



**RESOLUTION NO. 23-01**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC., AUTHORIZING SETTLEMENT WITH LDG DEVELOPMENT, LLC, LDG MULTIFAMILY, LLC, LDG CHANNELVIEW SLP, LLC, LDG NORTHWOOD SLP, LLC, AND XPERT DESIGN AND CONSTRUCTION, LLC, OF THE DISPUTE ARISING OVER SUBSTITUTION OF COUNTERTOP MATERIALS FOR THE HOLLOWES AND NORTHWOOD AFFORDABLE HOUSING DEVELOPMENTS**

**WHEREAS**, HCHA Redevelopment Authority, Inc., (HCHA-RA) is a Texas nonprofit corporation formed by Harris County Housing Authority (HCHA) to serve its mission of providing affordable housing to low- and moderate-income individuals and families; and

**WHEREAS**, for the purpose of constructing the affordable housing development to be located at 2212 Dell Dale St., Houston, Texas, and known as The Hollows Apartments, HCHA-RA formed HCHA Channelview GP, LLC, a Texas limited liability company, to serve as the general partner of LDG Channelview, LP, a Texas limited partnership (The Hollows Partnership); and

**WHEREAS**, LDG Development, LLC, formed LDG Channelview SLP, LLC, for the purpose of serving as a special limited partner in The Hollows Partnership and aiding in construction of The Hollows Apartments; and

**WHEREAS**, for the purpose of constructing the affordable housing development to be located at 12620 Eastex Freeway, Houston, Texas, and known as Northwood Apartments, HCHA-RA formed HCHA Northwood GP, LLC, a Texas limited liability company, to serve as the general partner of LDG Northwood, LP, a Texas limited partnership (Northwood Partnership); and

**WHEREAS**, LDG Development, LLC, formed LDG Northwood SLP, LLC, for the purpose of serving as a special limited partner in the Northwood Partnership and aiding in construction of Northwood Apartments; and

**WHEREAS**, LDG Multifamily, LLC, was retained by both limited partnerships to provide development services, and HCHA-RA retained Xpert Design and Construction, LLC, an affiliate of LDG Development, LLC, to serve as the Prime Subcontractor for both developments; and

**WHEREAS**, during construction of The Hollows Apartments and Northwood Apartments, a dispute between the entities affiliated with LDG Development, LLC, on the one side, and the entities affiliated with HCHA, on the other side, arose over the material used in the countertops installed or to be installed in the apartment units; and

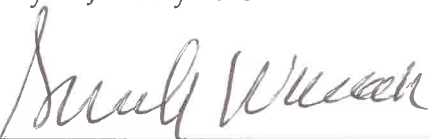
**WHEREAS**, the dispute threatened to impede completion of The Hollows Apartments and Northwood Apartments and to avoid that problem, the parties negotiated a settlement under which, among other agreements, granite countertops will be installed in 256 out of 288 units in Northwood Apartments, the plastic laminate countertops now installed in 32 of those units will be replaced as the units become vacant, the plastic laminate countertops installed in The Hollows will eventually be replaced with granite countertops, and the parties will cooperate in the issuance of a supplemental bond by Harris County Housing Authority Public Facility Corporation; and

**WHEREAS**, HCHA's staff have recommended that HCHA-RA, for itself and as the sole member of HCHA Channelview GP, LLC, and as the sole member of HCHA Northwood GP, LLC, accept the terms of the settlement negotiated between the parties, the full terms of which are set forth in the Agreement of Settlement and Mutual Release of Claims (Settlement Agreement), a copy of which is attached to this resolution;

**NOW, THEREFORE, BE IT RESOLVED**, that after considering the terms of the Settlement Agreement and the recommendations of HCHA's staff, HCHA -RA's Board of Directors hereby authorizes and empowers Melissa Quijano, as Vice President and Secretary of HCHA-RA, to enter into the settlement of the dispute with LDG Development, LLC, LDG Multifamily, LLC, LDG Channelview SLP, LLC, LDG Northwood SLP, LLC, and Xpert Design and Construction, LLC, under the terms of the Settlement Agreement; and

**BE IT FURTHER RESOLVED**, that Melissa Quijano, as Vice President and Secretary of HCHA-RA, is authorized to take all other actions and execute all such documents and instruments as she deems reasonable, necessary, or appropriate for HCHA-RA's performance under the terms of the Settlement Agreement.

