



RESOLUTION NO. 23-43

BOARD OF COMMISSIONERS RATIFICATION RESOLUTION APPROVING ACTIONS TAKEN BY EXECUTIVE DIRECTOR IN REGARD TO THIRD AMENDMENT TO LEGAL CONSULTING SERVICES FOR REAL ESTATE TRANSACTIONS AND CONSTRUCTION RELATED SERVICES AGREEMENT

WHEREAS, the Harris County Housing Authority (HCHA) and the Banks Law Firm, P.A. (Attorney) entered into an agreement on September 30, 2019, for the purpose of the Attorney providing *Legal Consulting Services for Real Estate Transactions and Construction Related Services* (Agreement). The Agreement resulted from the Attorney's response to HCHA's Request for Proposal 19-04 ("RFP 19-04"), and subsequent award of the consulting contract. The Agreement is attached hereto and incorporated herein by this reference; and

WHEREAS, the Agreement was modified for the first time through a Letter Agreement dated December 6, 2021. The purpose of the Letter Agreement was to memorialize and ratify actions taken by both parties beyond the original termination date. Specifically, that HCHA continued to request Services and Attorney continued to provide Services past the termination date of September 29, 2021. The Letter Agreement ratified the actions of the parties and extended the contract to September 29, 2023; and

WHEREAS, the Agreement was modified for the second time through Resolution No. 23-40, dated September 20, 2023. The purpose of the Second Amendment was to extend the termination date of the Agreement to allow the Attorney to complete specific task(s) on the *Bernicia Place Project* that is currently underway, and wherein it was determined by HCHA that it could be detrimental to HCHA's purpose to not allow the Attorney to complete the tasks or project(s) as outlined in the Second Amendment; and

WHEREAS, the parties determined on September 21, 2023, that they had inadvertently failed to include the *Northwood Apartments Project* in the Second Amendment, which was approved by the Board of Commissioners during its regularly scheduled meeting on September 20, 2023, and because the Agreement between the parties was set to expire on September 28, 2023, a third Amendment would be required to include Northwood Apartments as a retained project, through the approved extension period as the project has critical ensuing deadlines, that if missed would be detrimental to HCHA; and

WHEREAS, the Executive Director as the authorized signatory for HCHA and the Attorney fully executed the Third Amendment on September 29, 2023, prior to the expiration of the Agreement to ensure that Attorney in her representative capacity as Bond Counsel could continue the necessary work on the Northwood Apartments Project, and to avoid any interruption in services. The Third Amendment is attached and incorporated herein by this reference; and

WHEREAS, the Executive Director presented to the Board of Commissioners a statement regarding the action(s) that she took relating to the execution of the Third Amendment during its regularly scheduled meeting on October 18, 2023, and the Board deemed the Executive Director's actions as necessary to protect the interests of HCHA accepted and ratified such action(s); and

WHEREAS, notwithstanding the necessity to extend the deadline for this project, HCHA will continue to work through to completion its current procurement efforts to secure Bond Counsel(s) for the ensuing years(s) via RFP 23-04. Specifically, the Third Amendment adds the *Northwood Apartments Project* to the list of projects to be completed or closed by the current Bond Attorney.

NOW, THEREFORE, BE IT RESOLVED, that any and all actions of the Executive Director taken in connection with the actions contemplated herein prior to the execution hereof, be and are hereby ratified, confirmed, approved, and adopted in all respects with the same effect as if the Board had authorized such execution in advance.

PASSED by the Board of Commissioners on this 18th day of October 2023.

Chair: 
Gerald Womack

Secretary: 
Melissa Quijano