



RESOLUTION NO. 25-01

RESOLUTION OF THE HCHA REDEVELOPMENT AUTHORITY, INC., APPROVING AND RATIFYING (i) AN AMENDMENT TO THE PURCHASE AND SALE AGREEMENT FOR GREENWOOD AT KATY (THE "PROPERTY"), and SUCH OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTIONS

WHEREAS, HCHA Redevelopment Authority, Inc., a Texas non-profit corporation (the "Corporation") owns the Greenwood at Katy Apartments (the "**Project**") and ground leases it to AMCAL Katy, L.P., a Texas limited partnership (the "**Partnership**") pursuant to that certain Lease dated effective as of June 1, 2020 (the "**Lease**") by and between the Corporation as "landlord" and the Partnership as "tenant";

WHEREAS, the Corporation is the sole member of HCHA Katy SLP, LLC, a Texas limited liability company, which is the special limited partner in the Partnership;

WHEREAS, the Partnership desires to execute that certain Leasehold Estate Purchase and Sale Agreement with Escrow Instructions by and between the Partnership and Allen Harris Company, LLC, a Texas limited liability company (the "**Purchaser**") to-be dated on or about the date hereof and pursuant thereto: (i) sell and transfer its leasehold interest in the Project, and (ii) sell and assign its general partner interest in the Partnership such that the Purchaser will enter into a Second Amended and Restated Partnership Agreement of AMCAL Katy, L.P. with the SLP on terms that are substantially consistent with those set forth in the existing Amended and Restated Partnership Agreement of AMCAL Katy, L.P. (the transaction described in clauses (i) and (ii) hereof, the "**Transaction**," and any documents necessary to implement the Transaction, the "**Transaction Documents**");

WHEREAS, the Authority's consent is required for the execution of the afore-mentioned documents and the staff of the Authority has determined that it is in the best interest of the Authority to provide such consent;

NOW THEREFORE, BE IT RESOLVED, that the Board of Commissioners of the Harris County Housing Authority hereby authorizes the Transaction, and each of the Authority, the Corporation, the Partnership and the SLP is hereby authorized to execute and deliver the Transaction Documents, as applicable; and that Melissa Quijano as CEO of the Authority and Secretary of the Corporation (the "**Executing Officer**"), as applicable, is hereby authorized, empowered and directed, for and on behalf of, and in the name of each of the Authority, Corporation, and SLP, as the case may be, to execute and deliver the Transaction Documents to the requesting party, and such other documents and instruments in connection therewith as may be necessary or desirable, with such changes and modifications thereto as shall be approved by executing the same, such execution and delivery to be conclusive evidence of such approvals; and be it

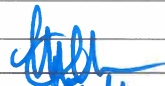
FURTHER RESOLVED, that the execution by the Executing Officer of any document or instrument authorized by the foregoing Resolutions or any document or instrument executed in the accomplishment of any action or actions authorized, or the execution of any amendment or modification of any such document or instrument shall be deemed to be conclusive approval thereof by the Authority, Corporation, and SLP, as the case may be, and the binding act and obligation of such entity; and be it

FURTHER RESOLVED, that the Board of Commissioners of the Authority finds the actions authorized by these resolutions may reasonably be expected to directly or indirectly benefit each of the Authority, Corporation, and SLP; and be it

FURTHER RESOLVED, that this Resolution may be executed in several counterparts, and all so executed shall constitute one resolution, binding on all the parties hereto. Any counterpart of this Resolution, which has attached to it separate signature pages which together contain the signatures of all parties or is executed by an attorney-in-fact on behalf of some or all of the parties, shall for all purposes be deemed a fully executed instrument; and be it

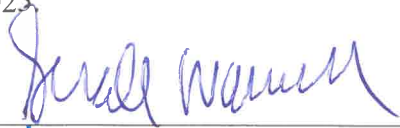
FURTHER RESOLVED, that each of the Authority, Corporation, and SLP is authorized and directed to deliver a certified copy of the foregoing resolutions to any relevant party making a reasonable request therefor, and to certify that the foregoing resolutions were duly adopted and that the provisions thereof are in full conformity with the governing and organizational documents of each of the Authority, Corporation, and SLP;

AND BE IT CERTIFIED that the following person or persons now hold the office indicated below and that such person's bona fide signature is set forth below:

Name	Title	Signature
Melissa Quijano	CEO of the Authority	
Melissa Quijano	Secretary of the Corporation	

These Resolutions shall be in full force and effect from and upon their adoption.

PASSED, by the Board of Directors of the Harris County Housing Authority this 15th day of January, 2025.

President: 

Secretary: 