



HOUSTON HOUSING AUTHORITY
BOARD OF COMMISSIONERS MEETING
MARCH 21, 2023
3:00 P.M.

Houston Housing Authority Central Office
2640 Fountain View
Houston, TX 77057



HOUSTON
HOUSING AUTHORITY



HOUSTON

HOUSING AUTHORITY

Transforming Lives & Communities

2640 Fountain View Drive, Houston, Texas 77057 | Phone 713.260.0500 | David A. Northern, Sr., *President & CEO*

Board of Commissioners: LaRence Snowden, *Chair* | Kristy Kirkendoll | Dr. Max A. Miller, Jr. | Stephanie A.G. Ballard | Andrea Hilliard Cooksey | Kris Thomas

BOARD OF COMMISSIONERS MEETING

Tuesday, MARCH 21, 2023

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Resolution No. 3642

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, 5 Oaks Apartments located at or about 18203 Westfield Place Drive, Houston, Texas 77090, and the execution of all required documents therefor.

46

Resolution No. 3643

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Briar Court located at or about 11250 Briar Forest Drive, Houston, Texas 77042, and the execution of all required documents therefor.

52

Resolution No. 3644

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Broadstone Briar Forest located at or about 2215 Avenida La Quinta Street, Houston, Texas 77077, and the execution of all required documents therefor.

58

Resolution No. 3645

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Broadstone Toscano located at or about 2900 N. Braeswood Blvd., Houston, Texas 77025, and the execution of all required documents therefor.

64

Resolution No. 3646

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Cathedral Lakes located at or about 698 Basilica Bay Dr., Spring, Texas 77386, and the execution of all required documents therefor.

70

Resolution No. 3647

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition and development of, and the placement of “affordable” units within, a multifamily residential development to be commonly known as Lively at Cypress Creek located at or about 13030 Perry Road, Houston, Texas 77070, and the execution of all required documents therefor.

76

Resolution No. 3648

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Madison at Bear Creek located at or about 5735 Timber Creek Place Drive, Houston, Texas 77084, and the execution of all required documents therefor.

82

Resolution No. 3649

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Parc at Champion Forest located at or about 15330 Bammel North Houston Road, Houston, Texas 77014, and the execution of all required documents therefor.

88

Resolution No. 3650

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Timberwalk Apartments located at or about 5635 Timber Creek Place Drive, Houston, Texas 77084, and the execution of all required documents therefor.

94

Resolution No. 3651

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of that certain parcel of land located at or about 1690 North Loop, Houston, Texas 77009, the construction and development of the 317-unit COOP at Farmers Market and the execution of all required documents therefor.

100

Resolution No. 3652

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Cypressbrook Management Company, for the acquisition of Ariza Park Row, an apartment community that will be located at or about 1100 Blackhaw St., Houston TX, 77079.

106

Resolution No. 3653

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Commerce Equities, for the acquisition of Lake Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089.

110

Resolution No. 3654

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Spring Apartments, an apartment community that will be located at or about 4910 Spring Cypress Rd., Spring, TX 77379.

114

Resolution No. 3655

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with CityStreet Residential, for the acquisition of Domain Town Center, an apartment community that will be located at or about 7100 Uvalde Rd, Houston TX, 77049.

118

Resolution No. 3656

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Encore Multi-Family LLC, for the acquisition of Encore Motif at Grand Crossing, an apartment community that will be located at or about 23233 Western Center Dr., Katy, TX 77450.

122

Resolution No. 3657

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Kajani Capital Group, for the acquisition of 2121 Ella Apartments, an apartment community that will be located at or about 2121 Ella Blvd, Houston, TX 77008.

126

Resolution No. 3658

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with RPM Living, for the acquisition of Ashton on West Dallas, an apartment community that will be located at or about 1616 West Dallas St., Houston, TX, 77019.

130

Resolution No. 3659

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Brookfield Asset Management, for the acquisition of Bellrock Market Station an apartment community that will be located at or about 24002 Colonial Pkwy, Katy, TX 77493.

134

Resolution No. 3660

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Commerce Equities, for the acquisition of Settler's Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089.

138

Resolution No. 3661

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with McDowell Properties, for the acquisition of Breakers at Windmill Lakes, an apartment community that will be located at or about 9750 Windwater Dr., Houston, TX 77075.

142

Resolution No. 3662

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Bridge Partners, for the acquisition of Greenway Court an apartment community that will be located at or about 3411 Cummins St., Houston, TX, 77027.

146

Resolution No. 3663

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl 21 Eleven, an apartment community that will be located at or about 2111 Westheimer Rd., Houston, TX, 77098.

150

Resolution No. 3664

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl Washington, an apartment community that will be located at or about 5454 Washington Ave., Houston, TX 77007.

154

Resolution No. 3665

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Sienna Apartments, an apartment community that will be located at or about 5222 Avalon Point, Missouri City, TX 77459.

158

Resolution No. 3666

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of The Sarah at Lake Houston, an apartment community that will be located at or about 17571 W Lake Houston Parkway, Humble, TX 77346.

162

Resolution No. 3667

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of 2901 Polk Apartments, an apartment community that will be located at or about the 2901 Polk St., Houston, TX 77003.

166

Resolution No. 3668

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of 8790 Hammerly Apartments, an apartment community that will be located at or about 8790 Hammerly Blvd., Houston, TX 77080.

170

Resolution No. 3669

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of City View Apartments, an apartment community that will be located at or about the 9 Jensen Dr., Houston, TX, 77020.

174

Resolution No. 3670

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of Fannin Station North an apartment community that will be located at or about 8902 Almeda Rd., Houston, TX 77054.

178

Resolution No. 3671

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of Harrisburg Eastwood Apartments, an apartment community that will be located at or about 4500 Harrisburg Blvd., Houston, TX 77011.

182

Resolution No. 3672

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Alexis Luxury Apartments, an apartment community that will be located at or about 4604 Cypresswood Dr., Spring, TX 77379.

186

Resolution No. 3673

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Apex Apartments, an apartment community that will be located at or about 8520 Madie Dr., Houston, TX 77022.

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BOARD REPORT

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FINANCE REPORT

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2640 Fountain View Drive, Houston, Texas 77057 | Phone 713.260.0500 | **David A. Northern, Sr., President & CEO**
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BOARD OF COMMISSIONERS MEETING
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AGENDA

- I. Call to Order
- II. Roll Call
- III. Introduction of a Spanish interpreter.
- IV. Approval of the February 28, 2023 Houston Housing Authority Board Meeting Minutes
- V. President's Report
- VI. Public Comments [\(To Make Comments during the Public Comments Section – Please add your name to the sign-in sheet when you enter the Board Meeting\)](#)
- VII. New Business

Resolution 3614: Consideration and/or action to authorize the President & CEO or designee to increase the contract amount for Sankofa Research Institute to continue providing consulting services in support of the Choice Neighborhood People Plan.

