

RESOLUTION NO. 20 -01

**RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO REPAY
\$1,612,815.00 IN NON-FEDERAL FUNDS TO THE U.S. DEPARTMENT OF HOUSING
AND URBAN DEVELOPMENT AND TO TRANSFER FUNDS FROM THE AFFORDABLE
HOUSING BANK ACCOUNT TO THE HCV AND VASH SECTION 8 BANK ACCOUNT**

WHEREAS, on December 18, 2019, the U.S. Department of Housing and Urban Development (HUD) demanded repayment of Housing Choice Voucher Program funds from Harris County Housing Authority (HCHA) in the amount of One Million, Six Hundred, Twelve Thousand, Eight Hundred, Fifteen Dollars (\$1,612,815.00) in non-federal funds; and

WHEREAS, as of December 19, 2019, HCHA has Five-Million, Five-Hundred, Ten-Thousand, One-Hundred, Twenty-Five Dollars (\$5,510,125.00) in non-federal funds; and

WHEREAS, Four-Million, Six-Hundred, Sixty-Eight Thousand, Four-Hundred, and One Dollars (\$4,668,401.00) of the non-federal funds are in the Affordable Housing Bank Account.

NOW, THEREFORE BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes the Chief Executive Officer to repay HUD One Million, Six Hundred, Twelve Thousand, Eight Hundred, Fifteen Dollars (\$1,612,815.00) in non-federal funds.

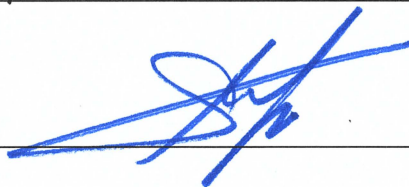
BE IT FURTHER RESOLVED, that to repay HUD from non-federal funds, the CEO is authorized to transfer One Million, Six Hundred, Twelve Thousand, Eight Hundred, Fifteen Dollars (\$1,612,815.00) from the Affordable Housing bank account to the HCV and VASH Section 8 Bank Account.

PASSED by the Board of Commissioners this 15th day of January 2020.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-02

**RESOLUTION APPROVING THE SUBMISSION OF THE HARRIS COUNTY
HOUSING AUTHORITY 5-YEAR AND THE ANNUAL PHA PLANS FOR THE PHA
FISCAL YEAR BEGINNING APRIL 1, 2020 TO THE U.S. DEPARTMENT OF
HOUSING AND URBAN DEVELOPMENT (HUD)**

WHEREAS, Harris County Housing Authority (HCHA) held a Resident Advisory Board meeting on November 9, 2019; and

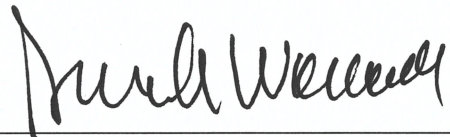
WHEREAS, the Board of Commissioners conducted a Public Hearing on January 15, 2020, for the HCHA 5-Year and Annual PHA (Public Housing Authority) Plans for the PHA fiscal year beginning April 1, 2020; and

WHEREAS, HCHA staff recommends the approval of the HCHA 5-Year and the Annual PHA Plans.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Harris County Housing Authority approves the submission of the HCHA 5-Year and Annual PHA Plans for the PHA fiscal year beginning April 1, 2020, to HUD.

PASSED, by the Board of Commissioners this 15th day of January 2020.

Chairman: _____



Secretary: _____



Attachment:

HUD-50075-5Y – 5-Year Submission
HUD-50077-ST-HCV-HP
HUD-50075-HCV

RESOLUTION NO. 20-03

**RESOLUTION RATIFYING AN AMENDMENT TO THE MANAGED SERVICES
AGREEMENT FOR THE EMERGENCY PURCHASE OF
INFORMATION TECHNOLOGY SERVICES FOR HARRIS COUNTY HOUSING
AUTHORITY**

WHEREAS, on November 13, 2019, the Harris County Housing Authority (HCHA) Board of Commissioners (Board) passed Resolution No. 19-61 ratifying the extension of emergency purchase of Information Technology (IT) Services (Managed Services Agreement) with Salco Solutions Group (Salco) for an additional period of four (4) months; and

WHEREAS, under the Managed Services Agreement, HCHA paid Salco \$4,191.00 per month for Managed Services; and

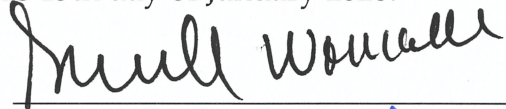
WHEREAS, HCHA and Salco subsequently determined that Managed Services particular to the relocation of HCHA's administrative offices, installation, configuration, setup, domain and install applications, and transfer of user data, were needed; and

WHEREAS, such Managed Services amounted to one-time fees of \$12,000.00 for the relocation of HCHA's administrative offices and \$28,622.50 for installation, configuration, setup, domain and install applications, and transfer of user data.

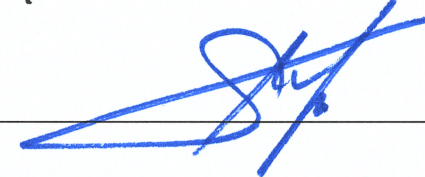
NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority hereby ratifies the Chief Executive Officer's actions in amending the Managed Services Agreement to add an additional \$40,622.50 in fees.

PASSED by the Board of Commissioners this 15th day of January 2020.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-04

**RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO
ENTER INTO AN AMENDED AGREEMENT TO PURCHASE
INTERNET TECHNOLOGY EQUIPMENT FOR HARRIS COUNTY HOUSING
AUTHORITY**

WHEREAS, on May 30, 2019, Harris County Housing Authority (HCHA) and Salco Solutions Group (Salco) entered into an Internet Technology (IT) Equipment Purchase Agreement in the amount of \$67,258.97; and

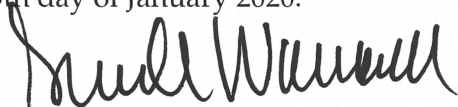
WHEREAS, on September 13, 2019, HCHA moved its offices to 1933 Hussion, Houston, Texas 77003; and

WHEREAS, as a result of the September 16, 2019 move, HCHA and Salco determined that additional labor charges for professional services were needed due to a change in needs and expansion of the scope of the project.

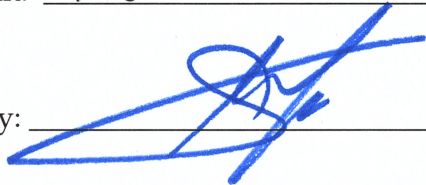
NOW, THEREFORE, BE IT RESOLVED, that the HCHA Board of Commissioners hereby authorizes the Chief Executive Officer to enter into an amended agreement with Salco to include an additional Thirteen Thousand Sixty-Three Dollars and Fifty Cents (\$13,063.50) to cover the cost for the added professional services.

PASSED, by the Board of Commissioners this 15th day of January 2020.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-05

**RESOLUTION AUTHORIZING THE NEGOTIATION AND EXECUTION OF A
CONTRACT FOR INFORMATION TECHNOLOGY – MANAGED SERVICES
WITH SALCO SOLUTIONS GROUP FOR HARRIS COUNTY HOUSING AUTHORITY**

WHEREAS, the Harris County Housing Authority (HCHA), issued a Request for Proposals (“RFP”) #19-07 on November 20, 2019, soliciting proposals from consulting firms to provide Information Technology – Managed Services, i.e., to manage the maintenance of Information Technology (IT) network systems, servers, workstations, and to provide software support and monitoring, help-desk assistance, backups, security, disaster recovery, remote access and on-site support, and printer support services for HCHA; and

WHEREAS, the RFP was advertised in the local newspaper on November 17, 2019, and November 24, 2019 and posted on HCHA’s website; and

WHEREAS, responses to the RFP were due December 18, 2019; and

WHEREAS, HCHA received five responses to the RFP from the following companies:

Fulcrum Technology Solution, Royal Technocrats, HB Computers, Ampio Solutions, and Salco Solutions Group; and

WHEREAS, HCHA staff has reviewed, evaluated, and ranked the responses to the RFP; and

WHEREAS, HCHA staff found all responder’s proposals complied with the submission requirements of the RFP; and

WHEREAS, Salco Solutions Group ranked number one, HB Computers ranked number two, Fulcrum Technology Solution ranked number three, Ampio Solutions ranked number four, and Royal Technocrats ranked number five; and

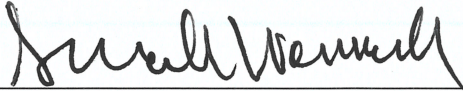
WHEREAS, Salco Solutions Group proposes a fee of **Four Thousand One Hundred Ninety-One Dollars (\$4,191.00)** per month; and

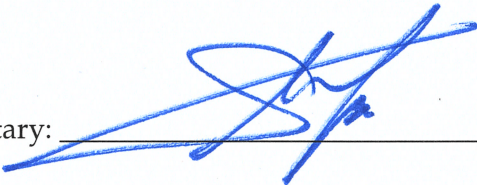
WHEREAS, the proposed contract term shall be for two years with one two-year option; and

WHEREAS, Salco Solutions Group provided a proposal that represents the best overall value to HCHA, considering pricing and other factors set forth in the RFP.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority authorizes the Chief Executive Officer to negotiate and execute a contract with Salco Solutions Group for Information Technology – Managed Services and to take such actions as the Chief Executive Officer deems necessary to effectuate the intent of this resolution.

PASSED by the Board of Commissioners this 15th day of January 2020.

Chairman: 

Secretary: 

RESOLUTION NO. 20-06

**RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO EXECUTE A
CONTRACT AMENDMENT WITH LANTANA COMMUNICATIONS CORPORATION
FOR TELEPHONE PRODUCTS AND SERVICES FOR HARRIS COUNTY HOUSING
AUTHORITY**

WHEREAS, Latana Communications Corporation (Latana) is a preferred vendor and currently provides telephone products and services to the Harris County Department of Education (HCDE) procured through Choice Partners, a division of HCDE, under Contract No. 17/026KH-22; and

WHEREAS, Harris County Housing Authority (HCHA) and HCDE previously entered into an Interlocal Agreement under which HCHA is a Choice Partner member and may use the HCDE Choice Partners procurement processes and vendors; and

WHEREAS, the Board of Commissioners on May 15, 2019, authorized the negotiation and execution of a contract with Lantana through Resolution No. 19-27; and

WHEREAS, HCHA and Lantana executed a 3-year Telephone Products and Services contract with a one-time hardware/software fee in the amount of \$15,974.95 and a recurring monthly cloud hosting and maintenance fee in the amount of \$1,745.25; and

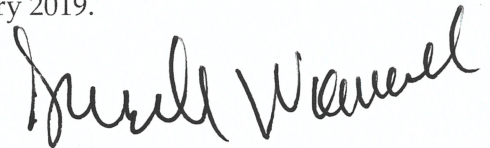
WHEREAS, an amendment in the contract amount is required to add electronic faxing services for The Villas at Eastwood property management offices at an additional rate of \$35.00 per month; and

WHEREAS, the total recurring monthly fee will increase from \$1,745.25 to \$1,780.25.

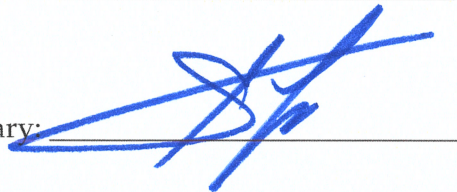
NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes the Chief Executive Officer to execute a contract amendment with Lantana Communications Corporation for telephone products and services increasing the recurring monthly fee from \$1,745.25 to \$1,780.25.

PASSED by the Commissioner on this day 15th of January 2019.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-07

**RESOLUTION AUTHORIZING THE EXECUTION OF AN
INTERLOCAL AGREEMENT WITH
HARRIS COUNTY FOR THE VICTOR BLANCO PROJECT**

WHEREAS, Harris County Housing Authority (HCHA) owns approximately 90 acres in the Victor Blanco survey of Harris County, Texas formerly known as Patriots by the Lake (Property); and

WHEREAS, on January 29, 2019, the Texas General Land Office and Harris County (County) entered into a Subrecipient Agreement to provide Hurricane Harvey disaster recovery housing and planning services utilizing US Department of Housing and Urban Development - Community Development Block Grant Disaster Recovery (CDBG-DR) funds committing \$909.6 million to the County's housing recovery programs, including \$120 million for Single Family New Construction projects and \$204.5 million for Affordable Rental projects; and

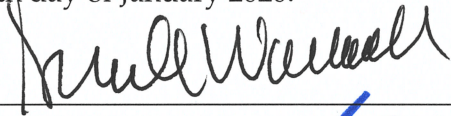
WHEREAS, the parties wish to work together to develop the Property in a manner consistent with CDBG-DR statutory and regulatory requirements and approved CDBG-DR Harvey program guidelines; and

WHEREAS, on December 17, 2019, Harris County Commissioners Court authorized the County to enter into an Interlocal Agreement with HCHA to develop the Property.

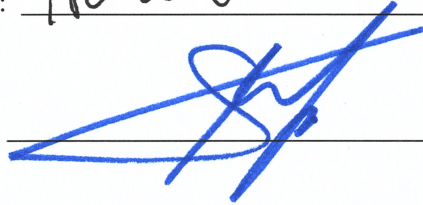
NOW, THEREFORE, BE IT RESOLVED, that the HCHA Board of Commissioners hereby authorizes the Chief Executive Officer to enter into an Interlocal Agreement with the County to develop the Property.

PASSED by the Board of Commissioners this 15th day of January 2020.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-08

**RESOLUTION APPROVING THE REVISION OF HARRIS COUNTY HOUSING
AUTHORITY 2021 ANNUAL PUBLIC HOUSING AUTHORITY (PHA) PLAN FOR
THE PHA FISCAL YEAR BEGINNING APRIL 1, 2020**

WHEREAS, the Board of Commissioners of the Harris County Housing Authority (HCHA) adopted the HCHA's Fiscal Year 2021 Annual Public Housing Authority (PHA) Plan on January 15, 2020; and

WHEREAS, HCHA held a Resident Advisory Board meeting February 15, 2020 to present and seek comments regarding the proposed changes; and

WHEREAS, HCHA now recommends revising the Annual PHA Plan, **Part B. Annual Plan, B.1 Revision of PHA Plan Elements - Homeownership** to update the Housing Choice Voucher Homeownership Program.

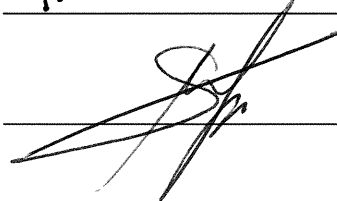
NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of Harris County Housing Authority conducted a public hearing on February 19, 2020 and hereby adopts the revision to HCHA's 2021 Annual PHA Plan.

PASSED, by the Board of Commissioners this 19th day of February 2020.

Chairman: _____



Secretary: _____



Attachment:

HUD-50075-HCV – Revised Annual Submission

RESOLUTION NO. 20-09

**RESOLUTION APPROVING THE REVISION OF THE HARRIS COUNTY
HOUSING AUTHORITY ADMINISTRATIVE PLAN**

WHEREAS, the Board of Commissioners of the Harris County Housing Authority (HCHA) adopted the HCHA Administrative Plan on May 16, 2018; and

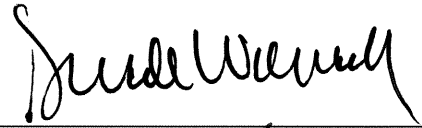
WHEREAS, HCHA held a Resident Advisory Board meeting on February 15, 2020 to present and seek comments regarding the proposed changes; and

WHEREAS, HCHA now recommends revising the HCHA **Administrative Plan, Chapter 15, Part VII: Homeownership**, to, among other things, increase the potential number of homes in the program, reaffirm family obligations, add a direct lender payment option, and conduct either yearly and/or biannual inspections.

