interest Rate: TBD Final Maturity: 01/01/56

3. FINANCING (REFUNDED PORTION)

Series to be Refunded	Refunded Maturities	Principal Refunded	IR of Refunded Bds	Est. Yield of Refunding Bds	Est NPV Svgs. (\$)	Est NPV Svgs. (% of Ref. Bds)
		\$			\$	
		\$			\$	
Total		\$	*****	*****	\$	

4. FINANCING WORKING GROUP

Financial Advisor: Raymond James & Associates, Inc. Disclosure Counsel: Howell Linkous & Nettles
 Bond Counsel: Burr Forman McNair Issuer's Counsel: Internal Counsel
 Underwriter: Bank of America Securities Trustee: Bank of New York Mellon
 Paying Agent: Bank of New York Mellon Other: Underwriter's Counsel - Parker Poe Adams

5. FINANCING/PROJECT DESCRIPTION

(Briefly, explain the financing/project, the anticipated costs, & the basis for these cost estimates. Use an attachment if needed)

See attached page for details.

6. FINANCING/PROJECT APPROVAL DATES

Financing Approvals		Notes:
Issuer/Borrower Approval:	10/16/24	Prelim/ Final
JBRC Approval:	00/00/00	
SFAA Approval:	04/01/25	Proposed

Project Approvals - Phase II (State Entities Only)		Notes:
Issuer/Borrower Approval:	00/00/00	
JBRC Approval:	00/00/00	
SFAA Approval:	00/00/00	

7. TAX AND ARBITRAGE MATTERS & SPEND DOWN SCHEDULE

a. Is any portion of the project, once completed, to be managed by a third-party pursuant to a management contract? (if yes, please attach copy) Yes No
_____ X

b. Will any third-party payments (from support organizations, private entities or the federal government) related to the facility, however indirectly, be used to pay debt service on the bonds?
_____ X

c. If yes to any of the above, please provide a square footage and cost estimate of the portion affected. Sq. Footage - Not Applicable
Cost Estimate - \$0

Est. Expenditures - Through 6 Months
 Est. Expenditures - Through 12 Months
 Est. Expenditures - Through 18 Months
 Est. Expenditures - Through 24 Months
 Est. Expenditures - Through 36 Months
 Est. Expenditures - Through 48 Months
 - Estimated Expenditures: Thru FY:

Bond Proceeds	FYE	Spend Down Schedule Notes
\$ 178,000,000	6/30/2026	Purchasing Mortgages
\$	6/30/2027	Purchasing Mortgages
\$	00/00/00	
\$	00/00/00	
\$	00/00/00	
\$	00/00/00	
\$ 178,000,000		

8. ESTIMATED/ACTUAL PROJECT SOURCES AND USES

Sources	Est. Project Budget (Sources)	Est. Project Budget (Uses)	Uses
(1) Bond Proceeds: (a) Par	\$ 178,000,000	\$ 185,120,000	Project Fund
(b) Premium/Accr. Int.	\$ 7,120,000		Capitalized Interest Fund
(2) Issuer/Borrower Contr.	\$ 9,761,000	\$ 5,340,000	Debt Service Reserve Fund
(3) Debt Service Fund Trans.	\$		Redemption Price/Escrow Deposit
(4) Debt Service Reserve Fund Contribution	\$	\$ 1,751,000	Cost of Issuance (Incl. UW Disc.)
(5) Other (Specify)		\$	Accrued Interest
Type -	\$	\$ 2,670,000	Servicing Release Premium
Residual Project Sources		\$	Other
(6) Other		\$	Other
(a) GF -	\$	\$	Other
(a) FF -	\$	\$	Other
(c) OF -	\$	\$	Other
Total Project Sources	\$ 194,881,000	\$ 194,881,000	Total Project Uses
Surplus/Deficit		\$	-

9. ESTIMATED/ACTUAL BOND COI EXPENDITURES (Added COI entities beyond the following need an attached description **)**

COI Entity	Selected COI Vendor	Vendor #	Engagement Date (w/Engagement Ltr Attached)	Est. Fee For Services	Act. Fee For Services	(\$ Δ)
Financial Advisor	Raymond James			\$ 67,000	\$	\$ 67,000
Bond Counsel	Burr Forman McNair			\$ 178,000	\$	\$ 178,000
Disclosure Counsel	Howell Linkous			\$ 89,000	\$	\$ 89,000
Issuer's Counsel	Internal Counsel			\$	\$	\$
Underwriter's Counsel	Parker Poe Adams			\$ 44,500	\$	\$ 44,500
Transaction Counsel				\$	\$	\$
Legal Expenses				\$	\$	\$
				\$	\$	\$
Rating Agency - S&P				\$	\$	\$
Rating Agency - Moody's				\$ 90,000	\$	\$ 90,000
Rating Agency - Fitch				\$	\$	\$
Underwriter's Compensation				\$ 1,246,000	\$	\$ 1,246,000
Registrar / Paying Agent				\$ 18,000	\$	\$ 18,000
Escrow Agent				\$	\$	\$
Accountant				\$	\$	\$
Verification Agent				\$	\$	\$
Printing				\$ 3,500	\$	\$ 3,500
Publishing				\$	\$	\$
Advertising				\$	\$	\$
Contingency				\$ 15,000	\$	\$ 15,000
Issuer's Fee	SC JEDA / SC SHFDA			\$	\$	\$
				\$ 1,751,000	\$	\$ 1,751,000

Est. / Actual COI Fees (% of Transaction):

Financial Advisor: % of Transaction
 Bond Counsel: % of Transaction
 Total Legal Costs: % of Transaction
 Rating Agencies: % of Transaction

0.04%	#DIV/0!
0.10%	#DIV/0!
0.18%	#DIV/0!
0.05%	#DIV/0!

UW Comp: % of Transaction
 Other COI: % of Transaction
 Total COI: % of Transaction

0.70%	#DIV/0!
0.02%	#DIV/0!
0.98%	#DIV/0!



South Carolina Office of State Treasurer New Debt Information Form Attachment

4.1.2025 – South Carolina Housing Finance & Development Authority – Mortgage Revenue Bonds – \$178,000,000 2025B

Supplemental Response to Section 5:

This SFAA financing request is to seek authorization to issue up to \$178,000,000 in single family long-term bonds to fund affordable housing loans to qualifying low and moderate income first-time single-family home buyers in the State of South Carolina.

Issuance costs (not including the estimated underwriter's discount) are estimated at \$505,000 based on vendor contracts and typical fees for prior SC Housing transactions.

Key Notes

The estimated schedule for this project is as follows:

- SC Housing preliminary approval to pricing for 2025B Bonds: 10/16/2024
- SFAA Approval of 2025B Bonds: 4/1/2025
- Pricing of 2025B Bonds: 4/15/2025-4/16/2025
- SC Housing final approval of 2025B Bonds: 5/21/2025
- Closing of 2025B Bonds: 5/22/2025



**South Carolina Office of State Treasurer
New Debt Information Form Attachment**

***4.1.2025 – South Carolina Housing Finance & Development Authority –
Mortgage Revenue Bonds – \$178,000,000 2025B***

Production Projection

**SC State Housing Finance and Development Authority
Analysis of Remaining 2024B and 2025A Mortgage Purchases
As of 2/7/2025**

Balance @ 2/7/25

Bond Issuance - 2024B/2025A	322,000,000.00
2024B/2025A Expended	173,293,228.00
Remaining Balance of 2024B/2025A	148,706,772.00
 2025B Issuance	 178,000,000.00
Total	326,706,772.00

	SFAA MTG	Estimated Loan Purchase
Remaining Feb-25		20,140,000.00
Mar-25		37,940,000.00
Apr-25	4/1/2025	33,645,050.00
May-25		48,666,000.00
Jun-25	6/10/2025	57,931,000.00
Jul-25		54,652,000.00
Aug-25	8/26/2025	60,574,000.00
Sep-25		59,444,623.00
Oct-25		
Nov-25		
Dec-25		
Jan-26		
		372,992,673.00
		46,285,901.00

NOTE: February 2025 through April, 2025 estimates are based on reservations. For May 2025 and later, estimates are based on prior year purchases with year to year adjustment.



South Carolina Office of State Treasurer
New Debt Information Form Attachment
*4.1.2025 – South Carolina Housing Finance & Development Authority –
Mortgage Revenue Bonds – \$178,000,000 2025B*

For FY 2025 through 2026, production is projected to match bond issuance amounts shown in the following table.