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Resolution 3639: Consideration and/or action to authorize the President & CEO or designee to prepare, submit and execute a Section 18 disposition to the US Department of Housing and Urban Development for public lands acquired by the City of Houston.

Resolution 3640: Consideration and/or action to authorize the President & CEO or designee to execute a contract with US Bank for the implementation of a prepaid debit card program to benefit participants in Houston Housing Authority programs.

VIII. Convene an Executive Session to discuss:

- a.** Personnel matters in accordance with Section 551.074 of the Texas Government Code
- b.** Legal issues in accordance with Section 551.071 of the Texas Government Code
- c.** Real estate matters in accordance with Section 551.072 of the Texas Government Code

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- IX. Reconvene Public Session to take action on Executive Session agenda items.
- X. Adjournment

**MINUTES OF THE HOUSTON HOUSING AUTHORITY
BOARD OF COMMISSIONERS MEETING**

Tuesday, February 28, 2023

A Meeting of the Board of Commissioners (“Board”) of the Houston Housing Authority (“HHA”) was held on Tuesday, February 28, 2023, at the Houston Housing Authority Central Office, 2640 Fountain View Drive, Houston, Texas 77057.

Chair Snowden called the meeting to order at 3:05 p.m. Secretary Northern called the roll and declared a quorum present. Chair Snowden stated we are expecting Commissioner Cooksey to arrive shortly.

Chair Snowden offered the use of an interpreter to be available to Spanish speakers who may need assistance for public comments only. Ms. Elizabeth Paris was asked to introduce herself in Spanish and let the attendees know of her service.

Present: LaRence Snowden, Chair
Kristy Kirkendoll, Vice Chair
Kris Thomas, Commissioner
Andrea Hilliard Cooksey, Commissioner
Stephanie A.G. Ballard, Commissioner
David A. Northern, Sr., Secretary

Absent: Dr. Max A. Miller, Jr., Commissioner

ELECTION OF BOARD OFFICERS

POSITION OF PRESIDENT

Chair Snowden stated at this time, Secretary Northern will conduct the election process.

Secretary Northern called for nominations for the position of Chair of the Houston Housing Authority Board of Commissioners.

Commissioner Cooksey nominated Chair Snowden for the position of Chair.

Secretary Northern asked if there are any other nominations, having none, he called for a vote to close the nominations.

Commissioner Thomas moved to close the vote on nominations for Chair, Commissioner Cooksey seconded the motion.

Secretary Northern asked if anyone opposed the close of nominations, having none, the nominations for Chair were closed.

Secretary Northern called for a vote to re-elect Chair Snowden by saying ALL IN FAVOR signify by saying aye. All Commissioners signified by saying aye.

Secretary Northern stated the vote is unanimous. Commissioner Snowden is re-elected, to the position of Chair of the Houston Housing Authority Board of Commissioners.

POSITION OF VICE-PRESIDENT

Chair Snowden called for nominations for the position of Vice President of the Houston Housing Authority Board of Commissioners.

Commissioner Thomas nominated Commissioner Cooksey for the position of Vice President.

Chair Snowden asked if there are any other nominations, having none, he called for a vote to close the nominations.

Commissioner Cooksey moved to close the vote on nominations for Vice President, Commissioner Thomas seconded the motion.

Chair Snowden asked there are any other nominations. Hearing none, I move that the nominations be closed and we accept Kristy Kirkendoll by acclamation

Chair Snowden called for a vote to re-elect Commissioner Kirkendoll for Vice President by saying, all in favor signify by saying aye. All Commissioners signified by saying aye

Chair Snowden stated the vote is unanimous. Commissioner Kirkendoll is re-elected to the position of Vice Chair of the Houston Housing Authority Board of Commissioners.

APPROVAL OF MINUTES

Chair Snowden stated the Board has had an opportunity to review the December 13, 2022, Board of Commissioners meeting minutes and asked for a motion to adopt the meeting minutes.

Commissioner Kirkendoll moved to adopt the meeting minutes and Commissioner Cooksey seconded the motion.

Chair Snowden asked if there is any discussion or objection to the December 13, 2022 Board of Directors meeting minutes. Having none, the minutes are adopted.

Chair Snowden stated the Board has had an opportunity to review the December 30, 2022 Board of Commissioners meeting minutes and asked for a motion to adopt the meeting minutes.

Commissioner Kirkendoll moved to adopt the meeting minutes and Commissioner Ballard seconded the motion.

Chair Snowden asked if there is any discussion or objection to the December 30, 2022 Board of Commissioners meeting minutes. Having none, the minutes are adopted.

PRESIDENT'S REPORT

Secretary Northern provided some highlights; We recently met with the Housing and Community Affairs Committee and provided information about the great work the Houston Housing Authority is doing for the city of Houston and the clients that we serve.

We also had a visit the Delegation from Nigeria's Federal Capital Development Authority. They spoke with staff and asked a number of questions so it was a great opportunity to share what we know. We took them on a tour of a few of our sites (Cuney Homes, 2100Memorial and HOAPV). It is really good to see that individuals show interest in what we're doing here at the HHA and use this as a learning opportunity.

PUBLIC COMMENTS

Chair Snowden stated that speakers will be allowed three (3) minutes for public comments. Speakers will only be allowed to speak once. I will inform you when your three minutes have expired. The Board will generally not provide responses to the comments or answer any questions. However, HHA residents making comments are encouraged to clearly state their name and the property where you reside. We will have someone from the property management team or from our staff, to reach out to you directly regarding any issue or concern you may have

Chair Snowden asked if there are any individuals that would like to make public comments at this time.

Mr. Bob Orton: I come here as a Houston taxpayer and I am concerned about taking so many commercial properties, and residential properties off the tax rolls for up to 99 years. In fact, there was just a report I received on January 27 that Houston is nominated as the dirtiest city in the state of Texas. We have such a broad spectrum of issues that we need to consider, besides just affordable housing. Affordable housing is important for the growth and health of this community but I'm looking at numbers here that just the projects alone, we're going to give up \$35 million in lost annual property tax revenue for up to 99 years and that's an annual number and I'm just worried about that from a budgetary standpoint in the city of Houston. I'm also a little concerned about the HHA's operation which is in a deficit right now of over \$7 million and I know that the Housing Authority has asked for refinancing but I think that the Houston Housing Authority should get their house in order before we start updating ad volarem taxes across the city.