**PASSED** by the Board of Directors on this 11th day of January 2023.

President:  \_\_\_\_\_

Secretary:  \_\_\_\_\_



**RESOLUTION NO. 23-02**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC., AS THE SOLE MEMBER OF HCHA NORTHWOOD GP, LLC, AUTHORIZING SETTLEMENT WITH LDG DEVELOPMENT, LLC, LDG MULTIFAMILY, LLC, LDG CHANNELVIEW SLP, LLC, LDG NORTHWOOD SLP, LLC, AND XPRT DESIGN AND CONSTRUCTION, LLC, OF THE DISPUTE ARISING OVER SUBSTITUTION OF COUNTERTOP MATERIALS FOR THE HOLLOWES AND NORTHWOOD AFFORDABLE HOUSING DEVELOPMENTS**

**WHEREAS**, HCHA Redevelopment Authority, Inc., (HCHA-RA) is a Texas nonprofit corporation formed by Harris County Housing Authority (HCHA) to serve its mission of providing affordable housing to low- and moderate-income individuals and families; and

**WHEREAS**, for the purpose of constructing the affordable housing development to be located at 2212 Dell Dale St., Houston, Texas, and known as The Hollows Apartments, HCHA-RA formed HCHA Channelview GP, LLC, a Texas limited liability company, to serve as the general partner of LDG Channelview, LP, a Texas limited partnership (The Hollows Partnership); and

**WHEREAS**, LDG Development, LLC, formed LDG Channelview SLP, LLC, for the purpose of serving as a special limited partner in The Hollows Partnership and aiding in construction of The Hollows Apartments; and

**WHEREAS**, for the purpose of constructing the affordable housing development to be located at 12620 Eastex Freeway, Houston, Texas, and known as Northwood Apartments, HCHA-RA formed HCHA Northwood GP, LLC, a Texas limited liability company, to serve as the general partner of LDG Northwood, LP, a Texas limited partnership (Northwood Partnership); and

**WHEREAS**, LDG Development, LLC, formed LDG Northwood SLP, LLC, for the purpose of serving as a special limited partner in the Northwood Partnership and aiding in construction of Northwood Apartments; and

**WHEREAS**, LDG Multifamily, LLC, was retained by both limited partnerships to provide development services, and HCHA-RA retained Xpert Design and Construction, LLC, an affiliate of LDG Development, LLC, to serve as the Prime Subcontractor for both developments; and

**WHEREAS**, during construction of The Hollows Apartments and Northwood Apartments, a dispute between the entities affiliated with LDG Development, LLC, on the one side, and the entities affiliated with HCHA, on the other side, arose over the material used in the countertops installed or to be installed in the apartment units; and

**WHEREAS**, the dispute threatened to impede completion of The Hollows Apartments and Northwood Apartments and to avoid that problem, the parties negotiated a settlement under which, among other agreements, granite countertops will be installed in 256 out of 288 units in Northwood Apartments, the plastic laminate countertops now installed in 32 of those units will be replaced as the units become vacant, the plastic laminate countertops installed in The Hollows will eventually be replaced with granite countertops, and the parties will cooperate in the issuance of a supplemental bond by Harris County Housing Authority Public Facility Corporation; and


**WHEREAS**, HCHA's staff have recommended that HCHA-RA, for itself and as the sole member of HCHA Channelview GP, LLC, and as the sole member of HCHA Northwood GP, LLC, accept the terms of the settlement negotiated between the parties, the full terms of which are set forth in the Agreement of Settlement and Mutual Release of Claims (Settlement Agreement), a copy of which is attached to this resolution;

**NOW, THEREFORE, BE IT RESOLVED**, that after considering the terms of the Settlement Agreement and the recommendations of HCHA's staff, HCHA-RA's Board of Directors hereby authorizes and empowers Melissa Quijano, as Vice President and Secretary of HCHA-RA, as the sole member and on behalf of HCHA Northwood GP, LLC, to enter into the settlement of the dispute with LDG Development, LLC, LDG Multifamily, LLC, LDG Channelview SLP, LLC, LDG Northwood SLP, LLC, and Xpert Design and Construction, LLC, under the terms of the Settlement Agreement; and

**BE IT FURTHER RESOLVED**, that Melissa Quijano, as Vice President and Secretary of HCHA-RA, as the sole member and on behalf of HCHA Northwood GP, LLC, is authorized to take all other actions and execute all such documents and instruments as she deems reasonable, necessary, or appropriate for HCHA Northwood GP, LLC's performance under the terms of the Settlement Agreement.