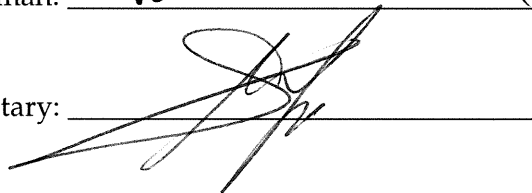
NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of Harris County Housing Authority hereby adopts the revision to the HCHA Administrative Plan.

PASSED, by the Board of Commissioners this 19th day of February 2020.

Chairman: _____



Secretary: _____



Attachment:

Administrative Plan –Chapter 15 – Part VII: Homeownership

RESOLUTION NO. 20-10

**RESOLUTION AUTHORIZING THE NEGOTIATION AND EXECUTION OF A
CONTRACT FOR FINANCIAL AUDIT SERVICES**

WHEREAS, the Harris County Housing Authority (HCHA) issued a Request for Proposals (RFP) #19-08 on December 15, 2019 soliciting proposals for independent public accounting firms to provide Financial Audit Services for various HCHA programs for fiscal years ending March 31, 2020 and 2021 and for two additional years at the sole option of HCHA; and

WHEREAS, the RFP was advertised in the local newspaper on December 15, 2019 and December 22, 2019, posted on HCHA's website and sent to eleven individual vendors; and

WHEREAS, responses to RFP #19-08 were due on Friday, January 24, 2020, at 5:00 p.m.; and

WHEREAS, HCHA received six responses from the following:

Rubino & Company; CohnReznick, LLP; CliftonLarsonAllen, LLP; Berman Hopkins Wright & LaHam, CPAs & Associates, LLP; Citrin Cooperman; and Aprio; and

WHEREAS, staff reviewed, evaluated, and ranked the response to the RFP; and

WHEREAS, CliftonLarsonAllen, LLP ranked number one, Rubino & Company ranked number two, Berman Hopkins Wright & LaHam, CPAs & Associates, LLP ranked number three, CohnReznick, LLP ranked number four, Citrin Cooperman ranked number five, and Aprio ranked number six; and

WHEREAS, CliftonLarsonAllen, LLP proposed contract term shall be for two years with one two-year option; and

WHEREAS, CliftonLarsonAllen, LLP proposed a fee of **Fifty Thousand Four Hundred Dollars (\$50,400.00)** for fiscal year 2020, **Fifty-One Thousand Nine Hundred Dollars (\$51,900.00)** for fiscal year 2021, **Fifty-Three Thousand Four Hundred Dollars (\$53,400.00)** for fiscal year 2022 (option year one), and **Fifty-Five Thousand Dollars (\$55,000.00)** for fiscal year 2023 (option year two); and

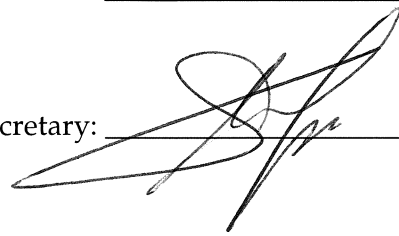
WHEREAS, the proposal submitted by CliftonLarsonAllen, LLP, represents the best overall value to HCHA, considering price and other factors.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes the Chief Executive Officer to negotiate and execute a two-year contract for Financial Audit Services with CliftonLasonAllen, LLP, (fiscal years 2020 and 2021), with one two-year option.

This resolution shall be in full force and effect from and upon its adoption.

PASSED, by the Board of Commissioners this 19th day of February 2020.

Chairman:  _____

Secretary:  _____

RESOLUTION NO. 20-10

RESOLUTION AUTHORIZING THE NEGOTIATION AND EXECUTION OF A CONTRACT FOR FINANCIAL AUDIT SERVICES

WHEREAS, the Harris County Housing Authority (HCHA) issued a Request for Proposals (RFP) #19-08 on December 15, 2019 soliciting proposals for independent public accounting firms to provide Financial Audit Services for various HCHA programs for fiscal years ending March 31, 2020 and 2021 and for two additional years at the sole option of HCHA; and

WHEREAS, the RFP was advertised in the local newspaper on December 15, 2019 and December 22, 2019, posted on HCHA's website and sent to eleven individual vendors; and

WHEREAS, responses to RFP #19-08 were due on Friday, January 24, 2020, at 5:00 p.m.; and

WHEREAS, HCHA received six responses from the following:

Rubino & Company; CohnReznick, LLP; CliftonLarsonAllen, LLP; Berman Hopkins Wright & LaHam, CPAs & Associates, LLP; Citrin Cooperman; and Aprio; and

WHEREAS, staff reviewed, evaluated, and ranked the response to the RFP; and

WHEREAS, CliftonLarsonAllen, LLP ranked number one, Rubino & Company ranked number two, Berman Hopkins Wright & LaHam, CPAs & Associates, LLP ranked number three, CohnReznick, LLP ranked number four, Citrin Cooperman ranked number five, and Aprio ranked number six; and

WHEREAS, CliftonLarsonAllen, LLP proposed contract term shall be for two years with one two-year option; and

WHEREAS, CliftonLarsonAllen, LLP proposed a fee of **Fifty Thousand Four Hundred Dollars (\$50,400.00)** for fiscal year 2020, **Fifty-One Thousand Nine Hundred Dollars (\$51,900.00)** for fiscal year 2021, **Fifty-Three Thousand Four Hundred Dollars (\$53,400.00)** for fiscal year 2022 (option year one), and **Fifty-Five Thousand Dollars (\$55,000.00)** for fiscal year 2023 (option year two); and

WHEREAS, the proposal submitted by CliftonLarsonAllen, LLP, represents the best overall value to HCHA, considering price and other factors.

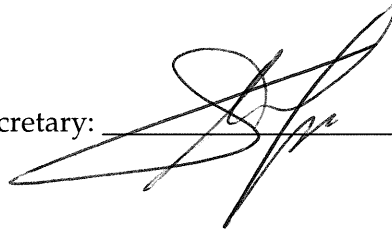
NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes the Chief Executive Officer to negotiate and execute a two-year contract for Financial Audit Services with CliftonLasonAllen, LLP, (fiscal years 2020 and 2021), with one two-year option.

This resolution shall be in full force and effect from and upon its adoption.

PASSED, by the Board of Commissioners this 19th day of February 2020.

Chairman: _____

Secretary: _____

A handwritten signature in black ink, written over the line for the Secretary. The signature is stylized and cursive, with a large loop at the top and a long, sweeping tail that extends downwards and to the right.

RESOLUTION NO. 20-11

**RESOLUTION RATIFYING THE EXECUTION OF A
CONTRACT FOR MARKET DEMAND ANALYSIS SERVICES
FOR EMANCIPATION EAST & WEST**

WHEREAS, Harris County Housing Authority (HCHA) issued a Quote for Small Purchases (QSP) for firms to provide market demand analysis services for Emancipation East and West; and

WHEREAS, the QSP was sent to three companies that are approved by the Texas Department of Housing and Community Affairs to conduct market demand analysis for affordable housing projects; and

WHEREAS, HCHA received responses from Community Development Strategies and Valbridge Property Advisors; and

WHEREAS, Valbridge Property Advisors' quoted a fee of \$7,500.00 to conduct the market demand analysis; and

WHEREAS, the additional fee for updating the market demand analysis is \$3,750.00 if requested within six months after the completion date, or \$5,250.00 if requested after six months but less than a year after the completion date; and

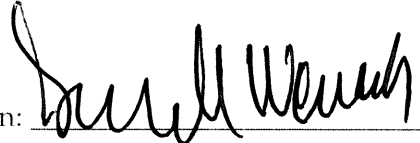
WHEREAS, Valbridge Property Advisors' proposal represents the best overall value to HCHA, considering price and other factors; and

WHEREAS, the CEO has executed a contract with Valbridge Property Advisors to expedite the receipt of a market demand analysis to determine the demand for the proposed affordable housing development, and submission of a funding application to the City of Houston for Community Development Block Grant Disaster Recovery (CDBG-DR) funds.

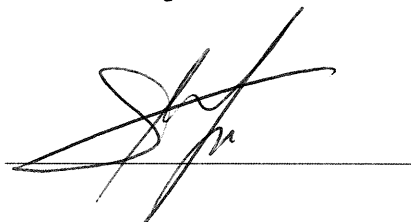
NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority hereby ratifies the Chief Executive Officer's actions in executing a contract with Valbridge Property Advisors for market demand analysis services for Emancipation East and West.

PASSED, by the Board of Commissioners on this day 19th day of February 2020.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-12

**RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO
NEGOTIATE AND EXECUTE AN AGREEMENT TO PURCHASE OFFICE LUNCHROOM
FURNITURE FOR HARRIS COUNTY HOUSING AUTHORITY CENTRAL OFFICE**

WHEREAS, Harris County Housing Authority (HCHA) solicited quotes from nine vendors;

WHEREAS, Carroll's Discount Office Furniture (Carroll's) was the only vendor response received; and

WHEREAS, Carroll's is a preferred vendor and currently provides furniture to the Harris County Department of Education (HCDE) procured through Choice Partners, a division of HCDE, under Contract No. 18/015KC; and

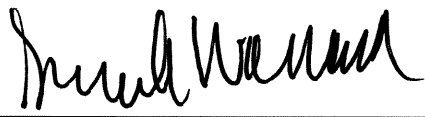
WHEREAS, HCHA and HCDE previously entered into an Interlocal Agreement under which HCHA is a Choice Partner member and may use the HCDE Choice Partners procurement processes and vendors; and

WHEREAS, based on its review of Choice Partner's Request for Proposal -- Contract No. 18/015KC and Carroll's' Response, approved by HCDE's Board of Trustees on January 24, 2018, HCHA has determined that Carroll's proposal represents the best overall value to HCHA, considering price and other factors; and

WHEREAS, because Carroll's proposal represents the best overall value to HCHA, considering price and other factors, HCHA selected Carroll's, and Carroll's has agreed to provide furniture to HCHA under substantially similar terms as Contract No. 18/015KC.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority authorizes the CEO to negotiate and enter into an Agreement to Purchase office lunchroom furniture from Carroll's in the amount of **Four Thousand Five Hundred Thirty-Five Dollars and Ninety-Six Cents (\$4,535.96)**.

PASSED by the Board of Commissioners this 19th day of February 2020.

Chairman: 

Secretary: 

RESOLUTION NO. 20-13

RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO FORGIVE SIX HUNDRED FIFTY-SEVEN THOUSAND, TWO HUNDRED EIGHTY-EIGHT DOLLARS AND FIFTY-ONE CENTS (\$657,288.51) OWED TO THE AFFORDABLE HOUSING PROGRAM BY THE HOUSING CHOICE VOUCHER PROGRAM AS A RESULT OF THE FINANCIAL MANAGEMENT REVIEW DATED JUNE 20, 2013

WHEREAS, on June 20, 2013, the Quality Assurance Division (QAD) of the United States Department of Housing and Urban Development (HUD) conducted a Housing Choice Voucher Program (HCV) Financial Review; and

WHEREAS, QAD determined that there was a variance between the Unrestricted Net Assets (UNA) balance reported by the Harris County Housing Authority (HCHA) and the UNA balance calculated by QAD; and

WHEREAS, the Affordable Housing Program (AFH) made payments on behalf of HCV to cover the variances; and

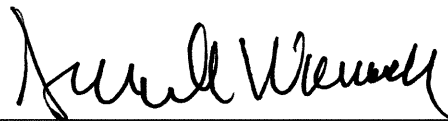
WHEREAS, as a result, HCV currently owes AFH **Six Hundred Fifty-Seven Thousand, Two Hundred Eighty-Eight Dollars and Fifty-One Cents (\$657,288.51)**; and

WHEREAS, HCV typically does not generate sufficient revenue above expenses.

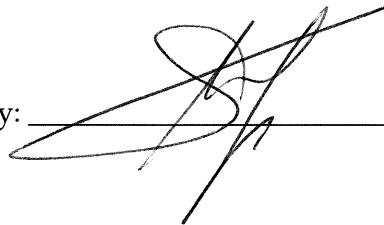
NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes the Chief Executive Officer to forgive **Six Hundred Fifty-Seven Thousand, Two Hundred Eighty-Eight Dollars and Fifty-One Cents (\$657,288.51)** owed to the Affordable Housing Program by the Housing Choice Voucher Program.

PASSED, by the Board of Commissioners this 19th day of February 2020.

Chairman: _____



Secretary: _____



RESOLUTION NO. 20-14

**RESOLUTION APPROVING REVISIONS TO THE
HCHA EMPLOYEE HANDBOOK**

WHEREAS, Harris County Housing Authority (HCHA) provides its employees with an Employee Handbook outlining important policies and procedures; and

WHEREAS, staff have recommended changes to the handbook to include changes to references concerning the Human Resources Department and the Director of Public Affairs; and

WHEREAS, staff have recommended changes to clarify procedures already in place including but not limited key fobs and ID badges, use of leave during the initial 90 days of employment, the vested period for the retirement plan, and time off for exempt employees; and

WHEREAS, staff have recommended other changes as attached to clarify procedures already in place; and

WHEREAS, staff have recommended implementing the revisions to the Handbook effective March 1, 2020.

NOW, THEREFORE, BE IT RESOLVED, that HCHA hereby adopts the updated Employee Handbook attached to this resolution and the policies included therein effective March 1, 2020.

PASSED, by the Board of Commissioners this 19th day of February 2020.

Chairman: _____

Secretary: _____

Attachment: HCHA Employee Handbook Revisions

RESOLUTION NO. 20-15

**RESOLUTION APPROVING THE HARRIS COUNTY HOUSING AUTHORITY
FISCAL YEAR 2021 BUDGET AND AUTHORIZING THE EXECUTION AND
SUBMISSION OF PHA BOARD RESOLUTION APPROVING HUD FORM 52574 –
OPERATING BUDGET**

WHEREAS, the staff of Harris County Housing Authority (HCHA) drafted a budget for the Fiscal Year 2021 beginning April 1, 2020 and ending March 31, 2021; and

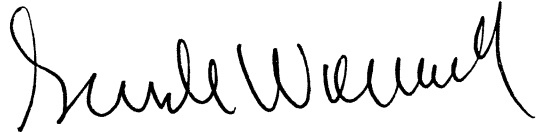
WHEREAS, all of HCHA's Lines of Business are projected to have positive cash flows for Fiscal Year 2021; and

WHEREAS, HCHA's Board of Commissioners has reviewed the proposed budget and has found that the anticipated revenues, as reflected in the proposed budget, are sufficient to meet all proposed expenses for HCHA.

NOW, THEREFORE, BE IT RESOLVED, that the HCHA Board of Commissioners hereby approves the HCHA Fiscal Year 2021 Budget and authorizes the execution and submission of the PHA Board Resolution approving HUD Form 52574 - Operating Budget.

PASSED, by the Board of Commissioners this 24th day of March 2020.

Chairman: _____



Secretary: _____



Attachment: FY2021 Budget

RESOLUTION NO. 20-16

**RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY
(THE "AUTHORITY") AUTHORIZING THE SUBMISSION OF AND
RATIFYING ACTIONS IN CONNECTION WITH A LOW-INCOME
HOUSING TAX CREDIT APPLICATION FOR THE HOLLOWS
DEVELOPMENT AND SUCH OTHER ACTIONS NECESSARY OR
CONVENIENT TO CARRY OUT THIS RESOLUTION**

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation") an instrumentality of the Harris County Housing Authority (the "Authority"), is the sole member of HCHA Hollows GP, LLC, a Texas limited liability company (the "General Partner"), and the General Partner is the sole general partner of LDG Channelview, L.P., a Texas limited partnership (the "Partnership"); and

WHEREAS, the Authority desires for the Partnership to prepare a 4% low-income housing tax credit application (the "LIHTC Application") for submission to the Texas Department of Housing and Community Affairs ("TDHCA") in order to raise tax credit financing for the construction of a certain multi-family housing project consisting of approximately 192 units to be located at the southeast corner of Wallisville Road and Dell Dale Street, Houston, TX 77049 called The Hollows (the "Project").