General Resolution Projection

SC Housing									
Mortgage Revenue Bond Resolution									
General Resolution Projection based on Future Bond Issuances									
Date	Bond Issuance								
1/30/2025	172,000,000	2025A							
5/22/2025	178,000,000	2025B							

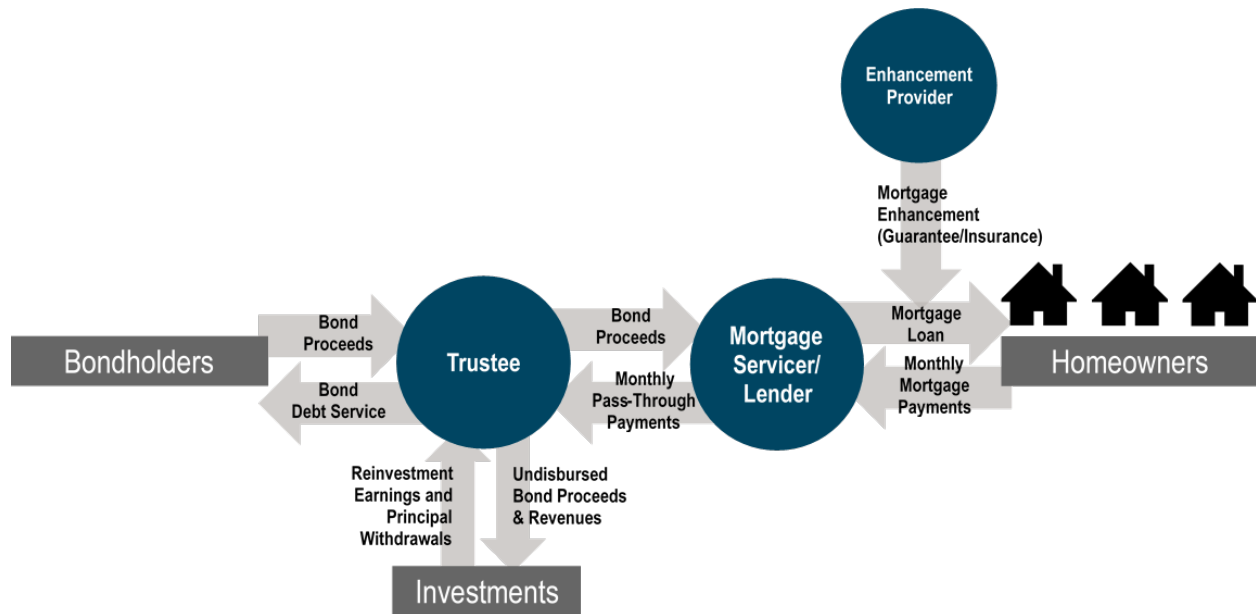
Rating Agency Cash Flow / 0% Prepayment Speed*									
	Total Assets	Total Bonds	Total Asset Coverage		Total Revenue	Total Debt Service	Total Debt Service Coverage	Debt Service Coverage Ratio	
1/1/2025	1,489,602,887	1,254,030,000	235,572,887	1/1/2025	42,203,486	37,593,218	4,610,269	1.12	
7/1/2025	1,824,389,609	1,587,485,000	236,904,609	7/1/2025	47,487,174	42,884,566	4,602,607	1.11	
1/1/2026	1,801,981,529	1,568,830,000	233,151,529	1/1/2026	56,497,625	51,501,389	4,996,235	1.10	
7/1/2026	1,785,572,902	1,549,370,000	236,202,902	7/1/2026	58,321,243	51,194,458	7,126,785	1.14	
1/1/2027	1,769,764,177	1,529,715,000	240,049,177	1/1/2027	58,333,820	51,076,013	7,257,807	1.14	
7/1/2027	1,753,822,820	1,509,935,000	243,887,820	7/1/2027	58,312,422	50,962,780	7,349,641	1.14	
1/1/2028	1,736,412,810	1,488,695,000	247,717,810	1/1/2028	58,283,970	51,430,333	6,853,637	1.13	
7/1/2028	1,719,603,638	1,468,045,000	251,558,638	7/1/2028	58,230,925	51,133,407	7,097,518	1.14	
1/1/2029	1,702,585,821	1,447,195,000	255,390,821	1/1/2029	58,199,136	50,790,572	7,408,564	1.15	
7/1/2029	1,685,231,956	1,426,020,000	259,211,956	7/1/2029	58,157,633	50,569,382	7,588,251	1.15	
1/1/2030	1,667,672,272	1,404,530,000	263,142,272	1/1/2030	58,059,514	50,268,732	7,790,782	1.15	
7/1/2030	1,649,555,853	1,382,495,000	267,060,853	7/1/2030	57,909,607	50,110,727	7,798,880	1.16	
1/1/2031	1,630,663,136	1,359,680,000	270,983,136	1/1/2031	57,792,533	50,799,496	6,993,037	1.14	
7/1/2031	1,611,130,807	1,336,240,000	274,890,807	7/1/2031	57,732,301	51,208,807	6,523,494	1.13	
1/1/2032	1,591,722,502	1,312,935,000	278,787,502	1/1/2032	57,622,419	51,158,332	6,464,087	1.13	
7/1/2032	1,571,935,880	1,289,290,000	282,645,880	7/1/2032	57,542,151	50,782,489	6,759,662	1.13	
1/1/2033	1,551,300,095	1,264,825,000	286,475,095	1/1/2033	57,480,075	50,751,474	6,728,601	1.13	
7/1/2033	1,530,217,821	1,239,945,000	290,272,821	7/1/2033	57,378,579	50,648,932	6,729,647	1.13	
1/1/2034	1,508,828,839	1,214,590,000	294,238,839	1/1/2034	57,292,949	50,571,232	6,721,717	1.13	
7/1/2034	1,486,936,884	1,188,780,000	298,156,884	7/1/2034	57,166,886	50,453,178	6,713,708	1.13	
1/1/2035	1,464,495,045	1,162,445,000	302,050,045	1/1/2035	56,940,545	50,344,276	6,596,269	1.13	
7/1/2035	1,441,466,380	1,135,565,000	305,901,380	7/1/2035	56,798,725	50,209,246	6,589,479	1.13	

* 0% PSA means no prepayment of principal received from the borrower. The Authority has been experiencing prepayment between 100% - 200% PSA. 0% PSA is the most conservative measurement from the loan revenue perspective.



South Carolina Office of State Treasurer
New Debt Information Form Attachment
*4.1.2025 – South Carolina Housing Finance & Development Authority –
Mortgage Revenue Bonds – \$178,000,000 2025B*

Single Family Transaction Flow of Funds





South Carolina Office of State Treasurer
New Debt Information Form Attachment
***4.1.2025 – South Carolina Housing Finance & Development Authority –
Mortgage Revenue Bonds – \$178,000,000 2025B***

Key Bond Financing Documents:

- General Resolution and Supplemental Resolution
- Official Statement
- Bond Purchase Agreement

Financing Team:

Issuer	SC Housing
State Oversight	State Treasurer's Office
Bond Counsel	Burr Forman McNair
Disclosure Counsel	Howell Linkous & Nettles, LLC
Financial Advisor	Raymond James
Underwriter(s)	BofA, Wells Fargo and RBC
Underwriter's Counsel	Parker Poe Adams & Bernstein
Bond Trustee	Bank of New York Mellon
Trustee Counsel	Maynard Nexsen
Master Servicer	U.S. Bank / Lakeview
Rating Agencies	Moody's

Rion Foley
rfoley@burr.com
Direct Dial: (843) 973-6827
Direct Fax: (843) 805-6569

100 Calhoun Street
Suite 400
Charleston, SC 29401

Office (843) 723-7831
Fax (843) 722-3227

BURR.COM

February 21, 2025

Via Email

Mr. Delbert H. Singleton, Jr.
Secretary
State Fiscal Accountability Authority
601 Wade Hampton Office Building
Columbia, SC 29201

Re: Proposed Not Exceeding \$178,000,000 South Carolina State Housing Finance and Development Authority (“SCSHFDA”) Mortgage Revenue Bonds, Series 2025B (“Bonds”)

Dear Delbert:


In connection with the April 1, 2025 meeting of the State Fiscal Accountability Authority (“SFAA”), the following documents relating to the Bonds have been filed on the SFAA’s File Drop System today:

- Bond Transmittal Form;
- Debt Questionnaire;
- New Debt Information Form (prepared by Raymond James, Financial Advisor to the Authority), together with related Supplemental Schedules (prepared by the SCSHFDA);
- SFAA Petition;
- SFAA Resolution;
- SFAA Reliance Letter;
- SCSHFDA Authorizing Resolution; and
- Bond Counsel Opinion.

The Bonds require a Ceiling Allocation of private activity volume cap. The SCSHFDA currently has a carry-forward allocation derived from its single family mortgage revenue bond 2024 resource in sufficient amount to issue those Bonds without requesting additional Ceiling Allocation. On behalf of the SCSHFDA we commit to keep the SFAA informed on the issuance of the Bonds described in the materials listed.

Please let us know if you have questions or need additional documentation.

