

**MAINE STATE HOUSING AUTHORITY
APPLICATION FOR TRANSFER OF OWNERSHIP INTEREST
PART II: PROPOSED NEW OWNER**

SECTION 1: DIRECTIONS

Who should complete Application Part II?

Generally speaking, if the Transfer will result in a new Owner of the Project, Application Part II is required as well. **Application Part II is for completion and signature by the proposed new Owner of the Project.**

Guidelines for completing and submitting Application:

- Submit completed and signed Application and applicable Attachment(s), as well as any supporting documents, by visiting [MaineHousing's Ownership Transfer Page](#) and clicking on the secure link to upload and submit your Application. Please use the following naming convention:
 - Begin each file name with the assigned MaineHousing project number.
 - Supporting documents should reference the Application item numbers to which they relate.
- For Part II, a \$750 Application fee is required, in addition to the Part I Application fee of \$750, at the time of your Application. If you are paying by check, the check must be made payable to **Maine State Housing Authority** and mailed to: Maine State Housing Authority, ATTN: Ownership Transfer, 26 Edison Drive, Augusta, ME 04330. If you are paying by ACH Debit or Wire Transfer, please contact [Ownership Transfers](#) for banking information.
 - For all payment types, please include the Project name and number for reference. Applications are considered incomplete until the fee is received.
- A separate Application must be completed for each Transfer, unless otherwise specified by MaineHousing, and a separate fee will apply to each Application.
- Definitions of capitalized terms used in this Application are included in Chapter 27, Transfer of Ownership Interests Rule available at www.mainehousing.org.
- Applicants will be required to provide all instruments and documents evidencing the Transfer and all consents required from third parties for the Transfer before MaineHousing consents to the Transfer.
- MaineHousing may request additional information it considers necessary in reviewing this Application.
- Please email any questions to [Ownership Transfers](#).
- Complete Appendix A – Conflicts of Interest Disclosure Form

SECTION 2: APPLICATION DETAILS

Project Details

1. MaineHousing Project number _____
2. Project Name _____
3. Physical (street) address of Project, including town/city _____

New Owner Details

4. Legal entity name _____
5. Tax identification number _____
6. Mailing address _____
7. Principal contact:
Name and Title _____
Telephone number(s) _____
E-mail address _____
8. Name and contact information of attorney representing new Owner, if any

9. Describe the primary nature of your new Owner's business

10. Entity structure type – new Owner is (**check one**)
 - A. An individual or sole proprietorship
List any other name under which business is conducted _____
 - B. A business (for-profit) corporation
 - C. A non-profit corporation
501(c)(3) tax-exempt status? Yes No
 - D. A general partnership
Names of all partners: _____

- E. A limited partnership
 Names of all general partners: _____
 Names of all limited partners: _____
- F. A limited liability company
 Names of all members: _____
 Names of all managers: _____
- G. A trust
 Names of all trustees: _____
 Names of all beneficiaries: _____

State and date of incorporation, if applicable: _____

11. New Owner is **(check all that apply)**

- A. An existing Owner or borrower for any Project
- B. An Affiliate of an existing Owner or borrower of a Project
 Borrower's name: _____
- C. An existing Tax Credit Project Sponsor
- D. An Affiliate of an existing Tax Credit Project Sponsor
 Sponsor's name: _____
- E. An Affiliate of any other for-profit or non-profit entity
 Name of entity: _____

12. Does new Owner intend:

- A. to change its current business structure (ie, merger, change of control, entity type conversion, change in general or limited partners, etc.)?
 Yes (*describe*) _____ No

If yes, please attach an Organizational Chart for the new structure.

- B. to assume all of the existing MaineHousing loan and/or regulatory obligations for the Project?
 Yes No (indicate reason) _____
- C. to seek or use additional financing or other funding for the Project, whether for the purpose of acquiring it, making any renovations, or any other reason?
 Yes (**check all that apply below and provide details**): No

from MaineHousing Another lender Owner equity Other

Source	Amount	Timing	Purpose

Submit copies of any non-MaineHousing financing or funding commitments received

13. In the past 3 years, has new Owner:

A. Received any notice or citation from any federal, state or local governmental agency or office concerning any violation, deficiency, environmental condition, lien (including but not limited to a tax lien), or recapture event relating to any property owned in Maine or elsewhere?

Yes (*explain below*) No

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B. Been the subject of a bankruptcy filing?