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, that the Corporation, in its individual capacity and its capacity as the sole member of the General Partner of the Partnership, is hereby authorized, empowered, and directed to prepare and submit the LIHTC Application on behalf of the Partnership in order to obtain an award of Housing Tax Credits (HTCs) for the Project; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the General Partner, and Partnership shall execute any and all documents, instruments, and other writings of every nature review, approve, execute, and submit any and all documents, instruments, and other writings of every nature whatsoever as the Executing Officer (defined below) deems necessary for the Partnership to obtain the HTCs and other necessary financing, in their individual capacities, and on behalf of the Partnership, in order to consummate the transactions described in this Resolution, and that such execution is hereby approved; and

BE IT FURTHER RESOLVED, that the Authority hereby authorizes **Horace Allison** (the "Executing Officer") as the Manager of the General Partner and as the Secretary of the Corporation, acting alone, without the necessity of joinder by any other person, for and on behalf of the Partnership to execute any and all documents relating to the LIHTC Application and any award of HTCs, including the following:

i) Review, execute, approve, and submit the LIHTC Application, the tax credit commitment notice, the required documentation for the 50% Test, and the required documentation for the cost certification, and to take such other steps as the Partnership deems necessary in order to facilitate the filing of the LIHTC Application with the TDHCA on or before

any required submission date for the purpose of raising additional funding for the Project, to accept any award of HTC's, and to comply with any TDHCA requirements in order to receive the award of HTC's; and

ii) Negotiate, approve, execute, and deliver any and all documents necessary or desirable to market and sell the HTC's to a tax credit investor; and

iii) Review, execute, approve, and submit all other documents necessary to effectuate the foregoing Resolution, all on such terms and containing such provisions as the Executing Officer of the Partnership executing the same shall deem appropriate, and the approval of the terms of each such instrument herein described by the Executing Officer shall be conclusively evidenced by his execution and delivery thereof; and

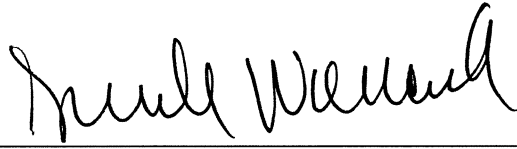
BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by this Resolution have already been taken on behalf of the Partnership, such actions are hereby ratified and confirmed as the valid actions of the Partnership, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized, in the name of and on behalf of the Authority, the Corporation, the General Partner, and the Partnership, to take such further action(s) and to do all things that may appear in the discretion of such Executing Officer to be necessary in connection with or arising out of the LIHTC Application; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the General Partner, and the Partnership are authorized to take such other actions as the Corporation or Authority shall consider necessary or appropriate toward completion of the transactions contemplated by these Resolutions.

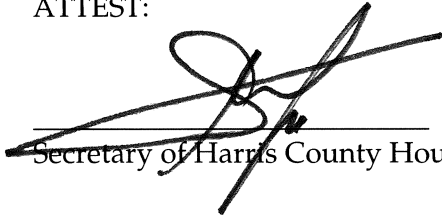
[The remainder of this page is intentionally left blank.]

PASSED, by the Board of Commissioners this 24th day of March 2020.



Chairman of Harris County Housing Authority

ATTEST:



Secretary of Harris County Housing Authority

RESOLUTION NO. 20-17

RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY (THE "AUTHORITY") AUTHORIZING THE SUBMISSION OF AND RATIFYING ACTIONS IN CONNECTION WITH A LOW-INCOME HOUSING TAX CREDIT APPLICATION FOR THE NORTHWOOD DEVELOPMENT AND SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation") an instrumentality of the Harris County Housing Authority (the "Authority"), is the sole member of HCHA Northwood GP, LLC, a Texas limited liability company (the "General Partner"), and the General Partner is the sole general partner of LDG Northwood, L.P., a Texas limited partnership (the "Partnership"); and

WHEREAS, the Authority desires for the Partnership to prepare a 4% low-income housing tax credit application (the "LIHTC Application") for submission to the Texas Department of Housing and Community Affairs ("TDHCA") in order to raise tax credit financing for the construction of a certain multi-family housing project consisting of approximately 288 units to be located at the southeast corner of Hamill Road and Eastex Freeway, Houston, Texas 77039 called Northwood Apartments (the "Project").

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, that the Corporation, in its individual capacity and its capacity as the sole member of the General Partner of the Partnership, is hereby authorized, empowered, and directed to prepare and submit the LIHTC Application on behalf of the Partnership in order to obtain an award of Housing Tax Credits (HTCs) for the Project; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the General Partner, and Partnership shall execute any and all documents, instruments, and other writings of every nature review, approve, execute, and submit any and all documents, instruments, and other writings of every nature whatsoever as the Executing Officer (defined below) deems necessary for the Partnership to obtain the HTCs and other necessary financing, in their individual capacities, and on behalf of the Partnership in order to consummate the transactions described in this Resolution, and that such execution is hereby approved; and

BE IT FURTHER RESOLVED, that the Authority hereby authorizes **Horace Allison** (the "Executing Officer") as the Manager of the General Partner and as the Secretary of the Corporation, acting alone, without the necessity of joinder by any other person, for and on behalf of the Partnership, to execute any and all documents relating to the LIHTC Application and any award of HTCs, including the following:

i) Review, execute, approve, and submit the LIHTC Application, the tax credit commitment notice, the required documentation for the 50% Test, and the required documentation for the cost certification, and to take such other steps as the Partnership deems necessary in order to facilitate the filing of the LIHTC Application with the TDHCA on or before

any required submission date for the purpose of raising additional funding for the Project, to accept any award of HTC's, and to comply with any TDHCA requirements in order to receive the award of HTC's; and

ii) Negotiate, approve, execute, and deliver any and all documents necessary or desirable to market and sell the HTC's to a tax credit investor; and

iii) Review, execute, approve, and submit all other documents necessary to effectuate the foregoing Resolution, all on such terms and containing such provisions as the Executing Officer of the Partnership executing the same shall deem appropriate, and the approval of the terms of each such instrument herein described by the Executing Officer shall be conclusively evidenced by his execution and delivery thereof; and

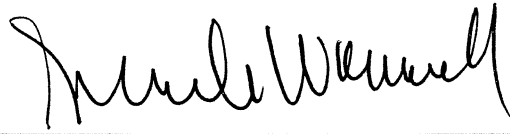
BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by this Resolution have already been taken on behalf of the Partnership, such actions are hereby ratified and confirmed as the valid actions of the Partnership, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized, in the name of and on behalf of the Authority, the Corporation, the General Partner, and the Partnership, to take such further action(s) and to do all things that may appear in the discretion of such Executing Officer to be necessary in connection with or arising out of the LIHTC Application; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the General Partner, and the Partnership are authorized to take such other actions as the Corporation or Authority shall consider necessary or appropriate toward completion of the transactions contemplated by these Resolutions.

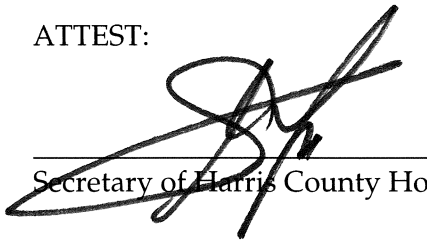
[The remainder of this page is intentionally left blank.]

PASSED by the Board of Commissioners this 24th day of March 2020.



Chairman of Harris County Housing Authority

ATTEST:



Secretary of Harris County Housing Authority

RESOLUTION NO. 20-18

RESOLUTION APPROVING AND RATIFYING: (i) THE FORMATION OF HCHA KATY SLP-LLC (THE “COMPANY”); (ii) THE ADMISSION OF THE COMPANY TO AMCAL KATY, L.P. (THE “PARTNERSHIP”), (iii) FOR THE COMPANY TO ENTER INTO AN AMENDED AND RESTATED LIMITED PARTNERSHIP AGREEMENT FOR THE PARTNERSHIP; (iv) FOR THE PARTNERSHIP TO ENTER INTO A DEVELOPMENT AGREEMENT FOR THE KATY APARTMENTS (THE “PROJECT”); (v) FOR THE PARTNERSHIP TO ENTER INTO A REGULATORY AGREEMENT AND DECLARATION OF RESTRICTIVE COVENANTS COVERING THE PROJECT; (vi) FOR THE PARTNERSHIP TO ENTER INTO A LEASE AGREEMENT COVERING THE LAND FOR THE PROJECT, AND (vii) SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the “Corporation”) an instrumentality of the Harris County Housing Authority (the “Authority”), shall be the sole member of HCHA Katy SLP, LLC, a Texas limited liability company (the “Company”); and

WHEREAS, the Authority and the Corporation desire for the Company to be the special limited partner of AMCAL Katy, L.P., a Texas limited partnership (the “Partnership”) formed to control, own, maintain, and lease a certain 324-unit multifamily complex in the City of Katy, Harris County, Texas known as The Katy Apartments (the “Project”); and

WHEREAS, the Authority and the Corporation desire for the Company to entire into an Amended and Restated Agreement of the Limited Partnership for the Partnership among AMCAL Equities, LLC, AMCAL Katy Investor, LLC, and the Company; and

WHEREAS, the Partnership desires to enter into a certain Development Agreement (the “Development Agreement”) with AMCAL Equities, LLC, for the development of the Project; and

WHEREAS, the Authority, the Corporation, and the Partnership desire to enter into a certain Regulatory Agreement and Declaration of Restrictive Covenants (the “Regulatory Agreement”) covering the Project; and

WHEREAS, the Authority, the Corporation, and the Partnership desire to enter into a certain Lease Agreement (the “Ground Lease”) between the Corporation, as its Landlord, and the Partnership, as its Tenant, covering the land for the Project.

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, that, in connection with the transactions contemplated by these Resolutions, the Authority hereby approves the admission of the Company as the special limited partner to the Partnership; and

BE IT FURTHER RESOLVED, that the form, terms, and provisions of the Certificate of Formation of the Company and the Company Agreement of the Company (collectively the “Organizational Documents”) are hereby in each and every respect approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the Company shall be formed as a Texas limited liability company for the purposes referred to in these Resolutions; and

BE IT FURTHER RESOLVED, that the form, terms, and provisions of the Amended and Restated Limited Partnership Agreement (the “Partnership Agreement”) of the Partnership respect to the admission of the Company to the Partnership, in conjunction with the closing of the FHA loan financing for the Project, along with the Development Agreement, a certain Asset Management Agreement covering the Project, and any required affidavits, certifications, consents, and/or agreements in connection with the Partnership Agreement, and all other documents, instruments, and other writings of every nature whatsoever necessary or desirable to effectuate the capitalization of the Partnership (collectively, along with the Partnership Agreement, the Development Agreement, the “Partnership Documents”) are hereby in each, and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial accordance with, the terms of the Partnership Documents are hereby in each and every respect approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the form, terms, and provisions of the Regulatory Agreement are hereby in each and every respect approved, ratified, and confirmed;

BE IT FURTHER RESOLVED, that the form, terms, and provisions of the Ground Lease, the corresponding Memorandum of Lease, and any other related affidavits, documents, instruments, and other writings of every nature whatsoever necessary or desirable to lease the property for the Project (the “Ground Lease Documents”) are hereby in each and every respect approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that any such other actions necessary, convenient, or appropriate in order to carry out these Resolutions are hereby authorized, approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that Corporation, the sole member of the Company, hereby adopts these Resolutions, individually on behalf of itself, on behalf of the Company, and on behalf of the Partnership; and

BE IT FURTHER RESOLVED, that Horace Allison, the Secretary of the Corporation and a Manager of the Company, or Paul Curry (each individual an “Executing Officer”), the Finance Director of Harris County Housing Authority and a Manager of the Company, individually and without joinder of the other, has been and hereby is authorized and directed, as the act and deed of the Corporation, the sole member of the Company, the special limited partner of the Partnership, to execute and deliver the Organizational Documents, the Partnership Documents, the Regulatory Agreement, and the Ground Lease Documents, and all other documents as may be necessary or desirable to consummate the actions described in the preceding Resolutions, on behalf of the Corporation, the Company, and the Partnership, as well as such other written instruments or obligations that the Corporation, the Company, and/or the Partnership may be required to execute by the general partner of the Partnership, in connection with the aforesaid events and transactions, containing such terms and conditions as are acceptable to the Partnership (collectively the “Closing Documents”); and

BE IT FURTHER RESOLVED, that the Executing Officer is authorized (i) to negotiate definitive terms (not inconsistent with the terms described above) of the Closing Documents, and (ii) to take such other actions for the Company, acting for itself or in a representative capacity as identified in these Resolutions on behalf of the Partnership, as the Executing Officer shall consider appropriate toward completion of the transactions contemplated by these Resolutions or performance of the obligations of the Corporation, the Company, or the Partnership under the Closing Documents, and any other documents and agreements executed in connection with the admission of the Company to the Partnership; and

BE IT FURTHER RESOLVED, that any action by the Executing Officer of the Company, to do and perform, or cause to be done and performed, in the name and on behalf of the Company in its own capacity or as the special limited partner of the Partnership, or the execution and delivery, or causing to be executed and delivered, of the Closing Documents, in the name and on behalf of the Corporation, the Company, and/or the Partnership, as they or any of them may deem to be necessary or advisable in order to carry into effect the intent of the foregoing Resolutions or in order to comply with the requirements of the Closing Documents, are hereby approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that whenever the approval or satisfaction of the Corporation, the Authority, the Company, or the Partnership is required in connection with any document, item, or matter referred to in these Resolutions, such approval or satisfaction shall be conclusively signified and evidenced by an Executing Officer’s execution of such document or of any document relating to such item or matter; and

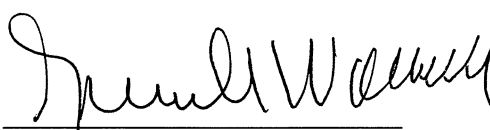
BE IT FURTHER RESOLVED, that the general partner of the Partnership is hereby authorized to rely upon these Resolutions, and upon any certificate of the sole member of the Company with respect thereto until receipt of actual written notice of the revocation thereof; and

BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by these Resolutions have already been taken by, or on behalf of, the Authority, the Corporation, the Company, and/or the Partnership, such actions are hereby ratified and confirmed as the valid actions of the Authority, the Corporation, the Company, and/or the Partnership, effective as of the date such actions were taken; and

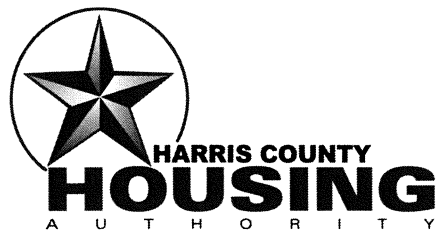
BE IT FURTHER RESOLVED, that the Authority, the Corporation, the Company, and/or the Partnership are authorized to take such other actions as the Corporation or Authority shall consider necessary, convenient, or appropriate toward completion of the transactions contemplated by these Resolutions.

[The remainder of this page is intentionally left blank.]