Whitney Russell: Thank you for having us here today. I'm a resident in this area Briar Grove? and I am here to express my concern about the increase of affordable housing options and the zip codes of 77057 and 77056. There are currently 17 affordable housing options in these two zip codes and there are three new proposals, The Deerwood resolution #3598, the Tate resolution number 3626 and the Forum resolution #3547. Each of these are a mile apart from one another.

Of these 17 approved affordable housing options, 70% or 10 of them or PFC's and are off the tax rolls for potentially 75 to 99 years. That means that in these two zip codes alone, there are approximately 2.2 affordable housing options every square mile and these are designated affordable housing options. There are over 20 apartments that are well under the rent rates of these PFC's. Over saturation densification of our public facilities of the infrastructure is aging and it's significantly strained. it's a real issue, we know it's a real issue, we've had real issues. we're asking for the HHA to assess what is currently in place in this area and seek input from the community and from City Council and to please be more transparent and communicative. As we know that I have sent more than four emails and multiple calls to request information about postponing the approval of the December 13, 2022 minutes with no response. While I appreciate the procedure and I respect it, I do I do expect communication and are hopeful that there's a way to improve it.

Allison Moss: I reside in the area. I volunteer with refugees who come to Houston. I started as a child with my friends creating that initiative and have since been most aggressively participating with Afghan refugees that came in and were in quite a situation. I also help in providing financial advice and counseling to those who have lower income and might not have other opportunities with the income that they have. In doing that, I have become more familiar with the affordable housing that's there and the extent of the unaffordable housing. I've also learned the significance of having access to the charities that are in Houston that partner with the schools and partner with the different locations when there is a concentration of those seeking housing. I have watched those refugees who are in areas who have even walkable access to organizations that are providing food pantry items, that are providing language classes and I've seen how much they flourished versus those who work in a pocket that didn't have access to those resources. It really opened my eyes to how much we empowered them when we connect them in a location with those services and the school districts that are really well supported by organizations like community and schools. When I heard about this particular area, my first concern was that I wouldn't want to put one of my refugees in one of these locations, Deerwood for example, because I have learned first-hand the difficulty they have in transportation and their connection to the organizations in our city that are just phenomenal and the difference that they can make in the lives of those who have limited income.

Linda Luke. I am a realtor and I represent 5 landlords who are putting their homes in this program for the very first time. I have had extreme difficulties getting these individuals through the process and it's been over 30 days. I've come here several times, I have emailed numerous times and left messages numerous times with no avail. The tenants are also doing as much as they can to get someone to figure out what's going on with the system. Unfortunately, one of my landlords called today and said he is pulling out of the program if he does not get any response by the end of this week. I have documentation showing the addresses, the tenant, the landlord's name, and all the communications that I've had with the staff that's asking me to respond. You send the same paperwork over and over again. At this point, I don't know what can be done but I have five brand new construction homes that these landlords are willing to allow individuals with vouchers to rent out. I've received almost 30 calls on each house because no one is allowing vouchers to come into this area so I don't know if anyone here can't do something to help. I have a couple of days before one landlord leaves and they're all friends so when one leaves they will all leave.

Laura Kelsey: Thanks for letting us speak today. I'm here to express my strong opposition to HHA's acquisition and placement of affordable units within Deerwood Apartments and the Tate Apartments. I believe the HHA had sneakily acted without adequate oversight, transparency and community input on the Deerwood project and on similar affordable projects across Houston. These projects negatively impact the tax base on a permanent basis and it did not meet the needs of low-income clients in an efficient manner. The Deerwood project alone removes a \$30 million property from the tax rolls producing \$760,000 of much-needed tax funding available to the city and county and just the December 13th meeting, HHA approved moving forward on thirty of these projects which will remove \$500 million from the tax rolls and reduce tax funding by \$11 million a year. HHA provides no financial visibility into these projects and the projects are not audited. HHA commissioners appointed by the mayor are approving these projects with little to no oversight by the city or the impacted neighborhoods and communities. The notice for the Deerwood project was on a regular agenda for HHA and there was no notification to neighboring homeowner associations regarding this agenda item or an invitation for public feedback. The Deerwood project does not best meet the needs of HA low-income clients. The high-rent area has limited mass transit availability and higher grocery food costs. It's not a walkable neighborhood. There are lower priced units readily available in the immediate neighborhood. 77056 and 77057 or over-saturated affordable housing. I love our city and hate to see it being stressed financially by these projects that don't have to pay their fair share of property taxes. That just doesn't make logical sense to me and it just isn't fair when hard-working residents will have to take up the slack by paying more taxes. The money has to come from somewhere so I respectfully request HHA reconsider the designation of the Deerwood project and the Tate for the acquisition and placement of affordable units.

Doug Smith: Board members are appointed by the mayor and it appears to me that there's a lack of communication between you and the mayor and it's making the mayor look really bad in my opinion. Less than a month ago, the mayor said he wanted to pause all PFC deals and take a look at them because he didn't think they were good deals and yet today, you have 17 projects on the agenda. I'm here today to ask you to help the mayor save face and take these projects off the agenda and also, as somebody commented earlier about huge tax implications, the mayor is always talking about how the city is so hurting financially. I calculated these projects are going to take hundreds of millions of dollars off the tax rolls and at the same time you're adding students from schools and you're taking their property taxes away so please help the mayor say face. He said he doesn't want to do any more PFC projects until he can understand and make sure they are fair deals and you have to help them do that.

Wayne Dolcefino: Mr. Chairman, thank you for letting me watch that great democratic process of electing officials of the board. We are all deeply impressed. That is a great speech you gave. You really should tell these people that you're just lying, because you all are. You and I both know, because we've talked about this, well you've actually run away for two years, you know this is a real estate racket. You know that if you calculate the tax savings you're giving away versus the \$100 rent reduction you've given to a few people, that these developers are making bank. Now, either we're all stupid here or we can't count, or we're letting them do it because certain people are involved. Like the former chairman of the Housing Authority, like the wife of Commissioner Ellis, like the same law firms, like the same banks.

The last speaker said don't make the mayor look bad. The mayor knows what's going on here. This is a game folks, the mayor had no intention of stopping it because if you remember a few years ago when there were board members that actually spoke out and weren't like sheep. They spoke out and said this is too expensive, why are we spending \$60 million on dirt? Do you know what happened to them? They were gone the next week which is why nobody here has said anything which is why you keep it all the same.