Very truly yours,



Rion D. Foley

RDF/mpc

cc: Kevin McCook
Richard Hutto
Robert Macdonald, III
Lee Ann Watson, Esq.

BOND TRANSMITTAL FORM

TO: Delbert H. Singleton, Jr., Authority Secretary
State Fiscal Accountability Authority
600 Wade Hampton Building (29201)
P.O. Box 12444
Columbia, SC 29211

DATE: 2/24/2025

Submitted for SFAA Meeting on:
4/1/2025

FROM: Burr Forman McNair

P.O. Box 1431
Charleston, SC 29402
(843) 723-7831

RE: South Carolina State Housing Finance and Development Authority Mortgage Revenue Bonds, Series 2025B

Project Name: South Carolina State Housing Finance and Development Authority Mortgage Revenue Bonds, Series 2025B

Documents enclosed (executed original and two copies of each):

(ALL documents required for state law approval; A and C only for ceiling allocation only; must check K or L)

- A. Petition
- B. Resolution or Ordinance
- C. Inducement Resolution or comparable preliminary approval
- D. Department of Health and Environmental Control Certificate *if required*
- E. State Fiscal Accountability Authority Resolution and Public Notice *(original)*
Plus _____ copies for certification and return to bond counsel
- F. Draft bond counsel opinion letter
- G. Signed SFAA Reliance letter
- H. DHEC Certificate of Need (C.O.N.)
- I. Debt Questionnaire
- J. Processing Fee

Amount: Click or tap here to enter text. *Check No:* Click or tap here to enter text.

Payor: Click or tap here to enter text.

- K. No Private Participant will be known at the time the Authority considers this agenda item.
- L. This agenda item is accompanied by the applicable Private Party Disclosure form for each private participant

Bond Counsel: Rion D. Foley, Esq.
Typed Name of Bond Counsel

By: Rion D. Foley
Signature

STATE OF SOUTH CAROLINA
COUNTY OF LEXINGTON

_____)
_____)
TO THE STATE FISCAL ACCOUNTABILITY _____)
AUTHORITY OF SOUTH CAROLINA _____)
_____)
_____)

PETITION

This Petition of the South Carolina State Housing Finance and Development Authority (the “Authority”) respectfully shows:

1. The Authority is empowered by the provisions of Title 31, Chapter 13, Code of Laws of South Carolina 1976, as amended (the “Act”) upon the approval of the State Fiscal Accountability Authority of South Carolina (the “SFAA”), to issue bonds, the principal proceeds of which are to be applied to providing sanitary and safe residential housing for persons and families of low and moderate to low income at prices which such persons can afford and/or to refund any such bonds of the Authority.

2. The Authority has determined that there exists both a demand, and a need for money to provide mortgage loans directly (or indirectly through mortgage backed securities) to members of the beneficiary classes at affordable prices. In order to meet such demand, the Authority requests that it be empowered to issue and sell one or more series of long-term tax-exempt bonds and/or long-term taxable bonds in an amount not to exceed \$178,000,000 to make such mortgage loans directly (or indirectly through mortgage backed securities) and/or to refund any such bonds of the Authority. Certain taxable and refunding portions of the Series 2025B Bonds (Tax-Exempt and/or Taxable) or such other numbering convention as may be necessary will not require the use of the State Ceiling. The Series 2025B Bonds (Tax-Exempt and/or Taxable) or such other numbering convention as may be necessary are collectively referred to as the “Series 2025B Bonds”.

3. The Series 2025B Bonds, other than any portion of which are taxable, if any, will be “private activity bonds” within the meaning of such term in Section 146 of the Internal Revenue Code of 1986, as amended (the “Code”), which imposes a “volume cap” on private activity bonds (other than most refunding bonds) by way of a “State Ceiling” (as such term is used in Section 146(d) of the Code) applicable to each state.

4. The Authority is an “issuing authority” contemplated in 1-11-510 of the SC Code of Laws, as amended, and is authorized to receive an allocation of the State of South Carolina’s private activity bond volume cap limit set forth in Section 146 of the Code. The SFAA is responsible for making allocations of the State Ceiling.

5. The Authority may utilize, to the extent required by the Code, State Ceiling carryforward previously allocated to the Authority so that the tax-exempt portion of the Series 2025B Bonds may be issued.

6. The Series 2025B Bonds will be issued pursuant to the General Resolution adopted by the Authority on September 13, 1994, a copy of which has been filed with the SFAA, and one or more Supplemental Resolutions to be adopted by the Authority.

7. It is anticipated that the Series 2025B Bonds issued in one or more series will be sold at prices and at rates which will enable the Authority to make mortgage loans directly (or indirectly through mortgage backed securities) to members of the beneficiary classes at competitive rates. If the primary purpose of the applicable series of the Series 2025B Bonds is refunding prior bonds of the Authority, the Authority may determine that refunding certain of its prior bonds will result in lower total interest costs, after taking into consideration the costs of such refunding, and is expected to provide overall better economic return to the Authority over the life of the applicable series of the Series 2025B Bonds; however, such refundings may also be structured as replacement refundings for the purpose of preserving State Ceiling.

8. The income to be received by the Authority from the mortgage loans purchased directly with the proceeds of the applicable series of the Series 2025B Bonds (or indirectly through mortgage backed securities) and invested reserves will produce a spread within any applicable arbitrage limits imposed by the United States Treasury but will at the same time provide a proper margin to insure the prompt payment of the principal of and interest on the applicable series of the Series 2025B Bonds and other bonds outstanding as they mature and become due and money to pay the expenses of the Authority for its program, including expenses incident to the servicing of the loans purchased with the proceeds of the applicable series of the Series 2025B Bonds and other bonds outstanding.

9. This Petition constitutes the Authority's request that the SFAA approve the issuance of the Series 2025B Bonds in one or more series.

10. It is anticipated that the applicable series of the Series 2025B Bonds will be rated at least "Aa" by Moody's Investors Service, Inc.

11. The Authority requests that the SFAA delegate to the State Treasurer (i) the ability to approve the principal amount and interest rate on the applicable series of the Series 2025B Bonds, (ii) to approve the form and substance of preliminary and final official statements to be distributed in connection with the sale of the applicable series of the Series 2025B Bonds; (iii) to approve the form and substance of a supplemental resolution or supplemental resolutions setting forth the terms and conditions of the applicable series of the Series 2025B Bonds; (iv) to approve the terms and conditions of the Purchase Contract(s); and (v) upon making a determination that the funds anticipated to be available for the payment of the Authority's bonds, including the applicable series of the Series 2025B Bonds, will be sufficient to provide for the payment of principal and interest thereon, to grant on behalf of the SFAA final approval for the issuance of the Series 2025B Bonds in one or more series. Prior to the issuance and delivery of the applicable series of the Series 2025B Bonds, the Authority will submit to the SFAA all information required by §31-13-220 of the Act, to wit:

- (a) the purpose and the principal amount of the applicable series of the Series 2025B Bonds to be issued;
- (b) the maturity schedule of the applicable series of the Series 2025B Bonds to be issued;
- (c) a schedule showing the annual debt service requirements of all outstanding bonds and short-term notes of the Authority;
- (d) a schedule showing the amount and source of revenues available for the payment of debt service on said bonds and short-term notes; and

(e) the method to be employed in selling the applicable series of the Series 2025B Bonds.


12. The Authority stands ready to produce any further information required by the SFAA.

WHEREFORE, on the basis of the foregoing, the Authority prays:

That the SFAA approve the issuance of the Series 2025B Bonds (or such other numbering convention) in one or more series.

Respectfully submitted,

SOUTH CAROLINA STATE HOUSING
FINANCE AND DEVELOPMENT AUTHORITY

By: 
Its: General Counsel

February 10 , 2025

A RESOLUTION

MAKING PRELIMINARY PROVISION FOR THE ISSUANCE OF NOT EXCEEDING \$350,000,000 (IN ONE OR MORE SERIES) AGGREGATE PRINCIPAL AMOUNT OF SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025A&B (TAX-EXEMPT AND/OR TAXABLE) OR SUCH OTHER NUMBERING CONVENTION AS MAY BE NECESSARY, AND OTHER MATTERS RELATED THERETO.