PASSED by the Board of Commissioners this 24th day of March 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-19

**RESOLUTION HONORING ANA DIAZ AS THE HARRIS COUNTY HOUSING AUTHORITY
EMPLOYEE OF THE QUARTER (JULY – SEPTEMBER 2020)**

WHEREAS, Ana Diaz, Operator for the Harris County Housing Authority (HCHA), has demonstrated excellence above and beyond her job description; and

WHEREAS, she has voluntarily helped to create the Call Center operational procedures for the phone system and trained staff on their implementation and usage; and

WHEREAS, Ana goes above and beyond to assist callers to ensure that they receive excellent customer service as well as correct and accurate information; and

WHEREAS, she consistently responds with ingenuity, imagination, and foresight to the duties and responsibilities given her; and

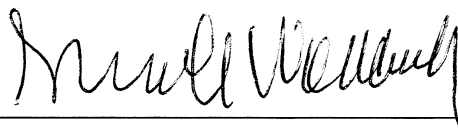
WHEREAS, Ana always takes the time to listen and provide an appropriate response to the caller's inquiry and understands the point in which she needs to seek supervisory involvement; and

WHEREAS, Ana portrays an example of dedication to HCHA customer service principles, which has made her an inspiration to her fellow employees; and

WHEREAS, she, in all her endeavors, has reflected great credit upon HCHA and the Board of Commissioners.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners does hereby extend to Ana Diaz its sincere and grateful appreciation for her dedicated service to HCHA and to the citizens of Harris County, Texas, and congratulates on being named Employee of the Quarter (July – September 2020).

PASSED, by the Board of Commissioners this 22nd day of April 2020.

Chairman: 
Gerald Womack

Secretary: 
Horace Allison



RESOLUTION NO. 20-20

**RESOLUTION APPROVING THE SUBMISSION OF THE 2020 SECTION EIGHT
MANAGEMENT ASSESSMENT PROGRAM CERTIFICATION TO THE U.S.
DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT**

WHEREAS, the U.S. Department of Housing and Urban Development (HUD) requires housing authorities to submit an annual Section Eight Management Assessment Program (SEMAP) certification report; and

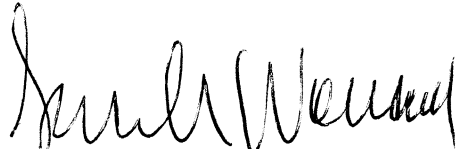
WHEREAS, based on HUD's performance indicators, Harris County Housing Authority's (HCHA) annual SEMAP certification report reflects that HCHA is a High Performer with a score of 93%; and

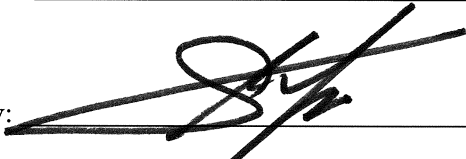
WHEREAS, this report is due to HUD 60 days after the close of the HCHA's fiscal year; and

WHEREAS, staff members have prepared and reviewed a draft of the SEMAP report and recommend its submission.

NOW, THEREFORE, BE IT RESOLVED, that HCHA's Board of Commissioners approves the submission of the 2020 SEMAP certification report to HUD.

PASSED, by the Board of Commissioners this 22nd day of April 2020.

Chairman: 

Secretary: 

Attachment: SEMAP summary



RESOLUTION NO. 20-21

**RESOLUTION APPROVING THE RENEWAL OF AND RATIFYING THE EXECUTION OF
AN INTERLOCAL AGREEMENT WITH THE
TEXAS MUNICIPAL LEAGUE INSURANCE RISK POOL TO PROVIDE INSURANCE
COVERAGE FOR HARRIS COUNTY HOUSING AUTHORITY**

WHEREAS, Chapter 791 of the Texas Local Government Code authorizes government entities like Harris County Housing Authority (HCHA) to enter into Risk Pool Interlocal Agreements for the provision of insurance coverage; and

WHEREAS, on April 1, 2014, HCHA entered into an Interlocal Agreement with the members of the Texas Municipal League Insurance Risk Pool (TMLIRP) for the provision of the following insurance coverage:

Liability, Automobile, Cyber Liability, Data Breach Response, and Property Insurance;
and

WHEREAS, the current Interlocal Agreement with TMLIRP expires on April 1, 2020; and

WHEREAS, HCHA solicited quotes from TMLIRP, Insurance Office of America, Alamo Insurance Group, FBS Financial Benefit Services, TCG Benefits, HAI Group, Alliant, Stephens Inc., BXS Insurance, BM&B Insurance, McGriff, Seibels & Williams, Inc., and Adams Insurance, and received only one quote from TMLIRP; and

WHEREAS, TMLIRP submitted a quote (annual premium) in the amount of \$10,185.58; and

WHEREAS, TMLIRP's quote was reasonable; and

WHEREAS, HCHA's Procurement Policy requires the Board of Commissioners' approval on all further renewals of the Interlocal Agreement due to aggregation of the premiums paid to TMLIRP since April 1, 2014.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority approves and ratifies the actions of the Chief Executive Officer to execute a renewal of the Interlocal Agreement for an additional one-year term.

PASSED, by the Board of Commissioners this 22nd day of April 2020.

Chairman: _____

Secretary: _____



RESOLUTION NO. 20-22

**RESOLUTION APPROVING AND RATIFYING AMCAL KATY, L.P. (THE
"PARTNERSHIP") TO ENTER INTO A U.S. DEPARTMENT OF HOUSING AND
URBAN DEVELOPMENT (HUD) LOAN FOR THE FINANCING OF THE KATY
APARTMENTS (THE "PROJECT") AND SUCH OTHER ACTIONS NECESSARY
OR CONVENIENT TO CARRY OUT THIS RESOLUTION**

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation") an instrumentality of the Harris County Housing Authority (the "Authority"), shall be the sole member of HCHA Katy SLP, LLC, a Texas limited liability company (the "Company"), the special limited partner of AMCAL Katy, L.P., a Texas limited partnership (the "Partnership") formed to control, own, maintain, and lease a certain 324-unit multifamily complex in the City of Katy, Harris County, Texas known as The Katy Apartments (FHA Project Number 114-35795) (the "Project"); and

WHEREAS, the Authority, the Corporation, and the Company desire for the Partnership to enter into a loan from Greystone Funding Company LLC, a Delaware limited liability company (the "Lender"), to be insured by the U.S. Secretary of Housing & Urban Development ("HUD") pursuant to Section 221(d)(4) of the National Housing Act, of up to the sum of Forty-Eight Million Eight Hundred Thirty-Seven Thousand Nine Hundred and no/100 Dollars (\$48,837,900.00) (the "Loan") from the Lender in order to finance the construction and development of the Project; and

WHEREAS, in connection with the contemplated Loan transaction, the Partnership is required to enter into various documents that will evidence the Loan, including, but not limited to, a Note (Multistate), a Multifamily Deed of Trust, Assignment of Leases and Rents and Security Agreement, Regulatory Agreement for Multifamily Projects, UCC financing statements, Building Loan Agreement, Construction Contract, and any and all other proposed documents evidencing, creating, or governing the Loan or to be executed in connection therewith as may be required by the Lender and/or by HUD in connection with the Loan (all of such Loan and security documents are hereinafter collectively referred to as the "Loan Documents"); and

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners, that, the Authority hereby approves and ratifies the entrance into the Loan from the Lender to the Partnership; and

BE IT FURTHER RESOLVED, that the Partnership is authorized to enter into the Loan from the Lender and that the Borrower is hereby authorized to execute and deliver the Loan Documents; and

BE IT FURTHER RESOLVED, that Horace Allison, the Secretary of the Corporation and a Manager of the Company, or Paul Curry (each individual an "Executing Officer"), the Finance Director of Harris County Housing Authority and a Manager of the Company, individually and without joinder of the other, has been and hereby is authorized and directed, as the act and deed of the Corporation, the sole member of the Company, the special limited partner of the Partnership, to execute and deliver the Loan Documents, and all other documents as may be necessary or desirable to consummate the actions described in the preceding Resolutions, on behalf of the Corporation, the Company, and the Partnership, as well as such other written instruments or obligations that the Corporation, the Company, and/or the Partnership may be required to execute by the Lender, in connection with the aforesaid events and transactions, containing such terms and conditions as are acceptable to the Partnership (collectively the "Closing Documents"); and

BE IT FURTHER RESOLVED, that the Executing Officer is authorized (i) to negotiate definitive terms (not inconsistent with the terms described above) of the Closing Documents, and (ii) to take such other actions for the Company, acting for itself or in a representative capacity as identified in these Resolutions on behalf of the Partnership, as the Executing Officer shall consider appropriate toward completion of the transactions contemplated by these Resolutions or performance of the obligations of the Corporation, the Company, or the Partnership under the Closing Documents, and any other documents and agreements executed in connection with the admission of the Company to the Partnership; and

BE IT FURTHER RESOLVED, that whenever the approval or satisfaction of the Corporation, the Authority, the Company, or the Partnership is required in connection with any document, item, or matter referred to in these Resolutions, such approval or satisfaction shall be conclusively signified and evidenced by an Executing Officer's execution of such document or of any document relating to such item or matter; and

BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by these Resolutions have already been taken by, or on behalf of, the Authority, the Corporation, the Company, and/or the Partnership, such actions are hereby ratified and confirmed as the valid actions of the Authority, the Corporation, the Company, and/or the Partnership, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the Company, and/or the Partnership are authorized to take such other actions as the Corporation or Authority shall consider necessary, convenient, or appropriate toward completion of the transactions contemplated by these Resolutions.

PASSED by the Board of Commissioners this 22nd day of April 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-23

SECOND RESOLUTION RATIFYING THE TRANSFER OF NON-PROGRAM FUNDS TO FENIX ESTATES I, LP OPERATING ACCOUNT FOR COSTS ASSOCIATED WITH THE LEASE-UP OPERATIONS AND ADMINISTRATION OF THE VILLAS AT EASTWOOD AND TO TAKE ANY OTHER ACTIONS DEEMED NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION

WHEREAS, Fenix Estates I, LP is a limited partnership (the “Partnership”) created for the development and operation of The Villas at Eastwood f/n/a Fenix Estates (the “Project”); and

WHEREAS, Harris County Housing Authority (“HCHA”) owns the land on which the Project, a low-income multifamily housing development consisting of approximately 200 units located at 1933 Hussion Street, Houston, Texas 77003; and

WHEREAS, an operating account (the “Account”) has been established for the Project; and

WHEREAS, the HCHA Board of Commissioners passed Resolution 19-41 authorizing the transfer of \$55,000.00 in non-program funds to the Account for costs associated with the initial lease-up operations and administration of the Project; and

WHEREAS, the transfer of an additional \$30,000.00 in non-program funds (the “Funds”) to the Account for costs associated with the initial lease-up operations and administration of the Project became necessary in December 2019; and

WHEREAS, HCHA has demanded repayment in the total amount of \$85,000.00 (including the Funds, plus the \$55,000.00 authorized in Resolution 19-41) from Fenix Estates I, LP, owner of the Project; and

WHEREAS, Fenix Estates I, LP, has agreed to repay HCHA the total amount of \$85,000.00.

NOW, THEREFORE, BE IT RESOLVED that, in connection with the lease-up operations and administration of the Project, HCHA hereby ratifies the transfer of the Funds to the Account; and

BE IT FURTHER RESOLVED, that the Executing Officer, Horace Allison, is authorized to execute any documentation necessary to complete the transaction contemplated by this Resolution; and

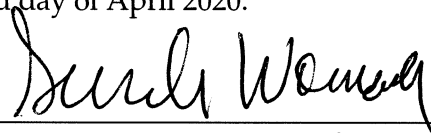
BE IT FURTHER RESOLVED, that the execution by the Executing Officer of any document or instrument authorized by the foregoing Resolution or any document or instrument executed in the accomplishment of any action or actions authorized, shall be deemed to be conclusive approval thereof by HCHA, and the binding act and obligation of HCHA; and

BE IT FURTHER RESOLVED, that the Executing Officer may take any other related action necessary or convenient to carry out this Resolution.

This Resolution shall be in full force and effect from and upon its adoption.

PASSED, by the Board of Commissioners this 22nd day of April 2020.

Chairman: _____

A handwritten signature in dark ink, appearing to read "Derek W. Womack", written over a horizontal line.

Secretary: _____

A stylized, handwritten signature in dark ink, written over a horizontal line.



RESOLUTION NO. 20-24

RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO FILE A PETITION FOR DE-ANNEXATION OF THE VICTOR BLANCO SURVEY PARCEL WITH THE CITY OF HOUSTON

WHEREAS, Harris County Housing Authority (HCHA) owns property located within the extraterritorial jurisdiction of the City of Houston (City) formerly known as Patriots by the Lake and now known as the Victor Blanco Project (Project); and

WHEREAS, on December 17, 2019, HCHA and Harris County (County) entered into an Interlocal Agreement for the purpose of developing the Project; and

WHEREAS, under the Interlocal Agreement, the County is funding the Project with federal housing recovery funds; and

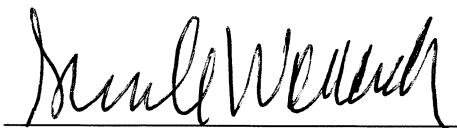
WHEREAS, the County Engineering Department recommends filing a petition to de-annex the Project site because (i) development is dependent upon utility services and capacity being available at the site; (ii) the City does not currently offer utility services, and capacity to the site and, therefore, the property is undevelopable; and (iii) the County's federal housing recovery funds are legally designated solely for projects outside of the City; and

WHEREAS, in order to develop the Project following de-annexation, the County shall be responsible for determining the most effective way to obtain utility services and capacity at the Project site.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes the Chief Executive Officer to file Petition for de-annexation with the City of Houston.

This resolution shall be in full force and effect from and upon its adoption.

PASSED, by the Board of Commissioners this 22nd day of April 2020.

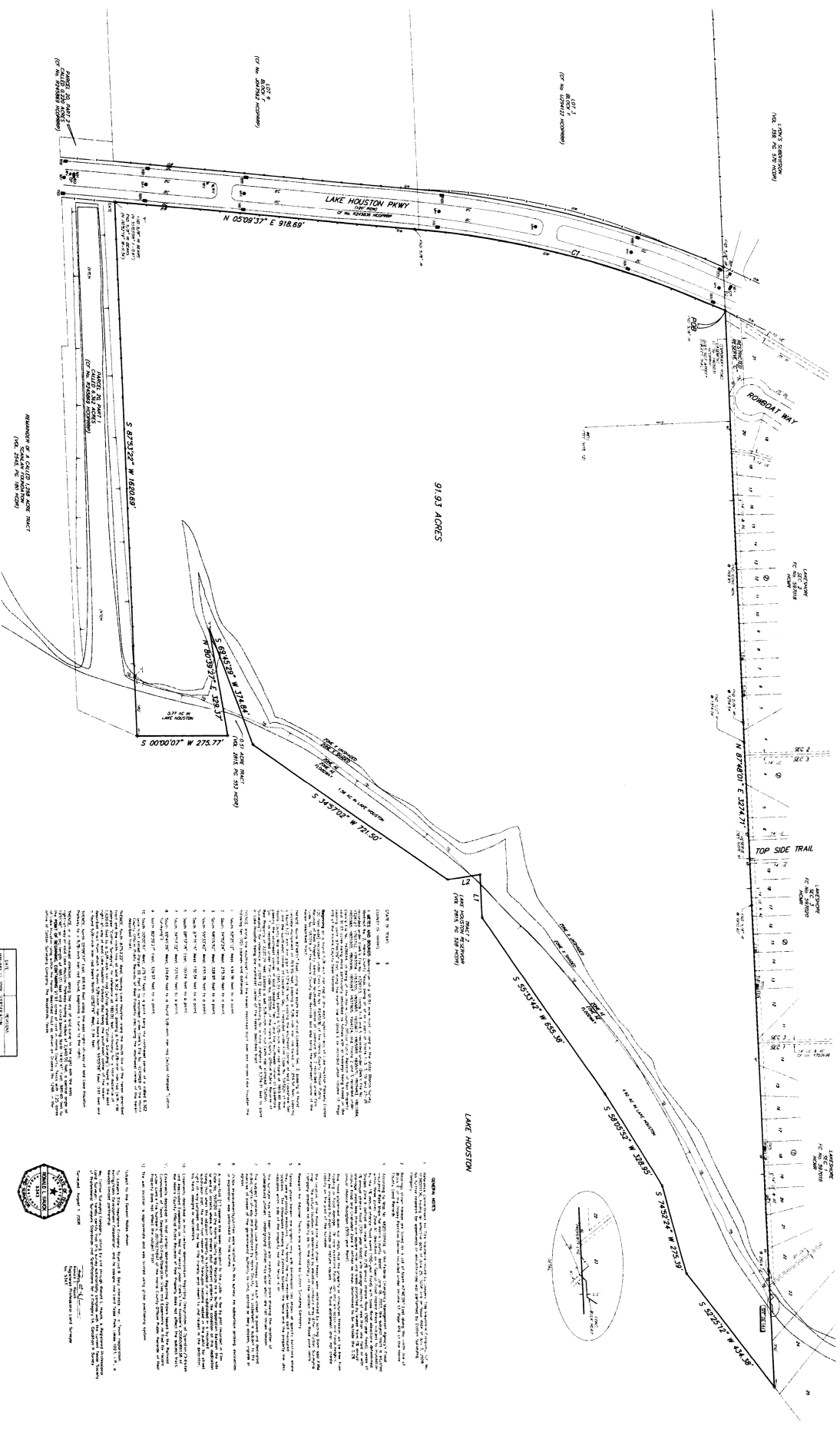
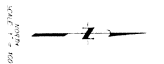
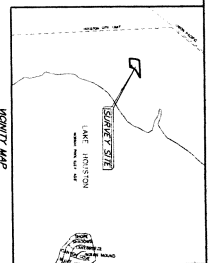
Chairman: 