Yes (*provide court and docket number below*) No

C. Been the subject of any criminal, civil or administrative investigation or proceeding?

Yes (*explain below*) No

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14. Does new Owner own any Maine rental properties? Yes (*provide details below*) No

Type (ie, family, elderly, supportive housing)	Number of units	Property location (street and town)	Property management company

15. Proposed property management company information:

Name _____

Address _____

Is this proposed project management company affiliated with new Owner? Yes No

16. **New Owner's Debt Obligations and Financial Details**

A. Submit copies of financials for new owner or principal(s) for the past 3 fiscal years. MaineHousing reserves the right to request additional financial information.

NOTE: If this information has previously been provided to MaineHousing, check the box below and do not re-submit this information.

Information previously provided
For what years? _____

B. Were or are any audit adjustments proposed for any of the financial statements you provided, or if you submitted tax returns, has the IRS notified you of any issues for the past three years?

Yes (explain) No

CERTIFICATION OF NEW OWNER

I hereby certify that I have the authority to sign Part II of this Application on behalf of the proposed new Owner named above and that the responses above are true and complete to the best of my knowledge. I acknowledge and understand that any intentional misstatement may result in the rejection of this Application or of the imposition of additional conditions to the Transfer by MaineHousing. I hereby authorize MaineHousing to obtain any additional information necessary to assess this Application and accomplish the Transfer.

Signature: _____

Printed Name: _____

Title: _____

Date: _____

of:

Entity: _____

APPENDIX A – CONFLICTS OF INTEREST DISCLOSURE FORM

To ensure that we maintain the continued confidence of Maine people and our partners in carrying out our mission of providing affordable housing, our employees and commissioners and former employees and commissioners must avoid situations which are, or appear to be, at odds with their responsibility to MaineHousing. These situations can include obligations or commitments to other organizations or individuals or personal or financial relationships or interests.

Maine law and, when federal funding is involved, federal regulations, govern conflicts of interest. In general, these laws prohibit MaineHousing employees and commissioners from working on transactions with applicants with whom they have financial, business, professional, or personal relationships or other ties. In addition, these laws prohibit former MaineHousing employees and commissioners from working on certain transactions for up to two years after leaving MaineHousing.

To help ensure the continuing integrity of MaineHousing's business and compliance with these laws, applicants for loans or certain other assistance under MaineHousing's programs must disclose any financial, business, professional, civic, charitable, family (or other personal) relationships, associations or connections that the applicant, its affiliates, employees of applicant who may work on the MaineHousing project, or any parties the applicant intends to hire to work on the MaineHousing project (whether employees, contractors or consultants) may currently have with MaineHousing or any MaineHousing employee or commissioner or may have had within the past two years. An applicant and its affiliates include:

- if the applicant is one or more individuals, all individuals;
- if the applicant is a business or nonprofit entity, that entity;
- the officers and board members of the applicant;
- employees of the applicant with decision-making authority, including an executive director, manager or someone in a similar position;
- if the applicant is a business corporation, any shareholder with a controlling interest;
- if the applicant is a partnership, the applicant's partners;
- any other business partner or associate of the applicant involved in this MaineHousing project;
- if the applicant is a limited liability company, the members and managers;
- a family member (including husband, wife, child, brother, sister) or other person in a personal relationship;

If you are unsure whether a relationship, association, or connection you have may constitute a conflict of interest, please consult with MaineHousing's Chief Counsel at ajanotta@mainehousing.org.

PROPOSED NEW OWNER CONFLICTS OF INTEREST DISCLOSURE FORM

To the best of your knowledge:

1. Are you, any of your affiliates, or any party you intend to hire to work on the project a party to (or financially interested in) any business owned or operated by a MaineHousing commissioner or employee either as an individual or through an interest in a corporation, partnership, limited liability company, or other entity?

YES **NO**

2. Do you, any of your affiliates, or any party you intend to hire to work on the project have family relations or other personal associations with any MaineHousing employee or MaineHousing commissioner?

YES **NO**

3. Do you or any party you intend to hire to work on the project have any employee who was once an employee or commissioner of MaineHousing?

YES **NO**

4. Do you, any of your affiliates, or any party you intend to hire to work on the project have any other type of relationship either with a MaineHousing employee or MaineHousing commissioner that may be construed to be a conflict of interest?

YES **NO**

5. Do you, a member of your immediate family, your partner, or an organization which employs you benefit from funds from the U.S. Department of Housing and Urban Development?

YES **NO**

PLEASE NOTE: If you answered yes to any of the above questions, please describe on a separate sheet and attach.

Name of proposed new owner: _____

Signed: _____ Date: _____

Printed Name: _____ Title: _____