**PASSED** by the Board of Directors on this 11th day of January 2023.

President: 

Secretary: 



**RESOLUTION NO. 23-03**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC., AS THE SOLE MEMBER OF HCHA CHANNELVIEW GP, LLC, AUTHORIZING SETTLEMENT WITH LDG DEVELOPMENT, LLC, LDG MULTIFAMILY, LLC, LDG CHANNELVIEW SLP, LLC, LDG NORTHWOOD SLP, LLC, AND XPRT DESIGN AND CONSTRUCTION, LLC, OF THE DISPUTE ARISING OVER SUBSTITUTION OF COUNTERTOP MATERIALS FOR THE HOLLOWES AND NORTHWOOD AFFORDABLE HOUSING DEVELOPMENTS**

**WHEREAS**, HCHA Redevelopment Authority, Inc., (HCHA-RA) is a Texas nonprofit corporation formed by Harris County Housing Authority (HCHA) to serve its mission of providing affordable housing to low- and moderate-income individuals and families; and

**WHEREAS**, for the purpose of constructing the affordable housing development to be located at 2212 Dell Dale St., Houston, Texas, and known as The Hollows Apartments, HCHA-RA formed HCHA Channelview GP, LLC, a Texas limited liability company, to serve as the general partner of LDG Channelview, LP, a Texas limited partnership (The Hollows Partnership); and

**WHEREAS**, LDG Development, LLC, formed LDG Channelview SLP, LLC, for the purpose of serving as a special limited partner in The Hollows Partnership and aiding in construction of The Hollows Apartments; and

**WHEREAS**, for the purpose of constructing the affordable housing development to be located at 12620 Eastex Freeway, Houston, Texas, and known as Northwood Apartments, HCHA-RA formed HCHA Northwood GP, LLC, a Texas limited liability company, to serve as the general partner of LDG Northwood, LP, a Texas limited partnership (Northwood Partnership); and

**WHEREAS**, LDG Development, LLC, formed LDG Northwood SLP, LLC, for the purpose of serving as a special limited partner in the Northwood Partnership and aiding in construction of Northwood Apartments; and

**WHEREAS**, LDG Multifamily, LLC, was retained by both limited partnerships to provide development services, and HCHA-RA retained Xpert Design and Construction, LLC, an affiliate of LDG Development, LLC, to serve as the Prime Subcontractor for both developments; and

**WHEREAS**, during construction of The Hollows Apartments and Northwood Apartments, a dispute between the entities affiliated with LDG Development, LLC, on the one side, and the entities affiliated with HCHA, on the other side, arose over the material used in the countertops installed or to be installed in the apartment units; and


**WHEREAS**, the dispute threatened to impede completion of The Hollows Apartments and Northwood Apartments and to avoid that problem, the parties negotiated a settlement under which, among other agreements, granite countertops will be installed in 256 out of 288 units in Northwood Apartments, the plastic laminate countertops now installed in 32 of those units will be replaced as the units become vacant, the plastic laminate countertops installed in The Hollows will eventually be replaced with granite countertops, and the parties will cooperate in the issuance of a supplemental bond by Harris County Housing Authority Public Facility Corporation; and

**WHEREAS**, HCHA's staff have recommended that HCHA-RA, for itself and as the sole member of HCHA Channelview GP, LLC, and as the sole member of HCHA Northwood GP, LLC, accept the terms of the settlement negotiated between the parties, the full terms of which are set forth in the Agreement of Settlement and Mutual Release of Claims (Settlement Agreement), a copy of which is attached to this resolution;

**NOW, THEREFORE, BE IT RESOLVED**, that after considering the terms of the Settlement Agreement and the recommendations of HCHA's staff, HCHA-RA's Board of Directors hereby authorizes and empowers Melissa Quijano, as Vice President and Secretary of HCHA-RA, as the sole member and on behalf of HCHA Channelview GP, LLC, to enter into the settlement of the dispute with LDG Development, LLC, LDG Multifamily, LLC, LDG Channelview SLP, LLC, LDG Northwood SLP, LLC, and Xpert Design and Construction, LLC, under the terms of the Settlement Agreement; and

**BE IT FURTHER RESOLVED**, that Melissa Quijano, as Vice President and Secretary of HCHA-RA, as the sole member and on behalf of HCHA Channelview GP, LLC, is authorized to take all other actions and execute all such documents and instruments as she deems reasonable, necessary, or appropriate for HCHA Channelview GP, LLC's performance under the terms of the Settlement Agreement.