The reality is the mayor can blame the legislature, you could blame the legislature, you know what you're doing. You're stealing from our children and I for one, think you're all thieves. You're stealing from our children. You're giving away tax money without the benefit of a vote of a single public official and to add insult to injury to the great folks who came from Deerwood, who deserve a little respect. You know they bought there too chairman, they own property there too. You talk about all this inclusiveness and we all want to be buddies and share, where was the respect to these people to give them the courtesy of knowing what was going to happen into their neighborhood? If someone was moving in next to your house, regardless of what it was, you'd want someone to let you know, right so stop lying to these people.

Chair Snowden stated that concludes our public comments for today. We thank each of you for coming out to participate in the meetings of the Houston Housing Authority. I hope that you will stay around and continue to possibly learn about the work that we're doing. Let's move into our public hearings.

PUBLIC HEARINGS

CORTLAND SPRING CYPRESS APARTMENTS PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of CORTLAND SPRING CYPRESS APARTMENTS is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

BROADSTONE TOSCANO PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of BROADSTONE TOSCANO is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

CATHEDRAL LAKES PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of CATHEDRAL LAKES is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

COOP AT FARMERS MARKET PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Development of COOP AT FARMERS MARKET is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Comment from visitor: This is the same thing that happened to us at the Deerwood. You gave no public notice, that's why there's nobody here to comment on what you're going through right now. They didn't know about it. You gave no notice to anybody. You put it on your website about one day before and that's why you're not getting any public comments. It's not fair. If we would have known, we would have been here back in November and December. Wayne Dolcefino is exactly right. You're railroading all this through. Did you notify any of the residents about any of the things you're talking about today? No, you didn't so how could anybody be here to give public comment on those? That's what you did to us in our neighborhood.

Chair Snowden asked if there were any other comments. Hearing none, the Public Hearing will close.

LIVELY AT CYPRESS CREEK PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Development of LIVELY AT CYPRESS CREEK is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

5 OAKS APARTMENTS PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of 5 OAKS APARTMENTS is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

BRIAR COURT PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of BRIAR COURT is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

TIMBERWALK APARTMENTS PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of TIMBERWALK APARTMENTS is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

PARC AT CHAMPION FOREST PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of PARC AT CHAMPION FOREST is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

MADISON AT BEAR CREEK PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of MADISON AT BEAR CREEK is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Chair Snowden stated hearing none, the Public Hearing will close with no public comments being made.

BROADSTONE BRIAR FOREST PUBLIC HEARING

Chair Snowden stated the Public Hearing for the Acquisition, Lease, and Operation of BROADSTONE BRIAR FOREST is now open for comments. If there is an individual of the public who wishes to comment on this hearing, please raise your hand for any questions or comments.

Comment from James Rains: I am with council member Mary Nan Huffman's office. Would it be possible to provide any information on this project? Does the HHA have any information to share? Hearing no response, he stepped away from the podium.

Chair Snowden stated we are here for your public comments. We do not respond at this time.

Chair Snowden asked if there were any other comments. Hearing none, the Public Hearing will close.

NEW BUSINESS

Resolution No. 3612: Consideration and/or action to authorize the President & CEO or designee to Write-off vacant tenant accounts for October 1, 2022 to December 31, 2022.

Secretary Northern stated that Resolution No. 3612 will be presented by George Griffin, VP of PHO.

The Houston housing authority (HHA) reduces public housing accounts receivable balances by writing off the outstanding debt that is owed by former tenants after the debt has been deemed as uncollectible. Write-offs are typically the result of tenants with balances owed to the HHA, as a result of voluntary and involuntary move-outs. HHA writes off vacated tenant accounts considered to be uncollectible. This debt includes rent, additional rent resulting from unreported income, maintenance fees, legal fees, excessive utilities and other fees.

Staff recommends the Board adopt Resolution No. 3612 which reads, That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to write off vacated tenant accounts in the amount of \$57,131.08 and make necessary changes and corrections pursuant to the memorandum from George

D. Griffin III, Vice President of Housing Operations, dated January 9, 2023, to David A. Northern, Sr., President & CEO.

Secretary Northern once these debts are written off, this information goes to a collection agency to ensure that we are paid.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3612.

Commissioner Ballard moved to adopt Resolution No. 3612. Commissioner Kirkendoll seconded the motion.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3612 is adopted.

Resolution No. 3613: Consideration and/or action to authorize the President and CEO to enter into Insurance Contracts for the Policy Year 2023 with Texas Municipal League Intergovernmental Risk Pool.

Secretary Northern stated that Resolution No. 3613 will be presented by Mike Rogers, VP of Fiscal & Business Operations.

Mr. Rogers stated Resolution No. 3613 reads. That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO to execute insurance contracts for the policy year 2023 with the Texas Municipal League Intergovernmental Risk Pool with a total premium paid not to exceed \$960,000, pursuant to the memorandum dated January 10, 2023, from Michael Rogers, Vice President of Fiscal and Business Operations. Accordingly, staff recommends the Board adopt Resolution No. 3613.

The Texas Municipal League Intergovernmental Pool (TML) is the leading provider of worker's compensation, liability and property coverage for local governments in Texas. Founded in 1974 TML is the oldest and largest pool of its type in the United States. Currently, the TML pool insures over 2800 governments and political subdivisions as members. TML has been providing coverage to the Houston Housing Authority for several years. TML is the current provider of our property and liability insurance for all of our public housing properties. TML also provides our agency errors & omissions insurance, our fleet automobile insurance, our crime policy, and our worker's compensation policy.

The preliminary billing for the policy year 2023 is \$930,999.27 which includes all discounts. This preliminary billing represents an increase of 33.56% (\$233,920.05) over the 2022 total premium. This is a significant increase in overall premiums the majority of which is attributed to the increase in Real & Personal property coverage. Insurance rates have been rising in Texas over the past several years and this trend has continued in the current year. There have been recent significant claims events that occurred in Texas including but not limited to the 2021 winter freeze which unlike most weather events was not geographically limited. In addition, construction material costs have increased in the COVID era which increases the cost of replacement in the event a loss is incurred.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3613.

Commissioner Cooksey moved to adopt Resolution No. 3613. Commissioner Thomas seconded the motion.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3613 is adopted.

Resolution No. 3614: Consideration and/or action to authorize the President & CEO or designee to increase the contract amount for Sankofa Research Institute to continue providing consulting services in support of the Choice Neighborhood People Plan.