Secretary: 

**A Schematic Plan
OF + 91.93 ACRES
225 TOTAL LOTS**







DATE	REVISION
10/10/2007	1
10/10/2007	2
10/10/2007	3
10/10/2007	4
10/10/2007	5
10/10/2007	6
10/10/2007	7
10/10/2007	8
10/10/2007	9
10/10/2007	10
10/10/2007	11
10/10/2007	12
10/10/2007	13
10/10/2007	14
10/10/2007	15
10/10/2007	16
10/10/2007	17
10/10/2007	18
10/10/2007	19
10/10/2007	20
10/10/2007	21
10/10/2007	22
10/10/2007	23
10/10/2007	24
10/10/2007	25
10/10/2007	26
10/10/2007	27
10/10/2007	28
10/10/2007	29
10/10/2007	30
10/10/2007	31
10/10/2007	32
10/10/2007	33
10/10/2007	34
10/10/2007	35
10/10/2007	36
10/10/2007	37
10/10/2007	38
10/10/2007	39
10/10/2007	40
10/10/2007	41
10/10/2007	42
10/10/2007	43
10/10/2007	44
10/10/2007	45
10/10/2007	46
10/10/2007	47
10/10/2007	48
10/10/2007	49
10/10/2007	50
10/10/2007	51
10/10/2007	52
10/10/2007	53
10/10/2007	54
10/10/2007	55
10/10/2007	56
10/10/2007	57
10/10/2007	58
10/10/2007	59
10/10/2007	60
10/10/2007	61
10/10/2007	62
10/10/2007	63
10/10/2007	64
10/10/2007	65
10/10/2007	66
10/10/2007	67
10/10/2007	68
10/10/2007	69
10/10/2007	70
10/10/2007	71
10/10/2007	72
10/10/2007	73
10/10/2007	74
10/10/2007	75
10/10/2007	76
10/10/2007	77
10/10/2007	78
10/10/2007	79
10/10/2007	80
10/10/2007	81
10/10/2007	82
10/10/2007	83
10/10/2007	84
10/10/2007	85
10/10/2007	86
10/10/2007	87
10/10/2007	88
10/10/2007	89
10/10/2007	90
10/10/2007	91
10/10/2007	92
10/10/2007	93
10/10/2007	94
10/10/2007	95
10/10/2007	96
10/10/2007	97
10/10/2007	98
10/10/2007	99
10/10/2007	100



LAND TITLE SURVEY

91.93 ACRES
VICTOR BLANCO SURVEY, A-2
HARRIS COUNTY, TEXAS



Victor Blanco, Surveyor
10000 License No. 10000



RESOLUTION NO. 20-25

RESOLUTION RATIFYING THE CHIEF EXECUTIVE OFFICER'S EXECUTION OF A FOURTH AMENDMENT TO THE AGREEMENT BETWEEN HARRIS COUNTY AND HARRIS COUNTY HOUSING AUTHORITY FOR FENIX ESTATES; AND AUTHORIZING HARRIS COUNTY HOUSING AUTHORITY TO TAKE SUCH OTHER ACTIONS AS THE AUTHORITY DEEM NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION

WHEREAS, the Harris County Housing Authority (the "Authority") was the recipient of funds from Harris County (the "County") for the purpose of developing the residential property located in the City of Houston, Harris County, Texas legally known as Fenix Estates I, LP, a Texas limited partnership (the "Partnership") a 200-unit multifamily complex known as The Villas at Eastwood (the "Project"); and

WHEREAS, on March 31, 2015, the Authority entered into an agreement (the "Agreement") with the County in which the County granted the Authority \$21,266,971.86 in Community Development Block Grant (CDBG) funds, and Community Development Block Grant – Disaster Recovery (CDBG-DR) funds for the construction of The Villas at Eastwood (the "Project"); and

WHEREAS, on September 15, 2015, the Authority and the County amended the Agreement to add \$1,670,000.00 in Housing Investment Partnerships Program (HOME) funds for a total commitment of \$22,936,971.86; and

WHEREAS, on April 11, 2017, the Authority and the County further amended the Agreement to add \$600,000.00 in HOME funds for a total commitment of \$23,536,971.86; and

WHEREAS, on June 27, 2017, the Authority and the County further amended the Agreement to revise the construction and demolition items with no increase in the Project Budget; and

WHEREAS, on April 7, 2020, the Authority and the County further amended the Agreement to: 1) add \$222,605.65 in CDBG-DR funds for a total commitment of \$23,759,577.51; and 2) facilitate and acknowledge the transfer and assignment of Harris County Purchase Order P218736: and all funds budgeted and associated with said Purchase Order from the County to the Authority; and

WHEREAS, in connection with this Fourth Amendment to the Agreement between the Authority and the County, the Authority and/or its affiliates and the Partnership may be

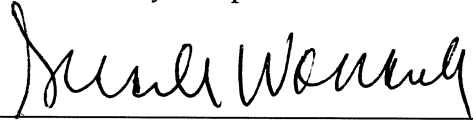
required to enter into various documents, including, but not limited to, commitments, amendments to documents evidencing and governing the original loans, promissory notes, fee and leasehold deeds of trust with absolute assignment of leases and rents, regulatory agreement, security agreement, and fixture filing, indemnity agreements, guaranties, certificates, directions, approvals, waivers, notices, instruments, assignments, and other communications as may be required by the County, any other lender with a loan secured by a fee or leasehold interest in the Project, and/or the Partnership's limited partner (all of documents collectively, the "Transaction Documents").

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority hereby ratifies the execution of a Fourth Amendment to the Agreement between Harris County and Harris County Housing Authority for The Villas at Eastwood; and

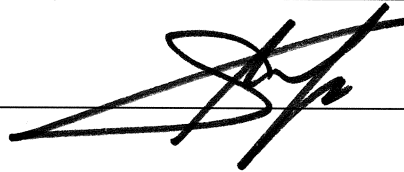
This resolution shall be in full force and effect from and upon its adoption.

PASSED, by the Board of Commissioners this 22nd day of April 2020.

Chairman: _____



Secretary: _____





RESOLUTION NO. 20-26

**RESOLUTION AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO ENTER
INTO AN INTERLOCAL AGREEMENT WITH HARRIS COUNTY
FOR THE PROVISION OF LEGAL SERVICES**

WHEREAS, the Harris County Attorney's Office (HCAO) is responsible for providing legal services to multiple departments and agencies within Harris County; and

WHEREAS, Harris County Housing Authority (HCHA) is authorized to contract for legal services from HCAO pursuant to Section 392.040(b) of the Texas Local Government Code and Chapter 791 of the Texas Government Code; and

WHEREAS, since May 18, 2015, HCHA and Harris County have executed multiple Interlocal Agreements under which HCAO provides legal services to HCHA; and

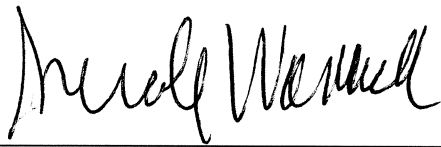
WHEREAS, the current Interlocal Agreement expires on May 31, 2020; and

WHEREAS, HCHA desires to continue receiving legal services from HCAO; and

WHEREAS, HCAO desires to continue providing legal services to HCHA.

NOW, THEREFORE, BE IT RESOLVED, that the Chief Executive Officer is hereby authorized to negotiate and execute a new Interlocal Agreement with Harris County for legal services provided by HCAO with substantially the same terms as appear in Exhibit A.

PASSED, by the Board of Commissioners this 22nd day of April 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-27

RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY APPROVING AND RATIFYING ACTIONS IN CONNECTION WITH EXTENDING THE FINANCING OF FENIX ESTATES: (i) FENIX ESTATES I, LP TO ENTER INTO AN AMENDMENT TO THE LOAN AGREEMENTS WITH CITIBANK, N.A., AND (ii) TO TAKE SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation"), an instrumentality of the Harris County Housing Authority (the "Authority"), is the sole member of Fenix Estates I GP, LLC, a Texas limited liability company (the "General Partner"), and the General Partner is the sole general partner of Fenix Estates I, LP, a Texas limited partnership (the "Partnership"); and

WHEREAS, the Corporation is the sole member of Fenix Estates Commercial MM, LLC, a Texas limited liability company (the "Managing Member"), and the Managing Member is the sole managing member of Fenix Estates Commercial MM, LLC, (the "Commercial Owner"); and

WHEREAS, on May 19, 2017, the Authority entered into agreements for a construction loan in the amount of up to \$25,000,000.00 (the "Loan") from Citibank, N.A., a national banking association (the "Lender"), in conjunction with bonds that were issued by the Harris County Housing Authority Public Facility Corporation (the "Issuer), for the development and related costs of the construction of a 200-unit multifamily complex known as Fenix Estates, now known as The Villas at Eastwood (the "Project"); and

WHEREAS, the mandatory prepayment of the loan was to occur on or before May 1, 2020; and

WHEREAS, due to various project delays, the Partnership requested an extension of the mandatory prepayment date of the loan which is now August 1, 2020; and

WHEREAS, in connection with the extension of the prepayment of the loan, the Partnership, the General Partner, the Managing Member, the Commercial Owner, and the Corporation are required to enter into amendments of various documents that will evidence the extension, including, but not limited to, Construction Funding Agreement, Construction Loan Agreement, Multifamily Notes, Reaffirmation of Guaranties, and other loan documentation as may be required by the Lender in connection with the extension (collectively, all of such loan and security documents are hereinafter referred to as the "Amended Loan Documents").

NOW, THEREFORE, BE IT RESOLVED, by the Board of Commissioners of the Harris County Housing Authority that, in connection with the Project, the Corporation, acting in its corporate and individual capacity and in its capacity as the sole member of the General Partner

and in turn in its capacity as the sole general partner of the Partnership, and in its capacity as the sole member of the Managing Member and in turn in its capacity as the sole managing member of the Commercial Owner, is authorized and directed to enter into the Amended Loan Documents; and

BE IT FURTHER RESOLVED, that the authorization of the Corporation to enter into the Amended Loan Documents, in the name and on behalf of the Corporation, the General Partner, the Managing Member, the Commercial Owner, and the Partnership, by Horace Allison, the Secretary (the "Executing Officer") of the Corporation, individually and without the joinder of any other person, in the form as so executed and delivered, is hereby authorized, approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Corporation, the General Partner, and the Partnership, to execute all of the Amended Loan Documents and any other documents and agreements executed in connection with the transaction contemplated hereby; and

BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by this Resolution have already been taken, such actions are hereby ratified and confirmed as the valid actions of the Authority, the Corporation, the General Partner, the Managing Member, the Commercial Owner, and/or the Partnership, as the case may be, effective as of the date such actions were taken; and

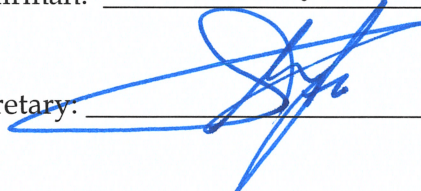
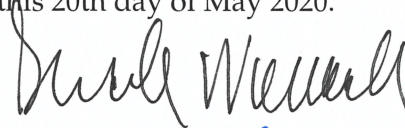
BE IT FURTHER RESOLVED, that the Authority is authorized to take such other actions as the Corporation or Authority shall consider necessary, convenient, or appropriate toward completion of the transaction contemplated by these Resolutions.

This resolution shall be in full force and effect from and upon its adoption.

PASSED, by the Board of Commissioners this 20th day of May 2020.

Chairman: _____

Secretary: _____





RESOLUTION NO. 20-28

**RESOLUTION AUTHORIZING THE NEGOTIATION AND EXECUTION OF A
CONTRACT FOR LAND SURVEYING SERVICES FOR FENIX ESTATES**

WHEREAS, Harris County Housing Authority (HCHA) issued a Quote for Small Purchases (QSP) for firms to prepare the as-built survey for Fenix Estates known as The Villas at Eastwood (the "Project"); and

WHEREAS, the QSP was sent to eight companies to prepare the as-built survey for the project; and

WHEREAS, HCHA received responses from Tri-Tech Surveying Company, L.P., Windrose Surveying & Land Services, LLC, Jones & Carter, Inc., Miller Survey Group, and Action Surveying, LLC; and

WHEREAS, Action Surveying, LLC quoted a fee of \$4,750.00 to prepare the as-built survey; and

WHEREAS, Action Surveying, LLC's proposal represents the best overall value to HCHA, considering price and other factors.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority hereby authorizes the Chief Executive Officer to negotiate and execute a contract with Action Surveying, LLC for the as-built survey for Fenix Estates.

PASSED, by the Board of Commissioners on this day 20th day of May 2020.

Chairman: _____

Secretary: _____



RESOLUTION NO. 20-29

**RESOLUTION TO APPROVE THE NEGOTIATION AND EXECUTION OF AN
AGREEMENT FOR LAND USE-MASTER PLANNING SERVICES FOR A 91-ACRE TRACT
NEAR LAKE HOUSTON**

WHEREAS, Harris County Housing Authority (HCHA) issued a Request for Qualifications (RFQ) #20-01 on February 5, 2020, for firms to provide land use-master planning services for a 91-acre tract near Lake Houston, commonly known as Patriots by the Lake; and

WHEREAS, RFQ #20-01 was advertised in the local newspaper on February 2, 2020 and February 9, 2020, and was posted on HCHA's website; and

WHEREAS, responses to RFQ #20-01 were due on March 27, 2020; and

WHEREAS, HCHA received three responses from the following companies:

LAI Design Group
Llewelyn-Davies Sahni II, LLC
Manhard Consulting, Ltd.; and

WHEREAS, HCHA staff has reviewed, evaluated, and ranked the responses to the RFQ; and

WHEREAS, HCHA staff found all responders' qualifications, experience, and proposals complied with the requirements of the RFQ; and

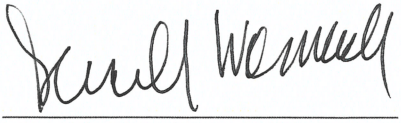
WHEREAS, LAI Design Group ranked number one, Llewelyn-Davies Sahni II, LLC ranked number two, Manhard Consulting, Ltd. ranked number three; and

WHEREAS, HCHA staff will enter into negotiations of the scope, fees for services and contract with LAI Design Group or with other responders in the order of ranking, if negotiations fail.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority authorizes the Chief Executive Officer to negotiate the scope, fees for services and contract for land use-master planning services for a 91-acre tract near Lake Houston.