**PASSED** by the Board of Directors on this 11th day of January 2023.

President: 

Secretary: 



**RESOLUTION NO. 23-04**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC., AS SOLE MEMBER OF HCHA CYPRESSWOOD ESTATES, LLC, REPLACING HORACE ALLISON WITH MELISSA QUIJANO TO SERVE AS A MANAGER OF HCHA CYPRESSWOOD ESTATES, LLC**

**WHEREAS**, HCHA Cypresswood Estates, LLC (Company) is a manager-managed Texas limited liability company formed by HCHA Redevelopment Authority, Inc. (HCHA – RA) for the purpose of developing affordable housing for the residents of Harris County, Texas; and

**WHEREAS**, the sole Member of the Company is HCHA - RA, and under its Amended and Restated Company Regulations, as amended by the First Amendment thereto, effective March 22, 2018, the sole Member may, at any time, remove one or more of the managers of the Company and elect a successor Manager or Managers; and

**WHEREAS**, under Resolution No. 19-01, HCHA-RA elected Horace Allison and Paul Curry to serve as the Managers of the Company; and

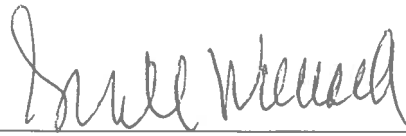
**WHEREAS**, HCHA-RA serves as an instrumentality of Harris County Housing Authority (HCHA) and until his retirement on July 22, 2022, Horace Allison served as the Executive Director of HCHA and the Secretary of HCHA-RA; and

**WHEREAS**, considering the retirement of Horace Allison, HCHA-RA has determined it is appropriate to remove him from his position as a Manager of the Company and elect Melissa Quijano, the Acting Executive Director of HCHA and the Secretary of HCHA-RA, to serve as a Manager of the Company;

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors of HCHA-RA, acting as the sole Member of the Company, that:

1. Horace Allison is removed from his position as a Manager of the Company; and
2. Melissa Quijano is elected to serve, with Paul Curry, as one of the two Managers of the Company, either of whom may independently and without the joinder of the other Manager, bind the Company, manage its business and affairs, and exercise its powers.

**PASSED** by the Board of Directors this 19th day of April 2023.

President:   
Gerald Womack, President

Secretary:   
Melissa Quijano, Secretary





**RESOLUTION NO. 23-05**

**RESOLUTION BY HCHA REDEVELOPMENT AUTHORITY, INC.  
(THE "CORPORATION") APPROVING AND RATIFYING ACTIONS  
IN CONNECTION WITH THE FINANCING FOR THE ARBOR AT  
WAYFOREST PROJECT: (i) FOR ARBOR AT WAYFOREST, L.P.  
(THE "PARTNERSHIP") TO ENTER INTO A PERMANENT LOAN  
FROM CITIBANK, N.A., 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") and instrumentality of the Harris County Housing 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 Arbor at Wayforest, L.P., a Texas limited partnership (the "Partnership"); and

**WHEREAS**, the Partnership, in order to finance a certain multifamily complex known as The Arbor at Wayforest (the "Project"), has entered into (a) various bond documents including, but not limited to, the Harris County Housing Authority Public Facility Corporation Multifamily Governmental Note (Arbor at Wayforest) Series 2020A (the "Bonds"), as well as (b) a construction loan from Bank of America, N.A., a national banking association ("Bank of America"), memorialized in tax-exempt loan documents in conjunction with the Bonds and in taxable loan documents (collectively, the "Construction Loan"); and

**WHEREAS**, the Partnership desires to enter into a \$14,000,000.00 loan (the "Permanent Loan") from Citibank, N.A., a national banking association (the "Lender"), for the permanent loan financing of the Project; and