Resolution No. 3615: Consideration and/or action to authorize the President & CEO or designee to increase the contract amount for Wallace, Roberts & Todd to continue providing Planning Coordinator technical assistance services for the HHA Choice Neighborhoods Planning Grant for Cuney Homes.

Chair Snowden asked for a motion to TABLE Resolution No. 3614 and Resolution No. 3615.

Commissioner Thomas moved to TABLE. Commissioner Cooksey seconded the motion.

Chair Snowden asked if there is any discussion or objection to TABLING this resolution. Having none, Resolution No. 3614 and Resolution No. 3615 is TABLED.

Resolution No. 3616: Consideration and/or action to award a Contract for the Fleet Replacement to Classic Leasing for the purchase and/or lease of ten (10) vehicles.

Secretary Northern stated that Resolution No. 3616 will be presented by Mr. Cupid Alexander, Senior VP of Operations.

Mr. Alexander stated Resolution No. 3616 states That the Houston Housing Authority Board of Commissioners authorizes the President & CEO to make any necessary changes, and corrections and to enter into a contract with Classic Leasing, for the purposes of Purchasing or Leasing for three (3) years, ten (10) vehicles to replace HHA's fleet not to exceed the amount of \$400,000.00 pursuant to the memorandum dated February 14, 2023, from Cupid Alexander, Senior Vice President for Operations, to David A. Northern Sr., President and CEO. Accordingly, staff recommends the Board adopt Resolution No. 3616.

the current HHA fleet consists of four (4) operational vehicles and one (1) vehicle that is out of commission, and two (2) buses. Two (2) of the four vehicles are oversized trucks and the other two (2) are aged vehicles. Upon the purchase or lease of new vehicles, HHA Procurement will auction three (3) of the vehicles, leaving two (2) vehicles and two (2) buses for a total of fourteen (14) vehicles to perform HHA business.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3616.

Commissioner Ballard moved to adopt Resolution No. 3616. Commissioner Thomas seconded the motion.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3616 is adopted.

Resolution No. 3617: Consideration and/or take action to authorize the President & CEO or designee to take actions necessary, to (1) authorize the engagement of an appraiser to appraise certain lands; (2) to acquire tract(s) of land at or near the properties as noted in Exhibit 'A' attached and incorporated by reference herein, for the development of safe, sanitary, and affordable housing for public use and for public purpose, and (3) Authorize the acquisition of certain lands within the neighborhoods known as Greater Third Ward for lands at or near the properties as noted in Exhibit 'A' attached and incorporated by reference herein, for the purchase or, if necessary, by exercising the powers of eminent domain.

Secretary Northern stated that Resolution Nos. 3617-3620 will be presented by Jay Mason, Director of REID

Mr. Mason stated Resolution No. 3617 reads. The Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take actions necessary, to (1) authorize the engagement of an appraiser to appraise certain lands; (2) to acquire tract(s) of land at or near the properties as noted in Exhibit 'A' attached and incorporated by reference herein, as well as any additional properties as deemed necessary for the development of safe, sanitary, and affordable housing for public use and for public purpose, and (3) Authorize the acquisition of certain lands within the neighborhoods known as Greater Third Ward for lands at or near the properties as noted in Exhibit 'A' attached and incorporated by reference herein, as well as any additional properties as deemed necessary for the purchase or, if necessary, by exercising the powers of eminent domain pursuant to the memorandum from Jay Mason, Director of REID dated February 14, 2023, to David A. Northern, Sr., President & CEO. Accordingly, staff recommends the Board adopt Resolution No. 3617.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3617.

Commissioner Kirkendoll moved to adopt Resolution No. 3617. Commissioner Cooksey seconded the motion.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3617 is adopted.

Resolution No. 3618: Consideration and/or action to authorize the President & CEO or designee to execute a contract with TRT Environmental for the demolition of thirty-one buildings at Clayton Homes Housing Development.

Mr. Mason stated Resolution No. 3618 states That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to a contract with TRT Environmental, and make necessary changes to the Contract as required, for the demolition of the remaining Thirty-One (31) Buildings at Clayton Homes Housing Development pursuant to the memorandum dated January 24, 2023, from the Director of REID to David A. Northern, Sr. President and CEO. The Contract will be in the amount of \$ 734,527.00. Accordingly, staff recommends the Board adopt Resolution No. 3618.

Mr. Mason added that TxDot has approved reimbursement of this demolition once the Federal Highway Commission authorizes the transaction to occur.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3618.

Commissioner Thomas moved to adopt Resolution No. 3618. Commissioner Kirkendoll seconded the motion.

Chair Snowden stated he wanted to clarify a few points. This is the property that is being by gained TxDot which incurred quite a bit of damage during Harvey and displaced about 300 residents and became a part of making sure we find safe and sanitary housing for them in another location. We have quite a bit of work to do so they can stay in their neighborhood.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3618 is adopted.

Resolution No. 3619: Consideration and/or action to authorize the President & CEO or designee to facilitate subordinate financing for the Smart Living Heights Apartments (f.k.a. Smart Living at West 12th Apartments), and the execution of all required documents therefor.

Mr. Mason stated Resolution No. 3619 states That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to secure up to \$5,500,000.00 in subordinate financing for the Smart Living Heights Apartments (f.k.a. Smart Living at West 12th Apartments) (the “**Project**”), and the execution of all required documents therefor, pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO. Accordingly, staff recommends the Board adopt Resolution No. 3619.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3619.

Commissioner Cooksey moved to adopt Resolution No. 3619. Commissioner Thomas seconded the motion.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3619 is adopted.

Resolution No. 3620: Consideration and/or action awarding Project-Based Vouchers to KCG Development for affordable housing units at The Westermark located at or about 12716 West Bellfort Avenue, Houston, TX 77099.

Secretary Northern stated that Resolution No. 3620 will be presented by Cheryl Rivers, Interim VP of HCVP.

MS. Rivers stated Resolution No. 3620 states That the Houston Housing Authority Board of Commissioners authorizes the President & CEO to negotiate, execute, as well as, make necessary changes and corrections to conditionally award eight (8) Project-Based Vouchers to KCG Development LLC at The Westermark located at or about 12716 West Bellfort Avenue, Houston, TX 77099 pursuant to the memorandum dated January 10, 2023, from Cheryl Rivers, Interim Vice President of HCVP to David A. Northern, Sr. President & CEO. Accordingly, staff recommends the Board adopt Resolution No. 3620.

Chair Snowden stated the Board has heard the reading of the resolution and asked for a motion to adopt Resolution No. 3620.

Commissioner Cooksey moved to adopt Resolution No. 3620. Commissioner Ballard seconded the motion.