BE IT FURTHER RESOLVED, upon the successful negotiation of the scope, and fees for services and contract, HCHA staff will submit a resolution seeking authorization to execute a contract for the Land Use-Master Planning Services for a 91-acre tract near Lake Houston.

PASSED by the Board of Commissioners on this 20th day of May 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-30

**RESOLUTION AUTHORIZING TRAVEL EXPENSES FOR
ANA DIAZ FOR TRAINING**

WHEREAS, Tarrant County Housing Authority has agreed to share its expertise with its Electronic Document Management System utilizing the Housing Pro Software; and

WHEREAS, Harris County Housing Authority's Ana Diaz, Operator/Record Technician, requests approval to travel to the Tarrant County Housing Authority to observe and acquire knowledge and expertise in establishing and converting to an Electronic Document Management System; and

WHEREAS, Ana Diaz requests approval of travel to the Tarrant County Housing Authority, and travel-related expenses inclusive of per diem, travel, and other related expenses in the amount of approximately \$745.50.

NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of Harris County Housing Authority authorizes per diem, travel, and other related expenses for Ana Diaz in the amount of approximately \$745.50 to travel to the Tarrant County Housing Authority.

PASSED, by the Board of Commissioners this 20th day of May 2020.

Chairman: _____

Secretary: _____

Attachments: Estimated travel expenditures



RESOLUTION NO. 20-31

**RESOLUTION AUTHORIZING THE SUBMISSION OF PROPOSED BUSINESS TERMS
TO METRO FOR THE ACQUISITION OF THE SOUTHEAST TRANSIT CENTER SITE
FOR THE DEVELOPMENT OF BERNICIA PLACE**

WHEREAS, the Harris County Housing Authority (HCHA) desires to develop a Transit Oriented Development (TOD) (Bernicia Place) on the Southeast Transit Center site; and

WHEREAS, the Southeast Transit Center (SETC) site is located at 6000 Scottcrest; and

WHEREAS, HCHA submitted a proposal in response METRO's Request for Qualifications (RFQ) to develop the SETC; and

WHEREAS, HCHA proposes to develop up to 120 units of Senior Housing and 5,000 square feet of commercial space surrounding the SETC; and

WHEREAS, METRO and HCHA have been in ongoing discussions and negotiations regarding the terms and conditions of an agreement to acquire 4.8-acres of land surrounding the SETC; and

WHEREAS, METRO's appraised value of the 4.8-acres of land surrounding the SETC is \$1,755,000.00; and

WHEREAS, METRO is asking for \$1,755,000.00 for the land surrounding the SETC; and

WHEREAS, HCHA proposes the following terms for METRO's consideration:

The \$1,755,000.00 purchase price of the land surrounding the SETC shall be paid by HCHA as bifurcated below:

HCHA will pay METRO, \$800,000.00 upon the financial closing for the Bernicia Place development transaction.

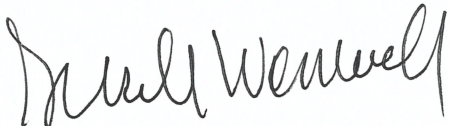
The balance of \$955,000.00 will be paid off by the HCHA providing in-kind services, i.e., maintenance of the SETC, with current estimates being \$55,000.00/year. The aggregate value of the in-kind services cannot exceed \$955,000.00. In-kind maintenance will include janitorial and ground maintenance. Based on the estimated monthly/annual cost of the in-kind services, it is anticipated that the \$955,000.00 will be fully paid off within 15 years. Once paid off, METRO will assume the ongoing cost of maintenance of the SETC.

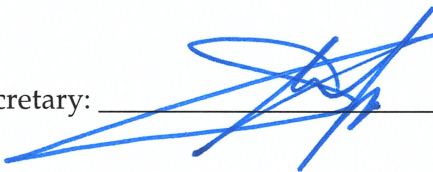
NOW, THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority hereby authorizes the Chief Executive Officer to submit the proposed

property acquisition business terms to METRO for the acquisition of 4.8-acres of land surrounding the SETC; and

BE IT FURTHER RESOLVED, that HCHA is authorized to take such other actions as HCHA shall consider necessary, convenient, or appropriate complete of the transaction contemplated by this resolution.

PASSED by the Board of Commissioners this 20th day of May 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-32

**RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY
AUTHORIZING HARRIS COUNTY HOUSING AUTHORITY
PUBLIC FACILITY CORPORATION'S ISSUANCE, SALE AND
DELIVERY OF A HARRIS COUNTY HOUSING AUTHORITY
MULTIFAMILY HOUSING GOVERNMENTAL NOTE (ARBOR AT
WAYFOREST), SERIES 2020A; APPROVING THE FORM AND
SUBSTANCE OF AND AUTHORIZING THE EXECUTION AND
DELIVERY OF DOCUMENTS AND INSTRUMENTS NECESSARY
TO CARRY OUT THE FINANCING OF SUCH MULTIFAMILY
RENTAL RESIDENTIAL PROJECT, AND CONTAINING OTHER
PROVISIONS RELATING TO THE ISSUANCE OF BONDS**

WHEREAS, Harris County Housing Authority Public Facility Corporation (the "**Issuer**") has been duly created and organized pursuant to and in accordance with the provisions of the Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the "**Act**"), for the purpose of assisting the Harris County Housing Authority (the "**Sponsor**") in financing, refinancing or providing public facilities; and

WHEREAS, the Act authorizes the Issuer: (a) to make loans to any person to provide financing for rental residential developments located within the geographic limits of the County of Harris, Texas (the "**County**"), (b) to borrow funds for the purpose of obtaining moneys to make such loans and provide such financing, to establish necessary reserve funds and to pay administrative costs and other costs incurred in connection with any such borrowing by the Issuer; and (c) to pledge all or any part of the revenues, receipts or resources of the Issuer, including the revenues and receipts to be received by the Issuer from or in connection with such loans, and to the Security Instrument, pledge or grant security interests in such loans or other property of the Issuer in order to secure the repayment of any such borrowing by the Issuer; and

WHEREAS, the Board of Directors of the Issuer (the "**Board**") has determined to authorize the issuance, sale and delivery of its up to \$20,000,000 Harris County Housing Authority Multifamily Housing Governmental Note (Arbor at Wayforest), Series 2020A (the "**Construction Governmental Note**") pursuant to and in accordance with the terms of a Funding Loan Agreement dated as of June 1, 2020 (the "**Construction Funding Loan Agreement**"), between the Issuer, Wilmington Trust, National Association, as fiscal agent (the "**Fiscal Agent**") and Bank of America, N.A., as initial funding lender (the "**Initial Funding Lender**"), for the purpose of lending the proceeds thereof to The Arbor at Wayforest, LP, a Texas limited partnership (the "**Borrower**"), to provide financing for the acquisition, construction, and equipping of a multifamily rental residential development (the "**Residential**

Project”) collectively to be known as The Arbor at Wayforest to be located within the County at the southeast corner of Wayforest Dr. and Richcrest Dr., Houston, Texas 77060, Houston, Harris County, Texas, described more fully on **Exhibit A** attached hereto (the “**Project**”), all in accordance with the Constitution and laws of the State of Texas; and

WHEREAS, the Board, by resolution adopted on July 17, 2019, declared its intent to provide financing for the Project; and

WHEREAS, in order to assist in carrying out such acquisition, construction and equipping of the Project, the Board has determined that the Issuer shall enter into a Borrower Loan Agreement dated as of June 1, 2020 (the “**Construction Borrower Loan Agreement**”), among the Issuer, Fiscal Agent, and the Borrower, pursuant to which (i) the Issuer will agree to make a Security Instrument loan funded with the proceeds of the Construction Governmental Note (the “**Construction Security Instrument Loan**”) to the Borrower to enable the Borrower to finance the cost of acquisition, construction and equipping of the Project and related costs, and (ii) the Borrower will execute and deliver to the Issuer a promissory note (the “**Construction Borrower Note**”), in an original principal amount equal to the original aggregate principal amount of the Construction Governmental Note, and providing for payment of interest on such principal amount equal to the interest on the Construction Governmental Note and to pay other costs described in the Construction Borrower Loan Agreement; and

WHEREAS, in order to assure compliance with Section 142(d) of the Internal Revenue Code of 1986, as amended (the “**Code**”), the Issuer will require the Residential Borrower to enter into a Land Use Restriction Agreement (the “**Regulatory Agreement**”) and the Borrower to enter into a Tax Regulatory Agreement and No-Arbitrage Certificate dated as of the closing date for the Governmental Note (the “**Tax Agreement**”) and together with the Regulatory Agreement, the “**Tax Documents**”) with respect to the Project; and

WHEREAS, it is anticipated that the Construction Security Instrument Loan and the Construction Borrower Note will be secured by a Leasehold Deed of Trust, Assignment, Security Agreement and Fixture Filing (the “**Construction Security Instrument**”) from the Borrower for the benefit of the Issuer; and

WHEREAS, the Issuer’s rights (except for certain reserved rights) under the Construction Security Instrument Loan and the Construction Borrower Note, including the Construction Multifamily Note and the Construction Security Instrument, will be assigned to the Fiscal Agent, as its interests may appear, pursuant to an Assignment of Leasehold Deed of Trust, Assignment, Security Agreement and Fixture Filing (collectively, the “**Construction Assignment**”) from the Issuer to the Fiscal Agent; and

WHEREAS, upon completion and stabilization of the Project, pursuant to a Forward Purchase Agreement, dated as of June 1, 2020 (the “**Purchase Agreement**”), among the Borrower, the Initial Funding Lender and Citibank, N.A., as permanent funding lender (the “**Permanent Funding Lender**”), the Permanent Funding Lender will agree to acquire the Initial Funding Lender’s interest in the Construction Governmental Lender Note, Construction

Borrower Note and related documents upon satisfaction of the terms and conditions set forth therein; and

WHEREAS, as a condition of the Permanent Funding Lender's purchase of Initial Funding Lender's remaining interests in the Construction Governmental Lender Note, Construction Borrower Note and related documents, the Initial Funding Lender will require that the Governmental Lender, Fiscal Agent and Borrower enter into certain agreements, including (i) an Amended and Restated Funding Loan Agreement (the "**Permanent Funding Loan Agreement**") and, together with the Construction Funding Loan Agreement, the "**Funding Loan Agreements**"), to amend and restate the Construction Funding Loan Agreement, (ii) an Amended and Restated Borrower Loan Agreement (the "**Permanent Borrower Loan Agreement**") and, together with the Construction Borrower Loan Agreement, the "**Borrower Loan Agreements**"), to amend and restate the Construction Borrower Loan Agreement, (iii) an Amended and Restated Leasehold Deed of Trust, Assignment, Security Agreement and Fixture Filing (the "**Permanent Security Instrument**") and, together with the Construction Security Instrument, the "**Security Instruments**"), to amend and restate the Construction Security Instrument, (iv) an amended and restated Multifamily Housing Revenue Note (the "**Permanent Governmental Note**") and, together with the Construction Governmental Note, the "**Governmental Notes**"), to amend and restate the Construction Governmental Lender Note, and (v) an amended and restated Borrower promissory note (the "**Permanent Borrower Note**") and, together with the Construction Borrower Note, the "**Borrower Notes**"), to amend and restate the Construction Borrower Note; and

WHEREAS, the Board desires to ratify certain other actions heretofore taken with respect to the Governmental Notes; and

WHEREAS, the Issuer desires to authorize the Fiscal Agent to invest and reinvest the proceeds of the Governmental Notes and all other funds received and held under the Funding Loan Agreements; and

WHEREAS, Section 147(f) of the Code requires that the Governmental Notes be approved by the "applicable elected representative" (the "**AER**") after a public hearing following reasonable public notice; and

WHEREAS, with respect to the Governmental Notes issued by the Issuer, the AER is the County Judge of Harris County, Texas (the highest elected official of Harris County, Texas); and

WHEREAS, notice of a public hearing with respect to the Governmental Notes and the Project held by the Issuer on April 30, 2020, was published no less than 7 days before such date on Harris County Housing Authority's website, which is available to residents within the County; and

WHEREAS, the Board held such public hearing on the date and at the time and place set out in such published notice, and conducted such hearing in a manner that provided a reasonable

opportunity for persons with differing views on the issuance of the Governmental Notes and the Project to be heard; and

WHEREAS, the Board and its advisors have examined proposed forms of the Funding Loan Agreements, the Borrower Loan Agreements, the Regulatory Agreement, the Governmental Notes, the Borrower Notes, the Security Instruments, and the Assignments, and have found the form and substance of such documents to be satisfactory and proper; and have determined to provide financing for the Project in accordance with such documents by authorizing the issuance of the Governmental Notes, the execution, and delivery of such documents and the taking of such other actions as may be necessary or convenient.

NOW, THEREFORE, BE IT RESOLVED, by the Harris County Housing Authority Board of Commissioners, that the Issuer is authorized to make the following determinations and actions (Section 1. through Section 18.) governing the aforementioned documents; and

Section 1. --Public Hearing. The Board hereby finds, determines, recites and declares that a public hearing with respect to the Governmental Notes and the Project was held on April 30, 2020; that notice of such public hearing was published no less than 7 days such date on the Harris County Housing Authority website, which is available to residents within the County; that such notice included the date, time and place of the public hearing, the location, general nature and the initial owner of the Project and the maximum aggregate principal amount of the Governmental Notes; and that all comments from interested persons were taken at such public hearing and were provided to the AER; and

Section 2. --Issuance, Execution, Sale and Delivery of the Governmental Notes. The issuance of the Governmental Notes is hereby authorized, according to the conditions set forth herein and in the related Funding Loan Agreements, and that, upon execution and delivery of the Funding Loan Agreements, the President or any Vice President and Secretary/Treasurer of the Issuer each are authorized hereby to execute, attest and affix the Issuer's seal to the Governmental Notes and to deliver the Governmental Notes to the Attorney General of the State of Texas for approval, the Comptroller of Public Accounts of the State of Texas for registration and to the Fiscal Agent for authentication (to the extent required in the related Funding Loan Agreements), and thereafter to sell the Governmental Notes to the initial funding thereof and deliver the Governmental Notes as provided in the related Funding Loan Agreements; and

Section 3. --Interest Rate, Principal Amount, Maturity, and Price. The officers of the Issuer are hereby authorized to fix and determine the interest rate, principal amount, maturity and price of the Governmental Notes, all of which determinations shall be conclusively evidenced by the execution and delivery by such officers of the Funding Loan Agreement; provided, however, that: (a) the interest rate on the Governmental Notes shall not exceed 12% per annum, subject to adjustment as provided in the Funding Loan Agreement; provided that, in no event shall the interest rate on the Governmental Notes (including any default interest rate) exceed the maximum interest rate permitted by applicable law; (b) the aggregate principal amount of the Governmental Notes shall not exceed \$20,000,000 and the aggregate principal amount of the

Governmental Notes shall not exceed \$25,000,000; and (iii) the final maturity of the Governmental Notes shall occur not later than December 31, 2056; and

Section 4. --Approval, Execution, and Delivery of the Funding Loan Agreement. The form and substance of the Funding Loan Agreements are hereby approved; and that the President or any Vice President and the Secretary/Treasurer of the Issuer are each hereby authorized to execute and attest to the Funding Loan Agreement and to deliver the Funding Loan Agreements to the Fiscal Agent. The Fiscal Agent is authorized to invest the moneys held under the Funding Loan Agreements as provided therein.