**WHEREAS**, in connection with the contemplated Permanent Loan transaction, the Partnership, the General Partner, and the Corporation are required to enter into various documents which will evidence the Permanent Loan, as well as documentation relating to the Bonds and the Construction Loan, including, but not limited to, an Assignment of Construction Deed of Trust, Note and Loan Documents (for the tax-exempt loan), an Assignment of Deed of Trust, Release of Landlord's Agreement and Estoppel Certificate (for the tax-exempt loan), Release of Landlord's Agreement and Estoppel Certificate (for the taxable loan), Release of Construction Deed of Trust (for the taxable loan), Release of Forward Commitment Fee Deed of Trust, Terminations of UCC-1 Financing Statements, Loan Covenant Agreement, an Amended and Restated Multifamily Note, an Amended and Restated Leasehold Deed of Trust, an Agreement of Environmental Indemnification, an Assignment of Management Agreement,

Replacement Reserve Agreement, a Ground Lessor's Estoppel Certificate, an Amended and Restated Funding Loan Agreement, an Amended and Restated Borrower Loan Agreement, and any related document related to the Permanent Loan or related to the conversion of the Construction Loan, including assignments, commitment letters, affidavits, financing statements, certifications, consents, indemnifications, authorizing resolutions, and various other loan documentation as may be required by the Lender, Bank of America, or Wilmington Trust, National Association in connection with the Permanent Loan and the conversion of the Construction Loan (collectively, all of such loan and security documents are hereinafter referred to as the "Loan Documents").

**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors, that Melissa Quijano, the Secretary and Vice President of the Corporation, or Paul Curry, a Manager of the General Partner (each individual an "Executing Officer"), individually and without joinder of the other, is authorized and directed, for and on behalf of the Corporation, the General Partner, and/or the Partnership, as applicable, (a) to enter into the Permanent Loan, (b) to negotiate the terms of the Permanent Loan and of the conversion of the Construction Loan, (c) to execute, and/or to enter into, as necessary, each of Loan Documents, and (d) to take such other and further actions and to execute and to enter into such Loan Documents and such contracts, agreements, instruments, and amendments thereof in such form and such provisions as may be deemed appropriate in order to deal with the financing of the Project; and

**BE IT FURTHER RESOLVED**, that the form, terms, and provisions of the Loan 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, the General Partner, and the Partnership to enter into the Loan Documents and that execution and delivery thereof, in the name and on behalf of the Corporation, the General Partner, and the Partnership, by any Executing Officer, 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 Loan 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 Loan 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 Loan 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 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 Corporation 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;

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**PASSED**, by the Board of Directors this 19th day of April 2023.

President: 

Secretary: 



**RESOLUTION NO. 23-06**

**RESOLUTION BY HCHA REDEVELOPMENT AUTHORITY, INC.  
(THE "CORPORATION") AUTHORIZING THE SUBMISSION OF  
AND RATIFYING ACTIONS IN CONNECTION WITH A LOW  
INCOME HOUSING TAX CREDIT APPLICATION FOR BERNICIA  
PLACE, 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 Bernicia Place GP, LLC, a Texas limited liability company (the "General Partner"), and the General Partner is the sole general partner of Bernicia Place, LP, a Texas limited partnership (the "Partnership"); and

**WHEREAS**, the Partnership has prepared a 4% low income housing tax credit application (the "LIHTC Application") for submission to the Texas Department of Housing and Community Affairs (the "TDHCA") in order to raise tax credit financing for the construction of a certain housing project for seniors consisting of approximately 120 units to be located at the southeast corner of Old Spanish Trail and Scottcrest Dr., Houston, Texas 77021 called Bernicia Place (the "Project").

**NOW THEREFORE, BE IT RESOLVED**, by the Board of Directors, 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 Corporation, the General Partner, and the 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 Corporation, in its individual capacity and in its capacity as the sole member of the General Partner of the Partnership, hereby authorizes **Melissa Quijano** (the "Executing Officer") as the Manager of the General Partner and as the Secretary and Vice President 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 or determination notice, the required documentation for the 50% Test, the required documentation for the cost certification, and the land use restriction agreement (“LURA”), 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 HTCs, and to comply with any other TDHCA requirements in order to receive and comply with the award of HTCs; and

ii) Negotiate, approve, execute, and deliver any and all documents necessary or desirable to market and sell the HTCs 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 or her 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 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 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.

