



NORTHWEST FLORIDA
STATE COLLEGE
FOUNDATION

Special Board of Directors Meeting Agenda

2:00 p.m., Monday, June 14, 2021

Morell Room 302, 3rd floor Student Services Center

- I. Call to Order
 - A. Welcome Board Members and Guests.....Mr. J.D. Peacock
- II. Voice and Vote by TeleconferenceMr. J.D. Peacock
- III. New Business
 - A. Action Agenda
 - i. Sale and Lease of College Courtyard Apartments.....Mr. Jonathan Ochs
- IV. Public Comments
- V. AnnouncementsMr. J.D. Peacock
 - i. Regularly Scheduled Board Meeting:
August 3, 2021
Breakfast 7:45 a.m.; **Meeting 8:00 a.m.**
Location: Morell Room 302, 3rd floor of Student Services Center
- VI. Adjournment

M E M O R A N D U M

TO: NWFSC Foundation Board of Directors

FROM: Mr. Jonathan Ochs

DATE: June 14, 2021

SUBJECT: Sale and Leaseback of College Courtyard Apartments

BAF Associates, Inc. agreed to purchase the College Courtyard Apartments on May 18 with approval of this Board and the Foundation Board for \$6.9 million with a lease of Raider Housing to the College for up to three years with rent beginning at \$400,000 and increasing 3% annually. BAF performed its due diligence and requested a purchase price decrease to \$6.2 million due to its assessment of the property (Exhibit A). Counsel and the listing agent worked with BAF to find a more favorable adjustment that could be presented to both Boards, which includes the following (Exhibit B):

- \$6.4 million purchase price and additional \$100,000 deposit (total deposit of \$200,000)
- Due diligence ended June 1, except for BAF receiving its Phase 1 Environmental Report by June 17. It may terminate the contract if it find environmental deficiencies in that report.
- Rent increased to \$420,000 in the first year with a 3% annual increase.
- BAF will complete immediate capital improvements on the property.
- All other terms are unchanged. BAF remains responsible for closing costs and property maintenance.

Exhibit C shows the effect of this proposed amendment, and Exhibit D provides the existing contract terms. This amendment serves the Foundation's and College's goals of selling the property, housing our student athletes in the short term, and moving toward a different housing vision.

RECOMMENDATION:

The Foundation Board of Directors adopts the Amendment to the Purchase, Rider, and Lease; authorizes the Executive Director to sign the Amendment; and authorizes the Executive Director to make necessary amendments to the foregoing, except for amendments to the principal terms outlined in this memorandum.