WHEREAS, the South Carolina State Housing Finance and Development Authority (the “Authority”) is authorized and empowered by Title 31, Chapter 13, Code of Laws of South Carolina 1976, as amended (the “Act”) to issue bonds, the principal proceeds of which will be used to provide sanitary and safe residential housing for persons and families of low income and of moderate to low income at prices which such persons can afford and/or refund any such bonds of the Authority; and

WHEREAS, upon making a determination that a demand for money for mortgage loans is sufficient to justify the issuance of bonds and upon the approval of the State Fiscal Accountability Authority of South Carolina (the “SFAA”), the Authority may, from time to time, issue a series of its bonds for the purpose of obtaining funds with which to provide sanitary and safe residential housing for beneficiary classes at prices which such persons can afford and/or refund any such bonds of the Authority; and

WHEREAS, the Authority has formulated a plan for the issuance of tax-exempt and/or taxable South Carolina State Housing Finance and Development Authority Mortgage Revenue Bonds, Series 2025A&B (Tax-Exempt and/or Taxable) or such other numbering convention as may be necessary, which may include long-term tax-exempt bonds and/or long-term taxable bonds not requiring State Ceiling (the “Series 2025A&B Bonds”), in one or more series pursuant to the Act, such plan being conditioned upon the Authority’s underwriters’ ability to sell bonds in a par principal amount of not exceeding \$350,000,000; and

WHEREAS, the Authority is an “issuing authority” contemplated in 1-11-510 of the SC Code of Laws, as amended, and is authorized to receive an allocation of the State of South Carolina’s private activity bond volume cap limit set forth in Section 146 of the Internal Revenue Code of 1986, as amended (the “Code”); and

WHEREAS, the Authority has determined that there exists both a demand and a need for affordable mortgage money such as to justify the issuance of the Series 2025A&B Bonds in one or more series upon the terms and conditions stated herein and has determined that revenues and other moneys estimated to hereafter be available for the payment thereof will provide moneys required for the payment of principal and interest on the Series 2025A&B Bonds and other bonds outstanding as they become due; and

WHEREAS, in light of additional demand for mortgage loans, the Authority has formulated a plan for the issuance of the Series 2025A&B Bonds in one or more series pursuant to the Act, and upon approval by the SFAA of the issuance of such Series 2025A&B Bonds; and

WHEREAS, such plan may not be fully implemented without the granting by the SFAA of additional allocation of the State Ceiling established by Section 146 of the Code (the “State Ceiling”) relating to the issuance of private activity bonds; and

WHEREAS, the Authority proposes (i) to make provision for one or more additional series of new money tax-exempt bonds and/or taxable bonds comprising a portion of the Series 2025A&B Bonds, certain of which may require the use of State Ceiling previously allocated or to be allocated to the Authority; (ii) to make provision for one or more additional series of tax-exempt bonds which will comprise a portion of the Series 2025A&B Bonds for the purpose of refunding certain bonds of the Authority; and (iii) to make provision for one or more additional series of taxable bonds which will comprise a portion of the Series 2025A&B Bonds for the purpose of refunding certain bonds of the Authority all in an aggregate par principal amount not to exceed \$350,000,000; and

WHEREAS, the primary purpose of the Series 2025A&B Bonds in one or more series is to finance mortgage loans directly (or indirectly through mortgage backed securities) and the refunding of prior bonds of the Authority and the Authority has determined that sufficient persons or families of the beneficiary classes are unable to pay the amount charged by private enterprise for such mortgage loans directly (or indirectly through mortgage backed securities); and

WHEREAS, the Authority may make a determination that refunding certain of its prior bonds will result in lower total interest costs, after taking into consideration the costs of such refunding, and is expected to provide overall better economic return to the Authority over the life of the applicable series of the Series 2025A&B Bonds; however, such refundings may also be structured as replacement refundings for the purpose of preserving State Ceiling.

NOW, THEREFORE, BE IT RESOLVED BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY IN MEETING DULY ASSEMBLED:

Section 1. Adoption of Premises. Each statement of fact set forth in the preamble hereto has been carefully examined and has been found to be in all respects true and correct.

Section 2. Sale of the Series 2025A&B Bonds; Execution of Purchase Contract. The Chairman (the “Chairman”) of the Board of Commissioners of the Authority (the “Board of Commissioners”) and the Executive Director (the “Executive Director”) of the Authority and each of them are hereby authorized to sell any or all of the Series 2025A&B Bonds in one or more series to the Authority’s underwriters (the “Underwriters”) headed by BofA Securities, Inc. pursuant to the terms and conditions of one or more Purchase Contract(s) in substantially the form heretofore employed by the Authority in connection with the sale of its mortgage revenue bonds. The Authority hereby conferred may be exercised as long as the issuance and delivery of the Series 2025A&B Bonds in one or more series will not result in a lowering of the credit rating on the Authority’s mortgage revenue bonds. The Chairman and the Executive Director shall ensure that the arrangements for the sale of the Series 2025A&B Bonds in one or more series comply with the Authority’s general policy regarding distribution of bonds and availability to residents of the State of South Carolina and with the terms and conditions stated herein.

Section 3. Preliminary and Final Official Statement. The distribution and use of preliminary and final official statements in connection with the sale of the Series 2025A&B Bonds in one or more series is hereby authorized. Said preliminary and final official statements shall be in substantially the forms heretofore used in connection with the distribution of the Authority’s mortgage revenue bonds with such changes, additions, deletions, or modifications as are consistent with the details of the applicable series of the Series 2025A&B Bonds or as are recommended by the Underwriters and accepted by disclosure counsel, bond counsel and the staff of the Authority. The Chairman and the Executive Director are hereby authorized and directed to take such action as they deem appropriate or as is requested of either of them in connection with the distribution of preliminary and/or final official statements.

Section 4. Petition to the State Fiscal Accountability Authority. The Chairman, the Executive Director and/or the legal counsel to the Authority are hereby authorized and directed to prepare and present in a Petition to the SFAA (the form of such Petition in substantially final form is attached hereto as Exhibit A). Such petition shall include the information prescribed by §31-13-220 of the Act which shall include, among other things, a request that the issuance of the Series 2025A&B Bonds in one or more series be approved by the SFAA, the pertinent terms and provisions of the applicable series of the Series 2025A&B Bonds determined as provided in this Resolution, and of the outstanding bonds of the Authority.

Section 5. Resolution of State Fiscal Accountability Authority. The Authority approves the form of Resolution of the SFAA in the form attached hereto as Exhibit B.

Section 6. Series 2025A&B Supplemental Resolution. The Board of Commissioners in a meeting duly assembled shall be presented with a Series 2025A&B Supplemental Resolution for each series in substantially the form as previous bond issues submitted to it at such time when the details of the applicable series of the Series 2025A&B Bonds are known.

Section 7. Declaration of Official Intent. Section 1.150-2 of the Treasury Regulations promulgated pursuant to Section 150 of the Internal Revenue Code of 1986, as amended, sets forth certain procedures relating to the treatment of “Reimbursement Bonds”. The Authority expects to issue one or more series of qualified tax-exempt mortgage revenue bonds during calendar year 2025 (“Reimbursement Bonds”) of which a portion of the proceeds will be used to reimburse the Authority for the expenditures previously paid from certain funds and accounts of the Authority for qualified mortgage loans and/or pools of mortgage backed securities (the “Reimbursement Loans”). The Authority hereby declares its official intent to reimburse all or a portion of certain expenditures with the proceeds of the Reimbursement Bonds or other borrowing. The maximum principal amount of Reimbursement Bonds expected to be issued for reimbursement of the “Revenue Reserve Fund of the South Carolina State Housing Finance and Development Authority” (the “Reimbursement Fund”) for the Reimbursement Loans is \$350,000,000 and on the date hereof the Authority “reasonably expects” to reimburse all or a portion of the expenditures from the Reimbursement Fund for the Reimbursement Loans with a portion of the Reimbursement Bonds or other borrowing. Such Reimbursement Loans will be originated or purchased on or after the date which is not more than 60 days prior to the approval date hereof. Such Reimbursement Loans are/will be credited to SCEIS Fund #60059017 SHA GRRF-095 or successor account number for such account or such other account designated by the Authority. The Authority “reasonably expects” to issue and/or convert \$350,000,000 in obligations during calendar year 2025 to fund the Authority’s mortgage revenue bond program. Written evidence of the “reimbursement allocation” for the Reimbursement Loans shall be set forth in the closing transcript for the Reimbursement Bonds or other books and records of the Authority which shall be dated the date of delivery. This declaration shall take effect immediately.

Section 8. General Authority. The Board of Commissioners and its appropriate officers, attorneys, agents, and employees are hereby authorized to do all acts and things required of them by this Resolution or consistent or desirable in connection with the requirements hereof for the full, punctual, and complete performance of all the terms, covenants, and purposes contained in the applicable series of the Series 2025A&B Bonds and this Resolution, and each such member of the Board of Commissioners, officer, attorney, and employee is hereby authorized and directed to execute and deliver any and all papers and instruments and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated thereby and hereby.

Section 9. Law and Place of Enforcement of the Resolution. This Resolution shall be construed and interpreted in accordance with the laws of the State of South Carolina.

Section 10. **Effective Date.** This Resolution shall become effective immediately upon its adoption by the Board of Commissioners.