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**PASSED**, by the Board of Directors this 19th day of July 2023.



\_\_\_\_\_  
Gerald Womack, President of HCHA Redevelopment  
Authority, Inc.

ATTEST:



\_\_\_\_\_  
Melissa Quijano, Secretary of HCHA Redevelopment  
Authority, Inc.



**RESOLUTION NO. 23-07**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC., AS SOLE MEMBER OF HCHA WESTLOCK, LLC, ELECTING MELISSA QUIJANO AND PAUL CURRY TO SERVE AS MANAGERS (Retreat at Westlock)**

**WHEREAS**, HCHA WESTLOCK, LLC (Company), is a manager managed Texas limited liability company formed for the purpose of serving as the general partner of Retreat at Westlock, Ltd., a Texas limited partnership and owner of the affordable housing development known as Retreat at Westlock; and

**WHEREAS**, HCHA Redevelopment Authority, Inc., (HCHA-RA) is the sole Member of the Company and under the Company's Company Agreement, at any time, HCHA-RA may remove one or more of the Managers of the Company and elect a successor Manager or successor Managers; and

**WHEREAS**, HCHA-RA is an instrumentality of Harris County Housing Authority (HCHA), which was formed by HCHA to further its mission of providing affordable housing to the residents of Harris County; and

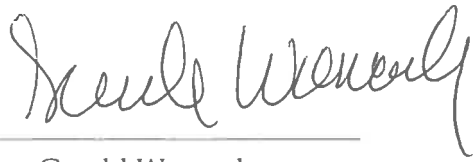
**WHEREAS**, Tom McCasland and Horace Allison previously held the positions of Managers of the Company and were officers and employees of HCHA but are no longer employed by HCHA or otherwise affiliated with HCHA or HCHA-RA, and this date HCHA-RA's Board of Directors has determined it is appropriate to remove them from their positions as Managers of the Company and determined it is appropriate to elect and appoint Melissa Quijano, Executive Director of HCHA, and Paul Curry, Finance Director of HCHA, to serve as the two Managers of the Company;

**NOW, THEREFORE, BE IT RESOLVED** by the Board of Directors of HCHA Redevelopment Authority, Inc., the sole member of HCHA Westlock, LLC, that:

1. Tom McCasland and Horace Allison are hereby removed as Managers of HCHA Westlock, LLC; and
2. Melissa Quijano and Paul Curry are hereby elected and appointed to serve as the two Managers of HCHA Westlock, LLC, either of whom may individually and without the joinder of the other perform all acts necessary and appropriate to carry out the business of the Company, subject to the terms of the Company Agreement of HCHA Westlock, LLC, as amended.



**PASSED** by the Board of Directors this 16th day of August 2023.

President:   
Gerald Womack

Secretary:   
Melissa Quijano



**RESOLUTION NO. 23-08**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC., ON ITS OWN BEHALF AND AS SOLE MEMBER OF FENIX ESTATES I GP, LLC, AND SOLE MEMBER AND SOLE MANAGER OF FENIX ESTATES COMMERCIAL, LLC, AUTHORIZING THE SETTLEMENT OF CAUSE NO. 2017-71486, HUSSION STREET BUILDINGS LLC, V. HARRIS COUNTY HOUSING AUTHORITY PUBLIC FACILITY CORPORATION, ET AL.**

**WHEREAS**, Fenix Estates I, LP, is a limited partnership formed for the purpose of providing affordable housing for the residents of Harris County, Texas; and

**WHEREAS**, Fenix Estates I GP, LLC (**Fenix GP**) is a Texas limited liability company formed by HCHA Redevelopment Authority, Inc. (HCHA – RA) to serve as the General Partner of Fenix Estates I, LP, a Texas limited partnership; and

**WHEREAS**, Melissa Quijano is a Manager of **Fenix GP** and, as such, has the authority to act on behalf of **Fenix GP** as the General Partner of Fenix Estates I, LP; and

**WHEREAS**, Fenix Estates Commercial, LLC (**Fenix Commercial**), is a Texas limited liability company formed to assist Harris County Housing Authority in achieving its mission of providing affordable housing to the residents of Harris County Texas; and

**WHEREAS**, the Sole Member and Sole Manager of **Fenix Commercial** is Fenix Estates Commercial MM, LLC, a Texas limited liability company; and