Chair Snowden asked if there is any discussion or objection to adopting this resolution. Having none, Resolution No. 3620 is adopted.

Chair Snowden stated at this time, the Board will move into Executive Session.

EXECUTIVE SESSION

Chair Snowden suspended the Public Session on Tuesday, March 21, 2023 at 3:56 p.m. to convene into Executive Session to discuss personnel, legal and real estate issues in accordance with Sections 551.074, 551.071 and 551.072 respectively, of the Texas Government Code.

PUBLIC SESSION RECONVENED

Chair Snowden reconvened Public Session at 4:44 p.m.

Secretary Northern called the roll and declared a quorum present.

NEW BUSINESS continued...

Resolution No. 3621: Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of “affordable” units within, Cortland Spring Cypress located at or about 2539 Spring Cypress Road, Spring, Texas 77388, and the execution of all required documents therefor.

Resolution No. 3622: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Civitas Capital Group for the acquisition of Cypresswood Apartments, an apartment community that will be located at or about 708 E. Cypresswood Dr., Houston, TX 7737.

Resolution No. 3623: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Civitas Capital Group for the acquisition of Territory at Greenhouse apartments, an apartment community that will be located at or about the 2500 Greenhouse Rd., Houston, TX 77084.

Resolution No. 3624: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Civitas Capital Group for the acquisition of Park at Tour 18 an apartment community that will be located at or about 18110 Hunters Terrace Dr., Houston, TX 77338.

Resolution No. 3625: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Morgan Group for the acquisition of Pearl Midtown, an apartment community that will be located at or about 3101 Smith St., Houston, TX 77006.

Resolution No. 3626: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Avid Reality Partners for the acquisition of The Pines at Woodcreek, an apartment community that will be located at or about 21021 Aldine Westfield Rd, Houston TX 77073.

Resolution No. 3627: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with McDowell Properties for the acquisition of Mirabella Apartment Homes, an apartment community that will be located at or about 12055 Sabo Rd., Houston, TX 77089.

Resolution No. 3628: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Pedcor Investments, for the development of Willow Creek Manor, an apartment community that will be located at or about Southwest Corner of Hufsmith-Kohrville Road and Cossey Road, Houston, TX 77070.

Resolution No. 3629: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Greystar Development Central, LLC, for the development of Birchway at Bear Creek, an apartment community that will be located at or about 00 Clay Rd., and 00 Fry Rd., Katy, TX 77449.

Resolution No. 3630: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lone Star Capital, for the acquisition of Beckley Apartments, an apartment community that will be located at or about 7550 Wilshire Place Dr., Houston, TX 77040.

Resolution No. 3631: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lone Star Capital, for the acquisition of Highland Apartments, an apartment community that will be located at or about 6969 Hollister Rd., Houston, TX 77040.

Resolution No. 3632: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lone Star Capital, for the acquisition of The Meritage, an apartment community that will be located at or about 4550 North Braeswood Blvd., Houston, TX 77096.

Resolution No. 3633: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lynd Development Group, for the acquisition of Lucciola Midtown, an apartment community that will be located at or about 4001 Fannin St., Houston, TX 77004.

Resolution No. 3634: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with New Hope Housing, for the development of New Hope Housing Berry, an apartment community that will be located at or about 8855 McGallion Rd., Houston, Texas 77022.

Resolution No. 3635: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Post Investment Group, for the acquisition of Lofts at the Ball Park, an apartment community that will be located at or about 610 Saint Emanuel St., Houston, TX 77003.

Resolution No. 3636: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Civitas Capital, for the acquisition of Trails at City Park, an apartment community that will be located at or about 2201 W. Orem Dr., Houston, TX 77047.

Resolution No. 3637: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Starwood Capital Group, for the acquisition of Brandon Oaks Apartments, an apartment community that will be located at or about 11111 Saathoff Dr., Cypress, TX 77429.

Resolution No. 3638: Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Encore Multi-Family LLC, for the acquisition of Encore Montrose Apartments, an apartment community that will be located at or about 4508 Graurstark St., Houston, TX 77006.

Chair Snowden asked for a motion to vote on Resolution Nos. 3621 through 3638 in seriatim.

Commissioner Ballard motioned. Commissioner Thomas seconded the motion.

Chair Snowden asked for a motion to adopt Resolution Nos. 3621 through 3638.

Commissioner Thomas motioned, and Commissioner Cooksey seconded.

Chair Snowden asked if there is any discussion or objection to adopting Resolution Nos. 3621 through 3638. Having none, the Chairman called for a vote. All voted in favor therefore Resolution Nos 3621 through 3638 are adopted.

ADJOURNMENT

Chair Snowden remarked this concludes the items on today's agenda. He thanked the Commissioners for their time and commitment.

Chair Snowden declared the meeting adjourned at 4:47 p.m.

**RESPONSES TO COMMENTS RECEIVED AT THE TUESDAY, FEBRUARY 28, 2023
BOARD OF COMMISSIONER MEETING**

A Meeting of the Board of Commissioners ("Board") of the Houston Housing Authority ("HHA") was held on Tuesday, February 28, 2023, at the Houston Housing Authority Central Office, 2640 Fountain View Drive, Houston, Texas 77057.

The Board received comments during the public comment period; HHA's responses to each comment are detailed below:

C = Comments Received

R= HHA Response

PUBLIC COMMENTS

C = Linda Luke. I am a realtor and I represent 5 landlords who are putting their homes in this program for the very first time. I have had extreme difficulties getting these individuals through the process and it's been over 30 days. I've come here several times, I have emailed numerous times and left messages numerous times with no avail. The tenants are also doing as much as they can to get someone to figure out what's going on with the system. Unfortunately, one of my landlords called today and said he is pulling out of the program if he does not get any response by the end of this week. I have documentation showing the addresses, the tenant, the landlord's name, and all the communications that I've had with the staff that's asking me to respond. You send the same paperwork over and over again. At this point, I don't know what can be done but I have five brand new construction homes that these landlords are willing to allow individuals with vouchers to rent out. I've received almost 30 calls on each house because no one is allowing vouchers to come into this area so I don't know if anyone here can't do something to help. I have a couple of days before one landlord leaves and they're all friends so when one leaves they will all leave.

R = Ms. Luke was helped immediately after speaking at the board meeting and the paperwork was completed and in the HHA system.