Section 11. **Severability.** The provisions of this Resolution are hereby declared to be separable and if any section, phrase or provision shall for any reason be declared by a court of competent jurisdiction to be invalid or unenforceable, such declaration shall not affect the validity of the remainder of the sections, phrases and provisions hereunder.

Section 12. **Repeal of Inconsistent Resolutions.** All orders, resolutions, and parts thereof in conflict herewith are, to the extent of such conflict, hereby repealed and this Resolution shall take effect and be in full force from and after its passage and approval.

STATE OF SOUTH CAROLINA
COUNTY OF LEXINGTON

_____)
_____)
TO THE STATE FISCAL ACCOUNTABILITY _____)
AUTHORITY OF SOUTH CAROLINA _____)
_____)
_____)

PETITION

This Petition of the South Carolina State Housing Finance and Development Authority (the “Authority”) respectfully shows:

1. The Authority is empowered by the provisions of Title 31, Chapter 13, Code of Laws of South Carolina 1976, as amended (the “Act”) upon the approval of the State Fiscal Accountability Authority of South Carolina (the “SFAA”), to issue bonds, the principal proceeds of which are to be applied to providing sanitary and safe residential housing for persons and families of low and moderate to low income at prices which such persons can afford and/or to refund any such bonds of the Authority.

2. The Authority has determined that there exists both a demand, and a need for money to provide mortgage loans directly (or indirectly through mortgage backed securities) to members of the beneficiary classes at affordable prices. In order to meet such demand, the Authority requests that it be empowered to issue and sell one or more series of long-term tax-exempt bonds and/or long-term taxable bonds in an amount not to exceed \$178,000,000 to make such mortgage loans directly (or indirectly through mortgage backed securities) and/or to refund any such bonds of the Authority. Certain taxable and refunding portions of the Series 2025B Bonds (Tax-Exempt and/or Taxable) or such other numbering convention as may be necessary will not require the use of the State Ceiling. The Series 2025B Bonds (Tax-Exempt and/or Taxable) or such other numbering convention as may be necessary are collectively referred to as the “Series 2025B Bonds”.

3. The Series 2025B Bonds, other than any portion of which are taxable, if any, will be “private activity bonds” within the meaning of such term in Section 146 of the Internal Revenue Code of 1986, as amended (the “Code”), which imposes a “volume cap” on private activity bonds (other than most refunding bonds) by way of a “State Ceiling” (as such term is used in Section 146(d) of the Code) applicable to each state.

4. The Authority is an “issuing authority” contemplated in 1-11-510 of the SC Code of Laws, as amended, and is authorized to receive an allocation of the State of South Carolina’s private activity bond volume cap limit set forth in Section 146 of the Code. The SFAA is responsible for making allocations of the State Ceiling.

5. The Authority may utilize, to the extent required by the Code, State Ceiling carryforward previously allocated to the Authority so that the tax-exempt portion of the Series 2025B Bonds may be issued.

6. The Series 2025B Bonds will be issued pursuant to the General Resolution adopted by the Authority on September 13, 1994, a copy of which has been filed with the SFAA, and one or more Supplemental Resolutions to be adopted by the Authority.

7. It is anticipated that the Series 2025B Bonds issued in one or more series will be sold at prices and at rates which will enable the Authority to make mortgage loans directly (or indirectly through mortgage backed securities) to members of the beneficiary classes at competitive rates. If the primary purpose of the applicable series of the Series 2025B Bonds is refunding prior bonds of the Authority, the Authority may determine that refunding certain of its prior bonds will result in lower total interest costs, after taking into consideration the costs of such refunding, and is expected to provide overall better economic return to the Authority over the life of the applicable series of the Series 2025B Bonds; however, such refundings may also be structured as replacement refundings for the purpose of preserving State Ceiling.

8. The income to be received by the Authority from the mortgage loans purchased directly with the proceeds of the applicable series of the Series 2025B Bonds (or indirectly through mortgage backed securities) and invested reserves will produce a spread within any applicable arbitrage limits imposed by the United States Treasury but will at the same time provide a proper margin to insure the prompt payment of the principal of and interest on the applicable series of the Series 2025B Bonds and other bonds outstanding as they mature and become due and money to pay the expenses of the Authority for its program, including expenses incident to the servicing of the loans purchased with the proceeds of the applicable series of the Series 2025B Bonds and other bonds outstanding.

9. This Petition constitutes the Authority's request that the SFAA approve the issuance of the Series 2025B Bonds in one or more series.

10. It is anticipated that the applicable series of the Series 2025B Bonds will be rated at least "Aa" by Moody's Investors Service, Inc.

11. The Authority requests that the SFAA delegate to the State Treasurer (i) the ability to approve the principal amount and interest rate on the applicable series of the Series 2025B Bonds, (ii) to approve the form and substance of preliminary and final official statements to be distributed in connection with the sale of the applicable series of the Series 2025B Bonds; (iii) to approve the form and substance of a supplemental resolution or supplemental resolutions setting forth the terms and conditions of the applicable series of the Series 2025B Bonds; (iv) to approve the terms and conditions of the Purchase Contract(s); and (v) upon making a determination that the funds anticipated to be available for the payment of the Authority's bonds, including the applicable series of the Series 2025B Bonds, will be sufficient to provide for the payment of principal and interest thereon, to grant on behalf of the SFAA final approval for the issuance of the Series 2025B Bonds in one or more series. Prior to the issuance and delivery of the applicable series of the Series 2025B Bonds, the Authority will submit to the SFAA all information required by §31-13-220 of the Act, to wit:

- (a) the purpose and the principal amount of the applicable series of the Series 2025B Bonds to be issued;
- (b) the maturity schedule of the applicable series of the Series 2025B Bonds to be issued;
- (c) a schedule showing the annual debt service requirements of all outstanding bonds and short-term notes of the Authority;
- (d) a schedule showing the amount and source of revenues available for the payment of debt service on said bonds and short-term notes; and

(e) the method to be employed in selling the applicable series of the Series 2025B Bonds.


12. The Authority stands ready to produce any further information required by the SFAA.

WHEREFORE, on the basis of the foregoing, the Authority prays:

That the SFAA approve the issuance of the Series 2025B Bonds (or such other numbering convention) in one or more series.

Respectfully submitted,

SOUTH CAROLINA STATE HOUSING
FINANCE AND DEVELOPMENT AUTHORITY

By: 
Its: General Counsel

February 10 , 2025

THE STATE FISCAL ACCOUNTABILITY AUTHORITY OF SOUTH CAROLINA

A RESOLUTION

APPROVING THE ISSUANCE BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY OF SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B (TAX-EXEMPT AND/OR TAXABLE) OR SUCH OTHER NUMBERING CONVENTION AS MAY BE NECESSARY IN ONE OR MORE SERIES

WHEREAS, pursuant to Chapter 13, Title 31, Code of Laws of South Carolina, 1976, as amended, (the “Act”), upon the approval of the State Fiscal Accountability Authority of South Carolina (the “SFAA”), the South Carolina State Housing Finance and Development Authority (the “Authority”) is empowered to issue bonds, the principal proceeds of which will be applied to providing sanitary and safe residential housing for persons and families of low income and moderate-to-low income at prices which such persons can afford and/or to refund any such bonds of the Authority; and

WHEREAS, the Authority heretofore on September 13, 1994, adopted a General Resolution for the issuance of South Carolina State Housing Authority Mortgage Revenue Bonds to provide money for mortgage loans to the beneficiary classes and/or to refund any such bonds of the Authority and afterwards issued multiple series of its bonds pursuant to said General Resolution (the “General Resolution”); and

WHEREAS, in light of additional demand for mortgage loans, the Authority proposes to make provision for the issuance of additional Authority Mortgage Revenue Bonds in one or more series, which may include long-term tax-exempt bonds and/or long-term taxable bonds not requiring additional State Ceiling (the “Series 2025B Bonds”) or such other numbering convention as may be necessary, in an aggregate par principal amount not to exceed \$178,000,000, with the final amount to be determined on the basis of the apparent demand for mortgage loans to be made directly (or indirectly through mortgage backed securities) with the proceeds of the applicable series of the Series 2025B Bonds and when a determination of the appropriate amount of bonds of the Authority for refunding can be made; and

WHEREAS, it is anticipated that the applicable series of the Series 2025B Bonds will be sold to underwriters (the “Underwriters”) headed by BofA Securities, Inc. bearing interest at competitive rates; and

WHEREAS, such sale shall be made pursuant to a purchase contract(s) between the Authority and the Underwriters (the “Purchase Contract”); and

WHEREAS, the SFAA has given due consideration to the proposed undertaking of the Authority and wishes to give approval to the issuance and sale of the Series 2025B Bonds in one or more series, subject to the conditions set forth herein.