**WHEREAS**, the Sole Member of Fenix Estate Commercial MM, LLC, is HCHA-RA, and as the sole Member, HCHA – RA has the authority to act on behalf of Fenix Estates Commercial MM, LLC, in its capacity as the Sole Member and Sole Manager of **Fenix Commercial**; and

**WHEREAS**, HCHA-RA, Fenix Estates I, LP, and **Fenix Commercial** are defendants in Cause No. 2017-71486, Hussion Street Buildings LLC, v. Harris County Housing Authority Public Facility Corporation, et al.; and

**WHEREAS**, Hussion Street Buildings, LLC owns real property and improvements located at 1901 Hussion Street, Houston, Harris County Texas (Plaintiffs or Hussion); and

**WHEREAS**, in September 2015, HCHA through its Development Partner (Fenix Estates) purchased a land site behind Hussion’s property for the purpose of building an affordable housing project; and

**WHEREAS**, in May 2017, following the closing of the loan Fenix contracted with Qualified Construction Inc., (Qualified) to provide General Contracting Services; and

**WHEREAS**, in October 2017, Hussion sent a demand notice to Qualified and HCHA-RA alleging that during construction its sewerline was cut; and

**WHEREAS**, on October 23, 2017, Hussion filed suit against Harris County Housing Authority Public Facility Corporation (Public), Harris County Housing Authority Redevelopment Authority, Inc., (HCHA-RA), and Qualified Construction, Inc., (Qualified) alleging damages via five different legal theories of recovery including Inverse Condemnation; and

**WHEREAS**, in February 2018, HCHA granted a five-foot sanitary Sewer Easement to Hussion on HCHA's property for the sole purpose of constructing a new sewerline at HCHA'S cost to replace the damaged line; and

**WHEREAS**, in May 2018 HCHA notified Hussion of the completion of the new sewerline and that Hussion could connect the sewerline at will utilizing the Easement granted by HCHA; and

**WHEREAS**, in September 2018, Hussion filed a third Amended Petition adding Fenix; Estates I GP LLC and Fenix Estates Commercial, LLC among others; and

**WHEREAS**, on October 24, 2018, HCHA filed an intervention in the Hussion suit to condemn the property; and

**WHEREAS**, in June 2019, the additional drainage work between 1901 Hussion and Fenix's property along Coyle Street is completed; and

**WHEREAS**, Hussion added HCHA as a Defendant to the lawsuit on November 6, 2019; and

**WHEREAS**, HCHA dismissed its condemnation suit against Hussion on June 10, 2021; and

**WHEREAS**, the Court ordered the parties to mediation on October 18, 2021; and

**WHEREAS**, the parties attended mediation in July 2023 with a private mediator, and reached consensus on most material disputes save and except the mechanism to determine the viability of being able to connect the new 2017 line to Hussion's sewerline at its exit point, thus no written agreement was entered into between the parties; and

**WHEREAS**, the parties after mediation continued to negotiate a settlement of the suit and after addressing both parties concerns relative to the feasibility of connecting the new sewerline that was constructed by HCHA in 2017 to Hussion's sewerline at its exits point, as earlier determined by HCHA's plumbers the parties reached agreement on all terms of settlement; and

**WHEREAS**, it is the parties' intent through this Resolution to settle the above numbered cause by mutual agreement and hereby request approval of such Settlement.


**NOW, THEREFORE, BE IT RESOLVED**, by the Board of Directors of HCHA Redevelopment Authority, Inc., that:

1. Melissa Quijano, as Vice President and Secretary of HCHA Redevelopment Authority, Inc., is authorized to act on behalf of HCHA Redevelopment Authority, Inc., to negotiate to finality and execute an Agreement of Settlement and Mutual Release of Claims with Hussion Street Buildings LLC, ( Plaintiff) regarding the settlement of a legal dispute between Plaintiff and HCHA Redevelopment Authority, Inc., under the terms presented to the Board of Directors of HCHA Redevelopment Authority, Inc., in Executive Session;
2. Melissa Quijano as Manager of Fenix Estates I GP, LLC, is authorized to act on behalf of Fenix Estates I GP, LLC, as General Partner of Fenix Estates I, LP, to negotiate to finality and execute an Agreement of Settlement and Mutual Release of Claims with Hussion Street Buildings LLC,