C = Bob Orton: I come here as a Houston taxpayer and I am concerned about taking so many commercial properties, and residential properties off the tax rolls for up to 99 years. In fact, there was just a report I received on January 27 that Houston is nominated as the dirtiest city in the state of Texas. We have such a broad spectrum of issues that we need to consider, besides just affordable housing. Affordable housing is important for the growth and health of this community but I'm looking at numbers here that just the projects alone, we're going to give up \$35 million in lost annual property tax revenue for up to 99 years and that's an annual number and I'm just worried about that from a budgetary standpoint in the city of Houston. I'm also a little concerned about the HHA's operation which is in a deficit right now of over \$7 million and I know that the Housing Authority has asked for refinancing but I think that the Houston Housing Authority should get their house in order before we start updating ad valorem taxes across the city.

C = Whitney Russell: Thank you for having us here today. I'm a resident in this area Briar Grove? and I am here to express my concern about the increase of affordable housing options and the zip codes of 77057 and 77056. There are currently 17 affordable housing options in these two zip codes and there are three new proposals, The Deerwood resolution #3598, the Tate resolution number 3626 and the Forum resolution #3547. Each of these are a mile apart from one another.

Of these 17 approved affordable housing options, 70% or 10 of them or PFC's and are off the tax rolls for potentially 75 to 99 years. That means that in these two zip codes alone, there are approximately 2.2 affordable housing options every square mile and these are designated affordable housing options. There are over 20 apartments that are well under the rent rates of these PFC's. Over saturation densification of our public facilities of the infrastructure is aging and it's significantly strained. It's a real issue, we know it's a real issue, we've had real issues. We're asking for the HHA to assess what is currently in place in this area and seek input from the community and from City Council and to please be more transparent and communicative. As we know that I have sent more than four emails and multiple calls to request information about postponing the approval of the December 13, 2022 minutes with no response. While I appreciate the procedure and I respect it, I do I do expect communication and are hopeful that there's a way to improve it.

C = Allison Moss: I reside in the area. I volunteer with refugees who come to Houston. I started as a child with my friends creating that initiative and have since been most aggressively participating with Afghan refugees that came in and were in quite a situation. I also help in providing financial advice and counseling to those who have lower income and might not have other opportunities with the income that they have. In doing that, I have become more familiar with the affordable housing that's there and the extent of the unaffordable housing. I've also learned the significance of having access to the charities that are in Houston that partner with the schools and partner with the different locations when there is a concentration of those seeking housing. I have watched those refugees who are in areas who have even walkable access to organizations that are providing food pantry items, that are providing language classes and I've seen how much they flourished versus those who work in a pocket that didn't have access to those resources. It really opened my eyes to how much we empowered them when we connect them in a location with those services and the school districts that are really well supported by organizations like community and schools. When I heard about this particular area, my first concern was that I wouldn't want to put one of my refugees in one of these locations, Deerwood for example, because I have learned first-hand the difficulty they have in transportation and their connection to the organizations in our city that are just phenomenal and the difference that they can make in the lives of those who have limited income.

C = Laura Kelsey: Thanks for letting us speak today. I'm here to express my strong opposition to HHA's acquisition and placement of affordable units within Deerwood Apartments and the Tate Apartments. I believe the HHA had sneakily acted without adequate oversight, transparency and community input on the Deerwood project and on similar affordable projects across Houston. These projects negatively impact the tax base on a permanent basis and it did not meet the needs of low-income clients in an efficient manner. The Deerwood project alone removes a \$30 million property from the tax rolls producing \$760,000 of much-needed tax funding available to the city and county and just the December 13th meeting, HHA approved moving forward on thirty of these projects which will remove \$500 million from the tax rolls and reduce tax funding by \$11 million a year. HHA provides no financial visibility into these projects and the projects are not audited. HHA commissioners appointed by the mayor are approving these projects with little to no oversight by the city or the impacted neighborhoods and communities. The notice for the Deerwood project was on a regular agenda for HHA and there was no notification to neighboring homeowner associations regarding this agenda item or an invitation for public

feedback. The Deerwood project does not best meet the needs of HA low-income clients. The high-rent area has limited mass transit availability and higher grocery food costs. It's not a walkable neighborhood. There are lower priced units readily available in the immediate neighborhood. 77056 and 77057 or over-saturated affordable housing. I love our city and hate to see it being stressed financially by these projects that don't have to pay their fair share of property taxes. That just doesn't make logical sense to me and it just isn't fair when hard-working residents will have to take up the slack by paying more taxes. The money has to come from somewhere so I respectfully request HHA reconsider the designation of the Deerwood project and the Tate for the acquisition and placement of affordable units.

C = Doug Smith: Board members are appointed by the mayor and it appears to me that there's a lack of communication between you and the mayor and it's making the mayor look really bad in my opinion. Less than a month ago, the mayor said he wanted to pause all PFC deals and take a look at them because he didn't think they were good deals and yet today, you have 17 projects on the agenda. I'm here today to ask you to help the mayor save face and take these projects off the agenda and also, as somebody commented earlier about huge tax implications, the mayor is always talking about how the city is so hurting financially. I calculated these projects are going to take hundreds of millions of dollars off the tax rolls and at the same time you're adding students from schools and you're taking their property taxes away so please help the mayor say face. He said he doesn't want to do any more PFC projects until he can understand and make sure they are fair deals and you have to help them do that.

C = Wayne Dolcefino: Mr. Chairman, thank you for letting me watch that great democratic process of electing officials of the board. We are all deeply impressed. That is a great speech you gave. You really should tell these people that you're just lying, because you all are. You and I both know, because we've talked about this, well you've actually run away for two years, you know this is a real estate racket. You know that if you calculate the tax savings you're giving away versus the \$100 rent reduction you've given to a few people, these developers are making bank. Now, either we're all stupid here or we can't count, or we're letting them do it because certain people are involved. Like the former chairman of the Housing Authority, like the wife of Commissioner Ellis, like the same law firms, like the same banks.

The last speaker said don't make the mayor look bad. The mayor knows what's going on here. This is a game folks, the mayor had no intention of stopping it because if you remember a few years ago when there were board members that actually spoke out and weren't like sheep. They spoke out and said this is too expensive, why are we spending \$60 million on dirt? Do you know what happened to them? They were gone the next week which is why nobody here has said anything which is why you keep it all the same.

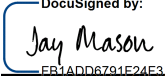
The reality is the mayor can blame the legislature, you could blame the legislature, you know what you're doing. You're stealing from our children and I for one, think you're all thieves. You're stealing from our children. You're giving away tax money without the benefit of a vote of a single public official and to add insult to injury to the great folks who came from Deerwood, who deserve a little respect. You know they bought there too chairman, they own property there too. You talk about all this inclusiveness and we all want to be buddies and share, where was the respect to these people to give them the courtesy of knowing what was going to happen into their neighborhood? If someone was moving in next to your house, regardless of what it was, you'd want someone to let you know, right so stop lying to these people.