NOW, THEREFORE BE IT RESOLVED BY THE STATE FISCAL ACCOUNTABILITY AUTHORITY OF SOUTH CAROLINA IN MEETING DULY ASSEMBLED:

Section 1. Subject to the conditions set forth herein, approval is hereby granted by the SFAA to the issuance and sale by the Authority of not exceeding \$178,000,000 of par principal amount of South Carolina State Housing Finance and Development Authority Mortgage Revenue Bonds, Series 2025B (or such other numbering convention as may be necessary) in one or more series.

The applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) shall be secured by the General Resolution and shall be further secured by, and subject to such terms and conditions as shall be set forth in, a supplemental resolution or resolutions which shall hereafter be adopted by the Authority.

Section 2. The approval is granted provided that the Authority shall submit to the SFAA (and its delegated agent the State Treasurer) all information required to be submitted to it pursuant to Section 31-13-220 of the Act such as the following:

- (a) the purpose and the principal amount of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) to be issued;
- (b) the maturity schedule of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) to be issued;
- (c) a schedule showing the annual debt service requirements of all outstanding bonds and short-term notes of the Authority which may include a cash flow certificate;
- (d) a schedule showing the amount and source of revenues available for the payment of debt service on said bonds and short-term notes of the Authority; and
- (e) the method to be employed in selling the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary).

Section 3. The State Treasurer is hereby delegated the authority to approve, on behalf of the SFAA, the items set forth below in Section 4.

Section 4. The approval is granted subject to the following conditions:

- (a) The Authority shall submit to the SFAA all information required to be submitted to it pursuant to Section 31-13-220 of the Act as stated above;
- (b) The State Treasurer shall approve the principal amount of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) and the rate of interest to be borne thereby upon the issuance and delivery thereof;
- (c) The State Treasurer shall approve the form and substance of preliminary and final official statements to be distributed in connection with the sale of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary);
- (d) The State Treasurer shall approve the form and substance of a supplemental resolution or supplemental resolutions setting forth the terms and conditions of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary);
- (e) The State Treasurer shall approve the terms and conditions of one or more Purchase Contract(s); and
- (f) The State Treasurer shall approve the issuance of the Series 2025B Bonds (or such other numbering convention as may be necessary) on behalf of the SFAA upon making a determination that the funds anticipated to be available for the payment of the Authority's

bonds and short-term notes, including the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary), will be sufficient to provide for the payment of principal and interest thereon thereafter to be outstanding as they become due.

Section 5. Approval is granted to the undertaking of the Authority to make mortgage loans directly (or indirectly through mortgage backed securities) to members of the beneficiary classes to enable such borrower to acquire single family homes with all available proceeds from the applicable series of the Series 2025B Bonds which are hereby authorized and/or to refund any such bonds of the Authority (or such other numbering convention) in one or more series.

STATE OF SOUTH CAROLINA
COUNTY OF LEXINGTON

I, the undersigned Secretary of the South Carolina State Housing Finance and Development Authority (the “Authority”), DO HEREBY CERTIFY that the foregoing is a true, correct, and verbatim copy of a Resolution duly adopted by the Authority at a duly called meeting held on October 16, 2024.

WITNESS MY HAND this 16th day of October, 2024.


Secretary, South Carolina State Housing Finance and
Development Authority

THE STATE FISCAL ACCOUNTABILITY AUTHORITY OF SOUTH CAROLINA

A RESOLUTION

APPROVING THE ISSUANCE BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY OF SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B (TAX-EXEMPT AND/OR TAXABLE) OR SUCH OTHER NUMBERING CONVENTION AS MAY BE NECESSARY IN ONE OR MORE SERIES

WHEREAS, pursuant to Chapter 13, Title 31, Code of Laws of South Carolina, 1976, as amended, (the “Act”), upon the approval of the State Fiscal Accountability Authority of South Carolina (the “SFAA”), the South Carolina State Housing Finance and Development Authority (the “Authority”) is empowered to issue bonds, the principal proceeds of which will be applied to providing sanitary and safe residential housing for persons and families of low income and moderate-to-low income at prices which such persons can afford and/or to refund any such bonds of the Authority; and

WHEREAS, the Authority heretofore on September 13, 1994, adopted a General Resolution for the issuance of South Carolina State Housing Authority Mortgage Revenue Bonds to provide money for mortgage loans to the beneficiary classes and/or to refund any such bonds of the Authority and afterwards issued multiple series of its bonds pursuant to said General Resolution (the “General Resolution”); and

WHEREAS, in light of additional demand for mortgage loans, the Authority proposes to make provision for the issuance of additional Authority Mortgage Revenue Bonds in one or more series, which may include long-term tax-exempt bonds and/or long-term taxable bonds not requiring additional State Ceiling (the “Series 2025B Bonds”) or such other numbering convention as may be necessary, in an aggregate par principal amount not to exceed \$178,000,000, with the final amount to be determined on the basis of the apparent demand for mortgage loans to be made directly (or indirectly through mortgage backed securities) with the proceeds of the applicable series of the Series 2025B Bonds and when a determination of the appropriate amount of bonds of the Authority for refunding can be made; and

WHEREAS, it is anticipated that the applicable series of the Series 2025B Bonds will be sold to underwriters (the “Underwriters”) headed by BofA Securities, Inc. bearing interest at competitive rates; and

WHEREAS, such sale shall be made pursuant to a purchase contract(s) between the Authority and the Underwriters (the “Purchase Contract”); and

WHEREAS, the SFAA has given due consideration to the proposed undertaking of the Authority and wishes to give approval to the issuance and sale of the Series 2025B Bonds in one or more series, subject to the conditions set forth herein.

NOW, THEREFORE BE IT RESOLVED BY THE STATE FISCAL ACCOUNTABILITY AUTHORITY OF SOUTH CAROLINA IN MEETING DULY ASSEMBLED:

Section 1. Subject to the conditions set forth herein, approval is hereby granted by the SFAA to the issuance and sale by the Authority of not exceeding \$178,000,000 of par principal amount of South Carolina State Housing Finance and Development Authority Mortgage Revenue Bonds, Series 2025B (or such other numbering convention as may be necessary) in one or more series.

The applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) shall be secured by the General Resolution and shall be further secured by, and subject to such terms and conditions as shall be set forth in, a supplemental resolution or resolutions which shall hereafter be adopted by the Authority.

Section 2. The approval is granted provided that the Authority shall submit to the SFAA (and its delegated agent the State Treasurer) all information required to be submitted to it pursuant to Section 31-13-220 of the Act such as the following:

- (a) the purpose and the principal amount of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) to be issued;
- (b) the maturity schedule of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) to be issued;
- (c) a schedule showing the annual debt service requirements of all outstanding bonds and short-term notes of the Authority which may include a cash flow certificate;
- (d) a schedule showing the amount and source of revenues available for the payment of debt service on said bonds and short-term notes of the Authority; and
- (e) the method to be employed in selling the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary).

Section 3. The State Treasurer is hereby delegated the authority to approve, on behalf of the SFAA, the items set forth below in Section 4.

Section 4. The approval is granted subject to the following conditions:

- (a) The Authority shall submit to the SFAA all information required to be submitted to it pursuant to Section 31-13-220 of the Act as stated above;
- (b) The State Treasurer shall approve the principal amount of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary) and the rate of interest to be borne thereby upon the issuance and delivery thereof;
- (c) The State Treasurer shall approve the form and substance of preliminary and final official statements to be distributed in connection with the sale of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary);
- (d) The State Treasurer shall approve the form and substance of a supplemental resolution or supplemental resolutions setting forth the terms and conditions of the applicable series of the Series 2025B Bonds (or such other numbering convention as may be necessary);
- (e) The State Treasurer shall approve the terms and conditions of one or more Purchase Contract(s); and
- (f) The State Treasurer shall approve the issuance of the Series 2025B Bonds (or such other numbering convention as may be necessary) on behalf of the SFAA upon making a determination that the funds anticipated to be available for the payment of the Authority's bonds and short-term notes, including the applicable series of the Series 2025B Bonds (or

such other numbering convention as may be necessary), will be sufficient to provide for the payment of principal and interest thereon thereafter to be outstanding as they become due.

Section 5. Approval is granted to the undertaking of the Authority to make mortgage loans directly (or indirectly through mortgage backed securities) to members of the beneficiary classes to enable such borrower to acquire single family homes with all available proceeds from the applicable series of the Series 2025B Bonds which are hereby authorized and/or to refund any such bonds of the Authority (or such other numbering convention) in one or more series.