Section 5. --Approval, Execution, and Delivery of the Borrower Loan Agreements. The form and substance of the Borrower Loan Agreements are hereby approved; and that the officers of the Issuer are each hereby authorized to execute, attest and affix the Issuer's seal to the Borrower Loan Agreements and to deliver the Borrower Loan Agreements to the Borrower; and

Section 6. --Approval, Execution, and Delivery of the Tax Documents. The form and substance of the Tax Documents are hereby approved; and that the officers of the Issuer are each hereby authorized to execute, attest and affix the Issuer's seal to the Tax Documents and to deliver the Tax Documents to the Borrower and the Fiscal Agent, to the extent necessary; and

Section 7. --Determination of Moderate Income. The Board has heretofore determined and hereby confirms, in accordance with the Act, for purposes of the Project, until revised by the Board, that the maximum amount constituting moderate income shall be 80% of area median income, as established by the Issuer; and

Section 8. --Acceptance of the Security Instruments and the Borrower Notes. That the Security Instruments and the Borrower Notes are hereby accepted by the Issuer; and that the President and any Vice President of the Issuer are each hereby authorized to endorse the Borrower Notes to the order of the Fiscal Agent, without recourse; and

Section 9. --Execution and Delivery of Other Documents. The officers of the Issuer are each hereby authorized to execute, attest and affix the Issuer's seal to and deliver such other agreements, assignments, bonds, certificates, contracts, documents, instruments, releases, financing statements, letters of instruction, written requests and other papers, including the Assignments, whether or not mentioned herein, as may be necessary or convenient to carry out or assist in carrying out the purposes of this Resolution; and

Section 10. --Power to Revise Form of Documents. Notwithstanding any other provision of this Resolution, the officers of the Issuer are each hereby authorized to make or approve such revisions to this Resolution and in the form of the documents hereby approved, in the opinion of Bond Counsel, as may be necessary or convenient to carry out or assist in carrying out the purposes of this Resolution; and approval of such changes by the Issuer shall be indicated by such officers' execution of the documents; and

Section 11. --Incorporation of Preamble. The recitals in the preamble of this Resolution are true, correct and complete and each and all of such recitals and the findings therein are hereby incorporated by reference to the same extent as if set forth herein in full; and

Section 12. --Submission to the Attorney General of Texas. The Board hereby authorizes, ratifies and approves the submission by Bond Counsel to the Attorney General of Texas, for approval as required under Chapter 1202, Texas Government Code, of a transcript of legal proceedings relating to the issuance, sale, and delivery of the Governmental Notes; and

Section 13. --Purposes of Resolution. The Board has expressly determined and hereby confirms that the issuance of the Governmental Notes to assist in the financing of the Project will promote the public purposes set forth in Chapter 392 and Section 394.002 of the Act and will accomplish a valid public purpose of the Issuer by assisting persons of low and moderate-income in the City to obtain decent, safe and sanitary housing at affordable prices, thereby helping to relieve unemployment, to preserve and increase the tax base of the City, and to reduce public expenditures for crime prevention and control, public health, welfare and safety and for other valid public purposes; and

Section 14. --Ratification of Certain Prior Actions. All other prior actions taken for or on behalf of the Issuer in connection with the Governmental Notes are hereby ratified, confirmed and approved; and

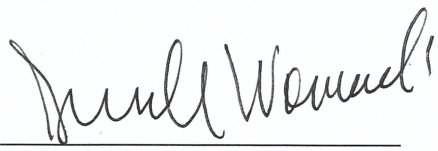
Section 15. --Limited Obligations. The Governmental Notes and the interest thereon shall be special limited obligations of the Issuer payable solely from the revenues, funds, and assets pledged under the Funding Loan Agreements, to secure payment of the Governmental Notes, and under no circumstances shall the Governmental Notes be payable from any other revenues, funds, assets or income of the Issuer; and

Section 16. --Approval Conditions. The actions and obligations authorized in this Resolution shall be subject to and conditioned upon receipt by the Issuer on the date of delivery of the Governmental Notes of the appropriate opinions of Bond Counsel with respect to the Governmental Notes; and

Section 17. --Information Return for Tax-Exempt Private Activity Bonds. The Board further directs that an officer of the Issuer submit or cause to be submitted to the Secretary of the Treasury, not later than the 15th day of the second calendar month after the close of the calendar quarter in which the Governmental Notes is issued, a statement containing the information required by Section 149(e) of the Code; and

Section 18. --Effective Date. This Resolution shall be in full force and effect from and upon its adoption.

PASSED by the Board of Commissioners this 20th day of May 2020.

Chairman: 

Secretary: 

Exhibit A to RESOLUTION NO. 20-

Description of the Project's property

TRACT 1:

BEING THAT CERTAIN TRACT OF LAND DESCRIBED AS CONTAINING 8.194 ACRES, MORE OR LESS, BEING ALL OF GREENBRIAR PLACE NORTH APARTMENTS SECTION ONE, ACCORDING TO THE MAP OR PLAT THEREOF, RECORDED IN VOLUME 324, PAGE 30, MAP RECORDS, HARRIS COUNTY, TEXAS, AS SAID TRACT IS MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS IN DEED TO HARVEST TIME EVANGELISTIC CENTER, INC. DATED APRIL 18, 2002 RECORDED IN DOCUMENT NO. V755024 REAL PROPERTY RECORDS, HARRIS COUNTY, TEXAS.

TRACT 2:

NON-EXCLUSIVE ACCESS EASEMENT OVER, ALONG AND ACROSS THAT CERTAIN TRACT OF LAND DESCRIBED AS CONTAINING 0.7595 ACRES, MORE OR LESS, OUT OF RESERVE "B", GREENBRIAR PLACE NORTH, SECTION ONE, ACCORDING TO THE MAP OR PLAT THEREOF, RECORDED IN VOLUME 304, PAGE 109, MAP RECORDS, HARRIS COUNTY, TEXAS, AS SAID 0.7595 ACRES IS MORE PARTICULARLY DESCRIBED IN AGREEMENT FOR INGRESS AND EGRESS EASEMENT EXECUTED BY AND BETWEEN WAYFOREST APARTMENTS, LTD. AND GREENBRIAR PLACE NORTH APARTMENTS, LTD., DATED MARCH 1, 1983, RECORDED IN DOCUMENT NO. HB843422, REAL PROPERTY RECORDS, HARRIS COUNTY, TEXAS, REFERENCE TO WHICH IS HEREBY MADE FOR ALL PURPOSES, INCLUDING THE INCORPORATION HEREIN OF SAID DESCRIPTION BY REFERENCE.



RESOLUTION NO. 20-33

RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY (THE "AUTHORITY") APPROVING AND RATIFYING: (i) THE ADMISSION OF AN INVESTOR LIMITED PARTNER AND A SPECIAL LIMITED PARTNER TO THE ARBOR AT WAYFOREST, L.P. (THE "PARTNERSHIP"), (ii) FOR HCHA WAYFOREST GP, LLC (THE "GENERAL PARTNER") TO ENTER INTO AN AMENDED AND RESTATED AGREEMENT OF LIMITED PARTNERSHIP FOR THE PARTNERSHIP, (iii) FOR THE PARTNERSHIP TO ENTER INTO A GROUND LEASE WITH THE AUTHORITY, AND (iv) SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation") an instrumentality of the Harris County Housing Authority (the "Authority"), is the sole member of HCHA Wayforest GP, LLC, a Texas limited liability company (the "General Partner"); and the General Partner is the sole general partner of The Arbor at Wayforest, L.P., a Texas limited partnership (the "Partnership") formed to control, own, maintain, and lease a certain 192-unit multifamily complex in the City of Houston, Harris County, Texas known as The Arbor at Wayforest (the "Project"); and

WHEREAS, all of the current partners of the Partnership are: the General Partner, The Arbor at Wayforest SLP, LLC as the class B limited partner (the "Class B Limited Partner"), and Howard D. Cohen as temporary limited partner; and

WHEREAS, Bank of America, N.A., a national banking association (the "Investor Limited Partner"), and Banc of America CDC Special Holding Company, Inc., a North Carolina Corporation (the "Special Limited Partner"), are being admitted into the Partnership as its investor limited partner and special limited partner, respectively; and

WHEREAS, the Authority desires for the Partnership to enter into a certain Development Agreement (the "Development Agreement") with the Corporation as co-developer and The Arbor at Wayforest Development, LLC, a Texas limited liability company (the "Developer") authorized to do business in Texas, for the development of the Project; and

WHEREAS, the Authority desires to acquire, via a conveyance deed (the "Deed"), the fee ownership of the property upon which the Project shall be constructed (the "Land") and has entered into a contract for the acquisition of the Land (as amended and/or assigned, the "Contract"); and

WHEREAS, the Authority desires to grant to the Partnership site control by entering into a long term ground lease and its corresponding Memorandum of Ground Lease (collectively the "Ground Lease Documents") with the Partnership, the terms of which the Partnership is required to develop and construct the Project; and

WHEREAS, the Authority desires to enter into other certificates, affidavits, agreements, documents, and other writings (collectively the "Ancillary Agreements") necessary or desirable in the consummation of the aforementioned conveyance and ground lease herein contemplated or as may be required by the title company to issue title insurance for the transaction.

NOW, THEREFORE, BE IT RESOLVED, by the Harris County Housing Authority Board of Commissioners, that the Authority is authorized to approve the admission of the Investor Limited Partner and the Special Limited Partner as limited partners to the Partnership and the withdrawal of Howard D. Cohen from the Partnership; and

BE IT FURTHER RESOLVED, that the form, terms, and provisions of the Amended and Restated Agreement of Limited Partnership of the Partnership (the "Amended Partnership Agreement") with respect to the admission of the Investor Limited Partner and the Special Limited Partner to the Partnership, in conjunction with the closing of the construction loan and bond financing for the Project, along with ancillary equity agreements and documents and Management Agreement, and any required affidavits, certifications, consents, and/or agreements in connection with the Amended Partnership Agreement, and all other documents, instruments, and other writings of every nature whatsoever necessary or desirable to effectuate the capitalization of the Partnership (collectively, along with the Amended Partnership Agreement and the Development Agreement, the "Partnership Documents") are hereby in each and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial accordance with, the terms of the Partnership Documents are hereby in each and every respect approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the Authority shall acquire the fee ownership of the Land, that the Partnership and the Authority shall enter into the aforementioned ground lease covering the Project, and that the Partnership and the Authority shall enter into the Deed, the Contract, Ground Lease Documents, and the Ancillary Agreements (collectively the "Land Documents"); and

BE IT FURTHER RESOLVED, that the Authority hereby approves and ratifies the actions of the Corporation, the sole member of the General Partner, and on behalf of the Partnership, as such actions are described in these Resolutions; and

BE IT FURTHER RESOLVED, that Horace Allison, the Executive Director/CEO of the Authority, (the "HA Executing Officer"), has been and hereby is authorized and directed, as the

act and deed of the Authority, to execute and deliver the Land Documents, and all other documents as may be necessary or desirable to consummate the actions described in the preceding Resolution and Land Documents, on behalf of the Authority; and

BE IT FURTHER RESOLVED, that Horace Allison, the Secretary of the Corporation and a Manager of the General Partner, or Paul Curry, the Finance Director of Harris County Housing Authority and a Manager of the General Partner (each individual an "Executing Officer"), individually and without joinder of the other, has been and hereby is authorized and directed, for and on behalf of the Corporation, the General Partner, and/or the Partnership, as applicable, to execute and deliver the Partnership Documents and the Land Documents, and all other documents as may be necessary or desirable to consummate the actions described in the preceding Resolution and in the Partnership Documents the Land Documents, on behalf of the Corporation, the General Partner, and the Partnership, as well as such other written instruments or obligations that the Partnership and/or General Partner may be required to execute by the Investor Limited Partner, in connection with the aforesaid events and transactions, containing such terms and conditions as are acceptable to the Partnership (collectively with the Partnership Documents and the Land Documents, the "Closing Documents"); and

BE IT FURTHER RESOLVED, that any such other actions necessary, convenient, or appropriate in order to carry out these Resolutions are hereby authorized, approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the Executing Officer is authorized (i) to negotiate definitive terms (not inconsistent with the terms described above) of the Land Documents, and (ii) to take such other actions for the Authority as the Executing Officer shall consider appropriate toward completion of the transactions contemplated by these Resolutions or performance of the obligations of the Authority under the Land Documents; and

BE IT FURTHER RESOLVED, that any Executing Officer, individually and without joinder of the other, is authorized, in the name and on behalf of the Corporation, the General Partner, and/or the Partnership, (i) to negotiate definitive terms (not inconsistent with the terms described above) of the Closing Documents, and (ii) to take such other actions for the General Partner, acting for itself or in a representative capacity as identified in these Resolutions on behalf of the Partnership, as the Executing Officer shall consider appropriate toward completion of the transactions contemplated by these Resolutions or performance of the obligations of the Partnership or the General Partner under the Closing Documents, and any other documents and agreements executed in connection with the admission of the Investor Limited Partner and Special Limited Partner and the withdrawal of the initial limited partner of the Partnership; and

BE IT FURTHER RESOLVED, that any action by the Executing Officer, to do and perform, or cause to be done and performed, in the name and on behalf of the Authority, or the execution and delivery, or causing to be executed and delivered, of the Land Documents, in the name and on behalf of the Authority, as it may deem to be necessary or advisable in order to

carry into effect the intent of the foregoing Resolutions or in order to comply with the requirements of the Land Documents, are hereby approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that any action by any Executing Officer, individually and without joinder of the other, to do and perform, or cause to be done and performed, in the name and on behalf of the Corporation, the General Partner, and/or the Partnership, or the execution and delivery, or causing to be executed and delivered, of the Closing Documents, in the name and on behalf of the Corporation, the General Partner, and/or the Partnership, as they or any of them may deem to be necessary or advisable in order to carry into effect the intent of the foregoing Resolutions or in order to comply with the requirements of the Closing Documents, are hereby approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that whenever the approval or satisfaction of the Corporation, the Authority, the General Partner, or the Partnership is required in connection with any document, item, or matter referred to in these Resolutions, such approval or satisfaction shall be conclusively signified and evidenced by an Executing Officer's execution of such document or of any document relating to such item or matter; and

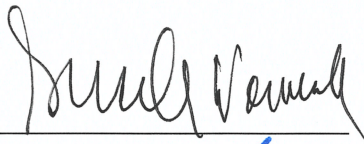
BE IT FURTHER RESOLVED, that the Investor Limited Partner, the Special Limited Partner, the Class B Limited Partner, and Developer are hereby authorized to rely upon these Resolutions, and upon any certificate of the sole member of the General Partner with respect thereto until receipt of actual written notice of the revocation thereof; and

BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by these Resolutions have already been taken by, or on behalf of, the Authority, the Corporation, the General Partner, and/or the Partnership, such actions are hereby ratified and confirmed as the valid actions of the Authority, the Corporation, the General Partner, and/or the Partnership, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the General Partner, and/or the Partnership are authorized to take such other actions as the Corporation or Authority shall consider necessary, convenient, or appropriate toward completion of the transactions contemplated by these Resolutions.

[The remainder of this page is intentionally left blank.]

PASSED by the Board of Commissioners this 20th day of May 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-34

**RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY
(THE “AUTHORITY”) APPROVING ACTIONS IN CONNECTION
WITH FINANCING FOR THE ARBOR AT WAYFOREST
PROJECT: (i) HCHA REDEVELOPMENT AUTHORITY, INC. (THE
“LENDER”) LOANING THE HARRIS COUNTY FUNDS
COMPRISED OF CDBG-DR FUNDS TO THE ARBOR AT
WAYFOREST, L.P., AND (ii) SUCH OTHER ACTIONS NECESSARY
OR CONVENIENT TO CARRY OUT THIS RESOLUTION**

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit public facility corporation (the “Lender”) an instrumentality of the Harris County Housing Authority (the “Authority”), is the recipient of the Funds (defined below) from Harris County for the purpose of developing the residential property located in the City of Houston, Harris County, Texas (the “Property”) whereupon The Arbor at Wayforest, L.P., a Texas limited partnership (the “Partnership”) shall construct a 192-unit multifamily complex known as The Arbor at Wayforest (the “Project”); and

WHEREAS, the Lender shall loan the Funds (defined below), for the purpose of developing the Project, to the Partnership; and

WHEREAS, the Lender is the sole member of HCHA Wayforest GP, LLC, a Texas limited liability company and the sole general partner of the Partnership; and

WHEREAS, the Authority desires for the Lender to enter into a loan in the amount of up to \$9,520,000 comprised of CDBG-DR funds (the “Funds”) that shall be granted from Harris County to the Lender, said Funds being so loaned from the Lender to the Partnership (the “Loan”) for the development and related costs of the Project.