(Plaintiff) regarding the settlement of a legal dispute between Plaintiff and Fenix Estates I, LP, under the terms presented to the Board of Directors of HCHA Redevelopment Authority, Inc., in Executive Session;

3. Melissa Quijano as Vice President and Secretary of HCHA Redevelopment Authority, Inc., is authorized to act on behalf of HCHA Redevelopment Authority, Inc., as the Sole Member of Fenix Estates Commercial MM, LLC, which acts on behalf of and as the Sole Member and Sole Manager of Fenix Estates Commercial, LLC, to negotiate to finality and execute an Agreement of Settlement and Mutual Release of Claims with Hussion Street Buildings LLC, (Plaintiff) regarding the settlement of a legal dispute between Plaintiff and Fenix Estates Commercial, LLC, under the terms presented to the Board of Directors of HCHA Redevelopment Authority, Inc., in Executive Session;
4. Melissa Quijano is further authorized to perform all acts necessary and appropriate to carry out the purposes of this resolution.

**PASSED** by the Board of Directors this 15th day of November 2023.

President:   
Gerald Womack, President

Secretary:   
Melissa Quijano, Secretary



**RESOLUTION NO. 23-09**

**RESOLUTION OF HCHA REDEVELOPMENT AUTHORITY, INC.,  
AS SOLE MEMBER OF FENIX ESTATES I GP, LLC,  
AUTHORIZING THE NEGOTIATION AND EXECUTION OF A NEW  
LEASE BETWEEN FENIX ESTATES I, LP, AND  
SEARCH HOMELESS SERVICES**

**WHEREAS**, Fenix Estates I, LP (Partnership), is a limited partnership that owns and operates the affordable housing apartment community known as The Villas at Eastwood, located at 1933 Hussion Street, Houston, Texas; and

**WHEREAS**, Fenix Estates I GP, LLC (Company) is a Texas limited liability company formed by HCHA Redevelopment Authority, Inc. (HCHA – RA) for the purpose of serving as the general partner of Fenix Estates I, LP; and

**WHEREAS**, the sole Member of the Company is HCHA – RA, which is an instrumentality of Harris County Housing Authority (HCHA); and

**WHEREAS**, Search Homeless Services (SHS) is a nonprofit corporation whose purpose is to provide to persons who are homeless supportive services designed to reduce the risk that those persons will remain homeless; and

**WHEREAS**, a portion of the tenants in The Villas at Eastwood either were homeless or were at substantial risk of becoming homeless; and

**WHEREAS**, in exchange for SHS's agreement to provide the supportive services described in the December 2019 Memorandum of Understanding (MOU) between Harris County Housing Authority and SHS, the Partnership leased approximately 1,372 square feet of office space in Building Two of The Villas at Eastwood to SHS; and


**WHEREAS**, the term of the Commercial Lease Agreement (Lease) with SHS expired on November 30, 2023, the Partnership and SHS recognize that some of the current SHS tenants still need the supportive services that SHS provides, and SHS are more than likely to be needed for future tenants as homelessness has not been fully eradicated in Harris County; and

**WHEREAS**, Melissa Quijano in her capacity of Manager for the Company, and her staff find it mutually beneficial to continue the supportive services for the benefit of *The Villas at Eastwood Tenants* as qualified by SHS by negotiating and entering into a new MOU. The term of the lease upon approval shall be December 20, 2023, through December 19, 2025 unless extended by mutual agreement of the parties.

**NOW, THEREFORE, BE IT RESOLVED**, that the Board of Directors of HCHA Redevelopment Authority, Inc., the sole member of the Company, authorizes the Manager of the Company, Melissa Quijano, to act on behalf of the Company in its capacity as the general partner of Fenix Estates I, LP, and negotiate and execute a new Lease with Search Homeless Services for an initial Term of two years with options to extend for additional one year terms at the discretion of the General Partner, which lease may contain such additional terms and conditions as the Company's Manager determines are reasonable, necessary, or appropriate, and further authorizes its Manager to take all such other actions as she deems reasonable, necessary, or appropriate to carry out the intent of this resolution.

**PASSED**, by the Board of Directors this 20th day of December 2023.

**Draft Lease: Attached**

President:   
Gerald Womack

Secretary:   
Melissa Quijano,