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BURR.COM

[FORM OF APPROVING BOND COUNSEL OPINION FOR
FISCAL ACCOUNTABILITY AUTHORITY AGENDA]

_____, 2025

South Carolina State Housing Finance
and Development Authority
Columbia, South Carolina

Re: **[\$178,000,000]** South Carolina State Housing Finance and Development Authority Mortgage
Revenue Bonds, Series 2025B

Ladies and Gentlemen:

We have acted as bond counsel to South Carolina State Housing Finance and Development Authority (the “Authority”) in connection with the issuance of **[\$178,000,000]** Mortgage Revenue Bonds, Series 2025B (the “Series 2025 Bonds”). In such capacity, we have examined such law and such certified proceedings and other documents as we have deemed necessary to give the opinions below.

The Series 2025 Bonds are issued by the Authority pursuant to (i) the South Carolina State Housing Finance and Development Authority Act of 1977, codified as Title 31, Chapter 13, Code of Laws of South Carolina, 1976, as amended (the “Act”), (ii) the approval of the State Fiscal Accountability Authority of South Carolina, (iii) the General Resolution adopted by the Authority on September 13, 1994, as amended (the “General Resolution”) and (iv) the Series 2025 Supplemental Resolution adopted by the Authority on _____, 2025 (the “Series 2025 Supplemental Resolution”). The General Resolution and the Series 2025 Supplemental Resolution are collectively referred to hereinafter as the “Resolution” and capitalized terms used herein and not otherwise defined shall have the meanings ascribed thereto in the Resolution.

As to questions of fact material to the opinions below, we have relied upon representations of the Authority contained in the Resolution, and on the certified proceedings and other certifications of representatives of the Authority and certifications of others furnished to us without undertaking to verify them by independent investigation, including without limitation, an opinion of general counsel to the Authority as to the Authority’s compliance with all applicable laws with respect to the operation of the Program.

Based upon the foregoing, it is our opinion that, under existing law:

1. The Authority is validly existing as a public body corporate and politic of the State with the power to adopt the Resolution, perform the agreements on its part contained therein, and issue the Series 2025 Bonds.

2. The Series 2025 Supplemental Resolution has been duly adopted by the Authority and constitutes a valid and binding obligation of the Authority.

3. The General Resolution creates a valid lien on the Revenues and the other Funds pledged by the General Resolution for the security for the Series 2025 Bonds.

4. The Series 2025 Bonds have been duly authorized and executed by the Authority, and are valid and binding obligations of the Authority payable solely from the Trust Estate.

5. Interest on the Series 2025 Bonds is excludable from gross income for federal income tax purposes under Section 103 of the Internal Revenue Code of 1986, as amended (the "Code"), and is not an item of tax preference for purposes of the federal alternative minimum tax imposed on individuals; however, such interest on the Series 2025 Bonds may be taken into account for the purpose of computing the alternative minimum tax imposed on certain corporations. The opinion set forth in the preceding sentence is subject to the condition that the Authority comply with all requirements of the Code that must be satisfied subsequent to the issuance of the Series 2025 Bonds in order that interest thereon be, and continue to be, excludable from gross income for federal income tax purposes under Section 103 of the Code. The Authority has covenanted to comply with all such requirements. Failure to comply with certain of such requirements may cause interest on the Series 2025 Bonds to be includable in gross income for federal income tax purposes retroactive to the date of issuance of the Series 2025 Bonds.

6. Interest on the Series 2025 Bonds is exempt from all state, county, municipal, school district, and all other taxes or assessments provided by the laws of the State of South Carolina except estate or other transfer taxes, direct or indirect, general or special, whether imposed for the purpose of general revenue or otherwise and certain franchise taxes. It should be noted, however, that Section 12-11-20, Code of Laws of South Carolina, 1976, as amended, imposes upon every bank engaged in business in the State a fee or franchise tax computed on the entire net income of such bank which includes interest paid on the Series 2025 Bonds.

The rights of the owners of the Series 2025 Bonds and the enforceability of the Series 2025 Bonds and the Resolution are limited by applicable bankruptcy, insolvency, reorganization, moratorium, and other similar laws affecting the rights and remedies of creditors and by equitable principles, whether at law or in equity.

We express no opinion herein regarding the accuracy, adequacy, or completeness of the Official Statement or relating to the Series 2025 Bonds, or regarding the attachment, perfection, or priority of the lien on Revenues or other funds created by the Resolution. Further, we express no opinion regarding tax consequences arising with respect to the Series 2025 Bonds other than as expressly set forth herein.

South Carolina State Housing Finance
and Development Authority

_____, 2025

Page 3

The opinions given in this letter are given as of the date set forth above, and we assume no obligation to revise or supplement them to reflect any facts or circumstances that may later come to our attention, or any changes in law that may later occur.

Very truly yours,

BURR & FORMAN LLP

Burr & Forman LLP
100 Calhoun Street, Suite 400
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April 1, 2025

South Carolina State Fiscal Accountability Authority
Columbia, South Carolina

Re: Not Exceeding \$178,000,000 South Carolina State Housing Finance and Development Authority
Mortgage Revenue Bonds, Series 2025B

We are acting as bond counsel in connection with the proposed issuance by the South Carolina State Housing Finance and Development Authority (the "Issuer"), of a par amount of not exceeding \$178,000,000 of Mortgage Revenue Bonds, Series 2025B in one or more series (the "Bonds") described more fully in the package of materials transmitted to the South Carolina State Fiscal Accountability Authority ("SFAA") for consideration at the meeting scheduled for April 1, 2025. At your request, we are delivering this opinion in connection with the Issuer's Petition to the SFAA dated February 10, 2025, requesting approval of the issuance of the Bonds pursuant to Title 31, Chapter 13 of the Code of Laws of South Carolina 1976, as amended (the "Act").

In that capacity, we have examined originals or copies of A RESOLUTION MAKING PRELIMINARY PROVISION FOR THE ISSUANCE OF NOT EXCEEDING \$350,000,000 (IN ONE OR MORE SERIES) AGGREGATE PRINCIPAL AMOUNT OF SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B (TAX EXEMPT AND/OR TAXABLE) OR SUCH OTHER NUMBERING CONVENTION AS MAY BE NECESSARY, AND OTHER MATTERS RELATED THERETO adopted by the Issuer on October 16, 2024 and A PETITION REQUESTING AUTHORIZATION OF THE SOUTH CAROLINA STATE FISCAL ACCOUNTABILITY AUTHORITY FOR THE ISSUANCE BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY OF NOT EXCEEDING \$178,000,000 PAR AMOUNT OF MORTGAGE REVENUE BONDS, SERIES 2025B dated February 10, 2025 (collectively, the "Proceedings"), and the form of A RESOLUTION APPROVING THE ISSUANCE BY THE SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY OF SOUTH CAROLINA STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B (TAX EXEMPT AND/OR TAXABLE) OR SUCH OTHER NUMBERING CONVENTION AS MAY BE NECESSARY IN ONE OR MORE SERIES to be adopted by the SFAA in connection with the issuance of the Bonds (the "SFAA Resolution"), and such other records and documents as we deem necessary or appropriate in rendering the opinions set forth herein ("Other Records").

In rendering the opinions expressed below, we have relied only upon our examination of the Proceedings and Other Records. We have not made or undertaken to make any investigation as to factual matters or as to the accuracy or completeness of any representation, warranty, data or any other information, whether written or oral, that may have been made by or on behalf of the Issuer, SFAA, or any other party relating to the Bonds. Further, we note for you that the SFAA Resolution specifically conditions the SFAA's approval of the Bonds upon the satisfaction of certain conditions and other actions described in the SFAA Resolution or the Act to occur after the adoption of the SFAA Resolution (the "Conditions").

In giving the opinions hereinafter expressed, we do not purport to be experts in or generally familiar with or qualified to express legal opinions based on the laws of any jurisdiction other than the federal laws of the United States of America and the laws of the State of South Carolina, and the opinions are limited to the federal laws of the United States of America and the laws of the State of South Carolina.

Based on our examination and assumptions stated herein and subject to the stated qualifications and limitations, we are of the opinion on the date hereof that, under existing law:

1. The Proceedings contain the facts, information and findings necessary to support the findings made by the proposed SFAA Resolution.
2. The Proceedings contain the facts, information and findings necessary for the SFAA to approve the proposed SFAA Resolution; provided, however, we express no opinion about the SFAA's performance of its (i) duty of care, loyalty, good faith or oversight, (ii) business judgement, (iii) expression of public policy or (iv) undertaking as it relates to the evaluation of the creditworthiness or the ability of the Issuer to pay bondholders of the Bonds, if any.
3. The Proceedings comply with the requirements of the Act related to the SFAA approval.
4. If adopted, the SFAA Resolution complies with the applicable requirements of the Act relating to public approvals necessary for the issuance of the Bonds.