NOW, THEREFORE, BE IT RESOLVED, by the Harris County Housing Authority Board of Commissioners, that the Authority and the Lender are authorized to accept the Funds, to provide the Loan to the Partnership, and to enter into related agreements, financing statements, certifications, such other instruments or written obligations as may be desired or required by Harris County in connection with the Funds and the Loan and all other documents and instruments executed as security for, or otherwise in connection with, the Funds and the Loan (collectively, the “Grant Documents”); and

BE IT FURTHER RESOLVED, that the Authority shall grant the Funds to the Lender in order for the Lender to make the Loans; and

BE IT FURTHER RESOLVED, that Horace Allison (the “Executing Officer”), the Executive Director/CEO of the Authority, is hereby authorized, for and on behalf of the Authority, to negotiate such terms and conditions for the Grant Documents as such Executing Officer may deem best, and to execute and deliver the Grant Documents for and on behalf of the Authority, said Grant Documents containing such terms and conditions as may be acceptable or agreeable to such Executing Officer, such acceptance and agreement to be conclusively evidenced by execution and delivery thereof by such Executing Officer; and

BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized, in the name of and on behalf of the Authority, to take such further action and to do all things that may appear in the discretion of same Executing Officer to be necessary in connection with or arising out of the Grant Documents or the Funds; and

BE IT FURTHER RESOLVED, that the Lender in its corporate capacity is authorized to obtain the Funds from Harris County and enter into the Loan with the Partnership as its borrower and the Lender as its lender, such Loan being comprised of the Funds; and

BE IT FURTHER RESOLVED, that the Lender shall provide a Loan Note in favor of Harris County to evidence the Funds and shall execute certain other documents including but not limited to a Loan Agreement; and

BE IT FURTHER RESOLVED, that the Lender shall accept a Promissory Note payable to the order of the Lender, financing statements, borrower certifications, and one or more Deed of Trusts recorded against the Project and the Property; and

BE IT FURTHER RESOLVED, that the Lender shall enter into and execute one or more Intercreditor and Subordination Agreements among Harris County, Citibank, N.A., Harris County Housing Authority Public Facility Corporation, the Lender, and the Partnership, Declarations of Restrictions, subordinations, financing statements, certifications, collateral assignments, and such other instruments or written obligations of the Lender or of the Partnership as may be desired or required by Harris County or the Lender, in connection with the Funds and/or the Loan and all other documents and instruments executed as security for, or otherwise in connection with, the Loans (collectively, along with the Loan Note, the Loan Agreement, the Promissory Note, financing statements, borrower certifications, and one or more Deed of Trusts, the “Loan Documents”); and

BE IT FURTHER RESOLVED, that Horace Allison (the “Executing Officer”), the Secretary of the Lender, is hereby authorized, for and on behalf of the Lender, to negotiate such terms and conditions for the Funds and the Loan as such Executing Officer may deem best, and to execute and deliver the Grant Documents and the Loan Documents for and on behalf of the Lender, said Grant Documents and Loan Documents containing such terms and conditions as may be

acceptable or agreeable to such Executing Officer, such acceptance and agreement to be conclusively evidenced by execution and delivery thereof by such Executing Officer; and

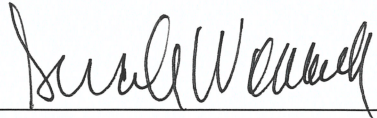
BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized, in the name of and on behalf of the Lender, to take such further action and to do all things that may appear in the discretion of such Executing Officer to be necessary in connection with or arising out of the Funds and/or the Loan; and

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements in connection with the transactions contemplated by these Resolutions that were undertaken prior to the adoption of these Resolutions by any Executing Officer or Commissioner of the Authority are hereby ratified, confirmed, and adopted by the Authority; and

BE IT FURTHER RESOLVED, that the Authority and the Lender are authorized to take such other actions as the Authority, or the Lender shall consider necessary or appropriate toward completion of the transactions contemplated by these Resolutions.

[The remainder of this page is intentionally left blank.]

PASSED by the Board of Commissioners this 20th day of May 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-35

**RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY
(THE "AUTHORITY") APPROVING AND RATIFYING ACTIONS IN
CONNECTION WITH FINANCING FOR THE ARBOR AT
WAYFOREST PROJECT: (i) THE ARBOR AT WAYFOREST, L.P.
(THE "PARTNERSHIP") ENTERING INTO A LOAN FROM HCHA
REDEVELOPMENT AUTHORITY, INC. (THE "CORPORATION")
OF CDBG-DR FUNDS GRANTED BY HARRIS COUNTY, AND (ii)
SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO
CARRY OUT THIS RESOLUTION**

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation") an instrumentality of the Harris County Housing Authority (the "Authority"), is the sole member of HCHA Wayforest GP, LLC, a Texas limited liability company (the "General Partner"); and the General Partner is the sole general partner of The Arbor at Wayforest, L.P., a Texas limited partnership (the "Partnership"), which controls the residential property located in the City of Houston, Harris County, Texas (the "Property") whereupon the Partnership shall construct a 192-unit multifamily complex known as The Arbor at Wayforest (the "Project"); and

WHEREAS, the Authority desires for the Partnership and the Corporation to enter into a loan (the "Loan") in the amount of up to \$9,520,000 comprised a grant of Harris County CDBG-DR funds (the "Funds") that shall be granted from Harris County to the Lender, said Funds being in turn loaned from the Lender to the Partnership for the development and related costs of the Project.

NOW, THEREFORE, BE IT RESOLVED, by the Harris County Housing Authority Board of Commissioners, that the Corporation, in its corporate and individual capacity and also in its capacity as the sole member of the General Partner and in turn in its capacity as the sole general partner of the Partnership, is authorized to enter into the Loan with the Partnership as its borrower and the Lender as its Lender, such Loan being comprised of the Funds; and

BE IT FURTHER RESOLVED, that the Corporation, the General Partner, and/or the Partnership shall enter into and execute a Promissory Note payable to the order of the Corporation, one or more Deed of Trusts against the Project, one or more Intercreditor and Subordination Agreements among Harris County, Harris County Housing Authority, Citibank, N.A., Harris County Housing Authority Public Facility Corporation, the Lender, and the Partnership, Declarations of Restrictions, financing statements, subordinations, certifications, such other

instruments or written obligations of the Corporation or the Partnership as may be desired or required by Harris County or the Lender in connection with the Loan and all other documents and instruments executed as security for, or otherwise in connection with, the Loan (collectively, the “Loan Documents”); and

BE IT FURTHER RESOLVED, that Horace Allison (the “Executing Officer”), the Secretary of the Corporation and the Executive Director/CEO of the Authority, is hereby authorized, for and on behalf of the Corporation, the General Partner, and the Partnership, to negotiate such terms and conditions for the Loan as such Executing Officer may deem best, and to execute and deliver the Loan Documents for and on behalf of the Corporation, the General Partner, and the Partnership, said Loan Documents containing such terms and conditions as may be acceptable or agreeable to such Executing Officer, such acceptance and agreement to be conclusively evidenced by execution and delivery thereof by such Executing Officer; and

BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized, in the name of and on behalf of the Corporation, the General Partner, and the Partnership, to take such further action and to do all things that may appear in the discretion of such Executing Officer to be necessary in connection with or arising out of the Loan; and

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements in connection with the transactions contemplated by these Resolutions that were undertaken prior to the adoption of these Resolutions by any Executing Officer or Commissioner of the Authority are hereby ratified, confirmed, and adopted by Authority; and

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements in connection with the transactions contemplated by these Resolutions that were undertaken prior to the adoption of these Resolutions by any Officer of the Corporation, on behalf of the Corporation, the General Partner, of the Partnership, are hereby ratified, confirmed, and adopted by the Corporation, the General Partner, and/or the Partnership, as applicable; and

BE IT FURTHER RESOLVED, that the Authority, the Corporation, the General Partner, and the Partnership are authorized to take such other actions as the Corporation or Authority shall consider necessary or appropriate toward completion of the transactions contemplated by these Resolutions.

[The remainder of this page is intentionally left blank.]

PASSED by the Board of Commissioners this 20th day of May 2020.

Chairman: 

Secretary: 



RESOLUTION NO. 20-36

**RESOLUTION BY THE HARRIS COUNTY HOUSING AUTHORITY
(THE “AUTHORITY”) APPROVING AND RATIFYING ACTIONS IN
CONNECTION WITH THE FINANCING FOR THE ARBOR AT
WAYFOREST PROJECT: (i) FOR THE ARBOR AT WAYFOREST,
L.P. (THE “PARTNERSHIP”) TO ENTER INTO A CONSTRUCTION
LOAN FROM BANK OF AMERICA, N.A., (ii) FOR THE
PARTNERSHIP TO ENTER INTO A PERMANENT LOAN FROM
CITIBANK, N.A., AND (iii) SUCH OTHER ACTIONS NECESSARY
OR CONVENIENT TO CARRY OUT THIS RESOLUTION**

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the “Corporation”) an instrumentality of the Harris County Housing Authority (the “Authority”), is the sole member of HCHA Wayforest GP, LLC, a Texas limited liability company (the “General Partner”), a Texas limited liability company; and the General Partner is the sole general partner of The Arbor at Wayforest, L.P., a Texas limited partnership (the “Partnership”); and

WHEREAS, the Authority desires for the Partnership to enter into a construction loan in the amount of up to **\$20,000,000.00** (the “Construction Loan”) from Bank of America, N.A., a national banking association (“BoA”), in conjunction with the Bonds described below, for the development and related costs of a certain property located in the City of Houston, Harris County, Texas (the “Property”) whereon the construction of a 192-unit multifamily complex known as Arbor at Wayforest (the “Project”) is planned; and

WHEREAS, the Partnership desires to enter into a permanent loan in the amount of up to **\$20,000,000.00** (the “Permanent Loan” and, together with the Construction Loan, the “Loan”) from Citibank, N.A., a national banking association (“Citi” and along with BoA collectively the “Lenders”), in conjunction with the Bonds described below, for the permanent financing and related costs of the Property and the Project; and

WHEREAS, in connection with the contemplated Loan transaction, the Partnership, the General Partner, and the Corporation are required to enter into various documents which will evidence the Loan, including, but not limited to, a Funding Loan Agreement, a Borrower Loan Agreement, Leasehold Deed of Trust, Assignment, Security Agreement and Fixture Filing, Assignment of Deed of Trust, Promissory Note, Collateral Assignment of General Partner’s Interest, Collateral Assignment of Class B Partner’s Interest, Collateral Assignment and Pledge of Developer Fee, Assignment of Management Agreement and Subordination of Management Fees, Assignment of HAP Contract, Investor Equity Assignment, Assignment of Contracts,

Budget Certification, and Environmental Indemnity Agreement, a Forward Purchase Agreement with Citi for the Permanent Loan, and any related document related to the Construction Loan or the Permanent Loan, including a promissory note, security instrument, agreements, assignments, commitment letters, affidavits, financing statements, certifications, consents, indemnifications, authorizing resolutions, and various other loan documentation as may be required by the Lenders in connection with the Construction Loan and with the Permanent Loan (collectively, all of such Loan and security documents are hereinafter referred to as the “Loan Documents”); and

WHEREAS, in connection with the contemplated Loan transaction, the Partnership, the General Partner, and the Corporation are also required to enter into corresponding bond documents of up to **\$20,000,000** in conjunction with 4% tax credits, including, but not limited to the Harris County Housing Authority Multifamily Housing Governmental Note (Arbor at Wayforest), Series 2020A (the “Bonds”), Borrower Loan Agreement, Land Use Restriction Agreement, General and No-Litigation Certificate of the Partnership, Certificate of Sole Member of General Partner, General and No-Litigation Certificate of Commercial Owner, Certificate of Sole Member of Managing Member, Assignment of Leasehold Multifamily Deed of Trust and Loan Documents, any letters, affidavits, certifications, consents, indemnifications, financing statements, and various other documentation as may be required by the issuer or the trustee in connection with the Bonds (collectively, all such documents are hereinafter referred to as the “Bond Documents”) for further financing the Project.

NOW, THEREFORE, BE IT RESOLVED, by the Harris County Housing Authority Board of Commissioners, that, in connection with the transactions contemplated by these Resolutions, the Corporation, acting in its corporate and individual capacity and in its capacity as the sole member of the General Partner and in turn in its capacity as the sole general partner of the Partnership, is authorized and directed (a) to enter into the Construction Loan, the Permanent Loan, and the Bonds, (b) to negotiate the terms of the Construction Loan, the Permanent Loan, and the Bonds, (c) to execute, and/or to enter into, as necessary, each of Loan Documents and the Bond Documents (collectively, the “Closing Documents”), and (d) to take such other and further actions and to execute and to enter into such Closing Documents and such contracts, agreements, instruments, and amendments thereof in such form and such provisions as the General Partner may deem appropriate in order to deal with the development of the Project; and

BE IT FURTHER RESOLVED, that the form, terms, and provisions of the Closing Documents and such other documents as contemplated thereby are hereby in each and every respect authorized, approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the authorization of the Corporation to enter into the Closing Documents and that execution and delivery thereof, in the name and on behalf of the Corporation, the General Partner, and the Partnership, by Horace Allison, the Secretary (the “Executing Officer”) of the Corporation, individually and without the joinder of any other

person, in the form as so executed and delivered, is hereby authorized, approved, ratified, and confirmed; and

BE IT FURTHER RESOLVED, that the execution and delivery by the Executing Officer of any of the aforesaid agreements, documents, and instruments authorized in the foregoing Resolutions and the taking by the Executing Officer of any acts in any way related to the transactions contemplated by the foregoing Resolutions and such agreements, documents, and instruments, shall be conclusive evidence of his approval thereof and of his authority to execute and deliver such agreements, documents, and instruments and to take and perform such acts in the name and on behalf of the Corporation, the General Partner, and/or the Partnership, as the case may be; and

BE IT FURTHER RESOLVED, that the Executing Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Corporation, the General Partner, and the Partnership, to execute all of the Closing Documents and any other documents and agreements executed in connection with the transactions contemplated hereby; and

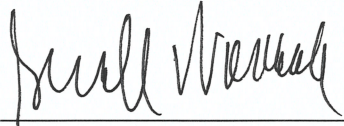
BE IT FURTHER RESOLVED, that the Executing Officer is authorized (i) to negotiate definitive terms (not inconsistent with the terms described above) of the Closing Documents, and (ii) to take such other actions for the Corporation, General Partner, and/or Partnership, as applicable, as the Executing Officer considers appropriate toward completion of the transactions contemplated by these Resolutions or performance of the obligations of the Corporation, General Partner, and/or Partnership, as applicable, under the Closing Documents and any other documents and agreements executed in connection with the transactions contemplated hereby; and

BE IT FURTHER RESOLVED, that to the extent any of the actions authorized by these Resolutions have already been taken, such actions are hereby ratified and confirmed as the valid actions of the Authority, the Corporation, the General Partner, and/or the Partnership, as the case may be, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the Authority is authorized to take such other actions as the Corporation or Authority shall consider necessary, convenient, or appropriate toward completion of the transactions contemplated by these Resolutions.

[The remainder of this page is intentionally left blank.]

PASSED by the Board of Commissioners this 20th day of May 2020.

Chairman: 

Secretary: 