|  |  |
| --- | --- |
| **Accounts Receivable (AR) Financing Checklist**  Section 232 | **U.S. Department of Housing**  **and Urban Development**  Office of Residential Care Facilities |

**Warning:** Anyone who knowingly submits a false claim or makes a false statement is subject to criminal and/or civil penalties, including confinement for up to 5 years, fines, and civil and administrative penalties. (18 U.S.C. §§ 287, 1001, 1010, 1012; 31 U.S.C. §3729, 3802).

|  |
| --- |
| **Project Name:** |
| **Project Number:** |
| **Applicant Name:** |

**SUBMISSION REQUIREMENTS:**

* This form should only be used for the approval of **Accounts Receivable (AR) Financing**. For modifications to an existing Accounts Receivable line, Lenders should utilize the **Accounts Receivable Modifications Checklist.**
* Lender shall transmit the checklist documents via the HUD Healthcare Portal (link [here](https://www.hud232portal.com/)), and one (1) additional hard copy of the documents to the designated HUD attorney. In the Portal, select *Asset Management > Project Request Form > Accounts Receivable*.
* It is **critical** that you name each file according to the naming convention provided in the checklist **highlighted in green.** These highlighted numbers are important codes that “guide” the Portal system to recognize the type of transaction submitted, section number of the checklist, and the identity of the document. Therefore, appropriate file names for this submission package would include **99901-a\_Lender’s Narrative [OR] 99901-a\_LendersNarrative [OR] 99901-a\_LNarrative.** In all three examples, the critically important portion of the file name is the five-digit number, dash, letter, and underscore that have been highlighted in green on the checklist. Do not use the following characters in your file names: Less than: (<), Greater than: (>), Colon: (:), Double quote: ("), Forward slash: (/), Backslash: (\), Vertical bar or pipe: (|), Question mark: (?), Asterisk: (\*).

| **No.** | **Item** | **Incl.** | **N/A** |
| --- | --- | --- | --- |
|  | **90201-a\_**Copy of completed **Accounts Receivable (AR) Financing Checklist** |  |  |
|  | **90202-a\_**HUD-90031-ORCF Lender Narrative—Accounts Receivable (AR) Financing (New or Modified) |  |  |
|  | Legal Structure of Borrower and Operator Entities   1. **90203-a\_**Narrative describing the legal structure 2. **90203-b\_**Organizational Chart |  |  |
|  | **90204-a\_**List of all facilities included on AR financing line  Include property name, AR Borrower name, , FHA number, FHA Lender and status of project. Note that this information can also be provided in the AR Terms Memo Supplemental Exhibit (see below). |  |  |
|  | **90205-a\_**AR Cash Flow of Funds Diagram  For final approval, cash flow charts must clearly detail all appropriate account numbers and directional arrows indicating the proper flow of funds. |  |  |
|  | **90206-a\_**Draft AR Loan Agreement  As amended, including all exhibits, schedules, addenda, riders and allonges. |  |  |
|  | **90207-a\_**Draft HUD-91110-ORCF Subordination, Non-Disturbance and Attornment Agreement (SDNA) |  |  |
|  | **90208-a**\_Draft Subordination Agreement |  |  |
|  | **90209-a\_**HUD-92323-ORCF, Operator Security Agreement |  |  |
|  | **90210-a\_INTENTIONALLY LEFT BLANK** |  |  |
|  | **90211-a.1\_**Existing-New AR Loan Note, AR Loan Agreement, and all amendments |  |  |
|  | **90212-a**\_All UCC-1 Filings and UCC Searches |  |  |
|  | **90213-a\_**Guarantees and Equity Pledges |  |  |
|  | **90214-a**\_Draft HUD-92322-ORCF, Intercreditor Agreement, Redlined Version |  |  |
|  | **90215-a\_**Rider to Intercreditor Agreement *(as applicable)* |  |  |
|  | Draft Deposit Agreements   1. **90216-a\_**Draft AR Lender Deposit Account Instructions and Service Agreements (DAISA) 2. **90216-b\_**Deposit Account Control Agreements (DACA) **[OR]** 3. **90216-c**\_Blocked Account Agreements, or equivalent control agreement(s) |  |  |
|  | **90217-a\_**HUD-90020-ORCF, Accounts Receivable Financing Certification |  |  |
| **18a.** | **90218-a\_**Security Agreement with AR Lender and Amendments |  |  |
| **18b.** | **90218-b\_**Accounts Receivable Financing Terms Memo *(optional supplement)* |  |  |
| **18c.** | **90218-c**\_Attorney’s Certification on Execution and Recordation (*See ORCF Loan Serving Guidance home page*) |  |  |

**Closing Exhibits**

The AR Financing Closing Exhibits must be submitted to HUD within 45 days of the AR closing. If the applicant is unable to submit the appropriate documentation within the required time period, a written request for an extension of time must be submitted to HUD. This request must explain the reason for the delay. The applicant must provide the following items for final approval:

| **No.** | **Item** | **Incl.** | **N/A** |
| --- | --- | --- | --- |
|  | **90219-a\_INTENTIONALLY LEFT BLANK** |  |  |
|  | **90220-a\_INTENTIONALLY LEFT BLANK** |  |  |
|  | **90221-a\_**HUD-92323-ORCF, **Executed** Operator Security Agreement |  |  |
|  | **90222-a\_INTENTIONALLY LEFT BLANK** |  |  |
|  | **90223-a\_Executed** AR Loan Agreement  As amended, including all exhibits, schedules, addenda, riders and allonges. |  |  |
|  | **90224-a\_Executed** Revolving AR Loan Note, AR Loan Agreement, and all amendments |  |  |
|  | **Executed** Deposit Agreements   1. **90225-a\_**AR Lender Deposit Account Instructions and Service Agreements (DAISA) 2. **90225-b\_**Deposit Account Control Agreements (DACA) **[OR]** 3. **90225-c**\_Blocked Account Agreements, or equivalent control agreement(s) |  |  |
|  | **90226-a\_Executed** HUD-91110-ORCF Subordination, Non-Disturbance and Attornment Agreement (SDNA) |  |  |
|  | **90227-a**\_**Executed** Subordination Agreement |  |  |
|  | **90228-a**\_All **Recorded** UCC-1 Filings and UCC Searches |  |  |
|  | **90229-a\_Executed** Guarantees and Equity Pledges |  |  |
|  | **90230-a**\_**Executed** HUD-92322-ORCF, Intercreditor Agreement |  |  |
|  | **90231-a\_**Rider to Intercreditor Agreement *(as applicable)* |  |  |
|  | **90232-a\_**HUD-90020-ORCF, Accounts Receivable Financing Certification |  |  |
|  | **90233-a\_**Security Agreement with AR Lender and Amendments |  |  |
|  | **90234-a\_INTENTIONALLY LEFT BLANK** |  |  |
|  | **90235-a\_Executed** Attorney’s Certification on Execution and Recordation |  |  |