For purposes of the opinions set forth above, we express no opinion that any Conditions in the SFAA resolution will be satisfied after the adoption of the SFAA Resolution. Except as set forth herein, we express no opinion in connection with the issuance and sale of the Bonds. The opinion expressed above is rendered solely for your benefit in considering the approval of the issuance of the Bonds under the Act. The opinion may neither be relied on by you for any other purpose nor be used, quoted, or relied on by any other person or entity for any other purpose, without our prior written consent in each instance. We disclaim any obligation to update the opinion expressed above for events occurring or coming to our attention after the date of this letter.

Very truly yours,


BURR & FORMAN LLP



DEBT QUESTIONNAIRE

PROJECT NAME: SC STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B

Instructions: Complete every field in this table. If an item does not apply, please enter "N/A" or "0" (zero). The term "bonds" refers to any type of indebtedness (such as bonds, certificates of participation, etc.), unless a specific type, e.g., BANs, is referenced herein.

A. APPROVAL REQUEST AND CERTIFICATION		
The undersigned bond counsel hereby requests that the State Fiscal Accountability Authority grant approval of the following described debt obligation. I hereby certify that the submission package is final and complete and that the following information is true and correct to the best of my knowledge and belief.		
 _____ Signature of Responsible Bond Counsel	Rion D. Foley, Esq., Partner _____ Printed Name and Title	2/24/25 _____ Date

B. GENERAL INFORMATION	
B1. Name of Law Firm, Contact name, Address, Phone Number & Email Burr Forman McNair P.O. Box 1431 Charleston, SC 29401 (843) 723-7831 rfoley@burr.com	B2. Name & Mailing Address of Issuing Authority: SC State Housing Finance and Development Authority 300-C Outlet Pointe Boulevard Columbia, SC 29210
B3. Project Name: (If the project is a State PIP, use the PIP name and number.) SC State Housing Finance and Development Authority Mortgage Revenue Bonds, Series 2025B	B4. If the project is a State Permanent Improvement Project (PIP), provide the Dates of all prior PIP approvals by the SFAA: N/A

C. TIMELINE – ANTICIPATED DATES FOR:			
C1. Issuance of BANS.	C2. Issuance of Bonds	C3. Expected Project Completion	C4. Maturity of Bonds
Click or tap to enter a date.	5/22/2025	See NDIF	See NDIF

D. USE OF BOND PROCEEDS	
D1. Maximum Amount of Debt: \$178,000,000	D2. Total Project Cost \$178,000,000
D3. Briefly Describe the Project (Not required for State PIPs for which simultaneous PIP approval is being sought.) Mortgage Revenue Bonds	
D4. What will be paid for with the proceeds of the bonds? Single Family First-time Homebuyer Mortgages	
D5. Total Number of permanent and temporary jobs created as a result of the project. N/A	

E. CEILING ALLOCATION	F. TYPE OF SALE
<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO If yes amount: \$ <u>Previously obtained carryforward</u>	<input checked="" type="checkbox"/> Public Sale <input type="checkbox"/> Private Sale <input checked="" type="checkbox"/> Other (please specify <u>Negotiated</u>)

DEBT QUESTIONNAIRE

PROJECT NAME: SC STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B

G. STATUTORY AUTHORITY		
G1. Class of Bonds (Mark all that apply)		
a. <input type="checkbox"/> G.O. b. <input checked="" type="checkbox"/> Revenue c. <input type="checkbox"/> Refunding	d. <input type="checkbox"/> Conduit e. <input type="checkbox"/> Note f. <input checked="" type="checkbox"/> Bond	g. <input type="checkbox"/> Bond Anticipation Notes h. <input checked="" type="checkbox"/> Mortgage i. <input type="checkbox"/> Other (please specify) _____
G2. Governing Laws – Please provide name and statutory citation for all State Laws (state constitution, statute, regulation, etc.) governing the issuance and/or approval of the anticipated indebtedness. Please be specific.		
Title 31, Chapter 13 of Code of Laws of South Carolina, 1976, as amended, and Section 143 of the Internal Revenue Code		
G3. Program Type – If the statute authorizes different types of projects or programs, identify the specific type involved and the applicable portion of the authorizing legislation. (For example, paragraphs (a) – (e) of §31-13-200 authorizes a variety of different programs.)		
Single Family First-time Homebuyer Mortgages		
G4. Other Preconditions – If there are practical or legal pre-conditions to the issuance of the debt or the performance of the underlying projects, and if satisfaction of those conditions have not been addressed as of the date of this submission, identify each condition, and explain when and how it will be satisfied. (Examples: §31-3-400 requires a resolution for extraterritorial housing projects, and local housing projects may require LIHTC to be viable.)		
G5. Other Relevant Laws – Identify any other relevant state law to the bonds.		
N/A		

H. CUSTOM AND PRACTICE
Does any aspect of proposed approach vary from custom or practice of SFAA or predecessor? Describe how and explain why?
<input type="checkbox"/> YES <input checked="" type="checkbox"/> NO

I. LIMITS
I1. Identify any legal limits on the amount of the bonds to be issued and how you have complied with those limits.
The practical limit on the amount of bonds to be issued is the amount of Ceiling Allocation.
I2. Identify any legal limits on the duration of the bonds to be issued and how you have complied with those limits.
45 years established by statute.

J. SOURCES OF PAYMENT & COLLATERAL
J1. Identify every source of funds that, per the transaction documents, may or will be used for repayment of the bonds.
Mortgages and reserve fund. See NDIF and related Supplemental Schedules.
J2. Identify every revenue producing project of submitting entity, and every source from which the bonds are payable, and identify it as either a "revenue producing project" or a "special source," as those terms are used in Art. X.
Mortgages. See NDIF and related Supplemental Schedules.

DEBT QUESTIONNAIRE

PROJECT NAME: SC STATE HOUSING FINANCE AND DEVELOPMENT AUTHORITY MORTGAGE REVENUE BONDS, SERIES 2025B

J3. Identify all security or collateral available to the lenders, bond holders, or other secured creditors.
Mortgages and reserve fund. See NDIF and related Supplemental Schedules.
J4. Identify the statutory authority to grant any mortgage or lien involved, as well as the property to be encumbered.
N/A
J5. Identify all limitations or restrictions on the recourse available to lenders or bond holders.
Bondholders can realize on revenues derived from the pledged mortgages only.
J6. If temporary financing (e.g., BANs) will be issued, identify the source of funds for payment and any security or collateral pledged to secure the notes.
N/A

K. ALL TRANSACTIONS - ATTACHMENTS TO BE INCLUDED – The following information should be provided through the submission of diagrams and/or charts accompanied by a brief narrative to facilitate understanding. Submissions must be legible, and properly labeled, and may be computer generated or drawn by hand.
<ol style="list-style-type: none"> 1. <input checked="" type="checkbox"/> Summary and Diagram of the Transaction – Please provide diagram/flow chart to depict the way the money flows between entities involved. 2. <input checked="" type="checkbox"/> Identify Essential Documents – Please provide a list and copies of all documents related to the transaction (e.g., leases, contracts, trust indentures, resolutions, agreements, etc.), the purpose of each and a summary of its provisions. 3. <input checked="" type="checkbox"/> Summary of Responsibilities – Please provide a summary of all covenants, responsibilities, or undertakings, financial or otherwise, and their provisions for enforcement, recourse, and remedy in the event of non-performance or non-compliance. 4. <input checked="" type="checkbox"/> Identify all Involved Entities – Please identify all entities involved in the transaction and respectful role in the transaction (e.g., conduit issuer, borrower, developer, foundation/non-profit, lessor, lessee, lender/bank, trustee, escrow agent, financial advisor) This submittal does not negate the requirement to submit Private Participant Disclosure forms. 5. <input checked="" type="checkbox"/> Revenues Pledged Chart 1 – Please provide a chart of debt service reflecting existing debt service; debt service on authorized but unissued bonds, segregated by principal and interest components; debt service on other bonds presented contemporaneously for consideration at the same meeting, segregated by principal and interest components; debt service on the proposed bond issue segregated by principal and interest components; and total, composite debt service. 6. <input checked="" type="checkbox"/> Revenues Pledge Chart 2 – Please provide a chart of coverage for all fiscal years over the life of the bond reflecting composite debt service; revenues pledged to debt service; the coverage ratio based on pledged revenues; pro forma pledged revenues; and pro forma coverage ratio. 7. <input checked="" type="checkbox"/> New Revenue Narrative - Describe new revenues to be generated by the facilities constructed, including both one-time and recurring revenues. These revenues are to be incorporated into the chart of coverage referenced above. 8. <input checked="" type="checkbox"/> Other Funds Available to Pay Bonds – Describe any other funds on deposit or otherwise available to repay the bonds, and whether they are pledged to the payment of debt service.

L. LIST OF ATTACHMENTS
In the space below, please provide a complete list of all attachments not identified in Section K above.
See NDIF for attachments/charts