**REQUEST FOR BOARD AGENDA ITEM****1. Brief Description of Proposed Item**

Consideration and/or action to authorize the President & CEO or designee to increase the contract amount for Sankofa Research Institute to continue providing consulting services in support of the Choice Neighborhood People Plan.

2. Date of Board Meeting: March 21, 2023**3. Proposed Board Resolution:**

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to increase the contract amount for Sankofa Research Institute to \$269,000 to continue providing consulting services in support of the Choice Neighborhood People Plan, pursuant to the memorandum from Jay Mason, Director of REID, dated February 14, 2023 to David A. Northern, Sr., President & CEO.

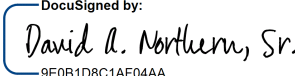
4. Department Head Approval Signature  Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature  Date: 3/16/2023

6. Approval of President & CEO

Signature  Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NOTHERN, SR. PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO INCREASE THE CONTRACT AMOUNT FOR SANKOFA RESEARCH INSTITUTE TO CONTINUE DEVELOPING THE CHOICE NEIGHBORHOOD PEOPLE PLAN
DATE: FEBRUARY 14, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to increase the Sankofa Research Institute contract amount to \$269,000 to continue providing consulting services in support of the Choice Neighborhood People Plan.

BACKGROUND:

In September 2020, the Houston Housing Authority (HHA) and the City of Houston, as Co-Applicant, were awarded a Choice Neighborhoods Planning Grant by the US Department of Housing and Urban Development (HUD). This grant leads a neighborhood planning process and develops a comprehensive neighborhood revitalization plan (Transformation Plan) for the Cuney Homes public housing development and the broader Third Ward neighborhood.

Central to the planning process is the active engagement of a comprehensive and inclusive array of community stakeholders. It is critical that the planning process is designed to encourage and support community engagement and result in a Transformation Plan that reflects a comprehensive vision for change in the areas of Housing, People, and Neighborhood.

At the October 2021, board meeting, Sankofa Research Institute (Sankofa) was selected as the third-party Planning Coordinator to work with the City of Houston and HHA to organize and coordinate the overall Transformation Plan process. The original contract amount for this scope of work was \$169,000. The proposed additional fees (of \$100,000) align with the approved HUD extension from December 2022, to September 2023, and allow Sankofa to continue providing the following services:

- Project coordination, which includes conducting weekly meetings with the Choice Project Manager and Wallace, Roberts & Todd (WRT) (Planning Coordinator), and monthly meetings with the Choice Core Team and HUD.
- Facilitating People Plan Taskforce activities, which include conducting monthly meetings and work groups, and coordinating with community stakeholders and residents.
- Management of the Choice Ambassador program.
- Contributing to the draft and final People Plan within the Choice Transformation Plan.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to increase the contract amount for Sankofa Research Institute to \$269,000 to continue providing consulting services in support of the Choice Neighborhood People Plan, pursuant to the memorandum from Jay Mason, Director of REID, dated February 14, 2023 to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to increase the contract amount for Wallace, Roberts & Todd to continue providing Planning Coordinator technical assistance services for the HHA Choice Neighborhoods Planning Grant for Cuney Homes.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to increase Wallace Roberts and Todd contract amount to \$738,000 to continue providing Planning Coordinator technical assistance services for the HHA Choice Neighborhoods Planning Grant for Cuney Homes, pursuant to the memorandum dated February 14, 2023, from Jay Mason, Director of REID, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature Jay Mason Date: 3/16/2023
DocuSigned by: F01ADB6791F24F3...

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature Mike Rogers Date: 3/16/2023
DocuSigned by: 3EC87AD4710742D

6. Approval of President & CEO

Signature David A. Northern, Sr. Date: 3/16/2023
DocuSigned by: 9E0B1D8C1AF04AA...



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NOTHERN, SR. PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO INCREASE THE CONTRACT AMOUNT FOR WALLACE, ROBERTS & TODD TO CONTINUE PROVIDING PLANNING COORDINATOR TECHNICAL ASSISTANCE SERVICES FOR THE HHA CHOICE NEIGHBORHOODS PLANNING GRANT FOR CUNEY HOMES.
DATE: FEBRUARY 14, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to increase the Wallace, Roberts, & Todd contract to \$738,000 and continue providing Planning Coordinator technical assistance services for the Third Ward – Cuney Homes Choice Neighborhood Initiative planning grant.

BACKGROUND:

In September, 2020, the Houston Housing Authority (HHA) and the City of Houston, as Co-Applicant, were awarded a Choice Neighborhoods Planning Grant by the US Department of Housing and Urban Development (HUD). This grant leads a neighborhood planning process and develops a comprehensive neighborhood revitalization plan (Transformation Plan) for the Cuney Homes public housing development and the broader Third Ward neighborhood.

At the April 2021, board meeting, Wallace, Roberts, & Todd (WRT) was selected as the Planning Coordinator to lead the development of a comprehensive neighborhood revitalization plan. Under HUD guidelines, a Planning Grant Coordinator is a person/entity separate from the Lead Applicant (HHA) or Co-Applicant (the City of Houston) procured to help the grantee coordinate the planning process. The Planning Coordinator will provide technical assistance to HHA in developing the Cuney Homes/Third Ward Transformation Plan and work in partnership with other participating parties (including governmental agencies and key community stakeholders) and help to hold these parties accountable for implementation and sustained commitments.

The original contract amount for this scope of work was \$498,000. The proposed additional fees (of \$240,000) align with the approved HUD extension from December 2022, to September 2023, and allow WRT to continue providing the following Planning Coordinator services:

- Project coordination, which includes conducting weekly meetings with the Choice Project Manager, Sankofa Research Institute, and Moody Nolan, as well as conducting monthly meetings with the Choice Core Team and HUD.

- Facilitating Choice Taskforce activities, which include creating virtual presentations, conducting monthly meetings and work groups, and coordinating with community stakeholders and residents.
- Spearheading communications efforts to promote Choice meetings and activities, such as newsletters, flyers, and the Choice website.
- Conducting research and analysis to create the draft and final Transformation Plan.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution:

That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to increase Wallace Roberts and Todd contract amount to \$738,000 to continue providing Planning Coordinator technical assistance services for the HHA Choice Neighborhoods Planning Grant for Cuney Homes, pursuant to the memorandum dated February 14, 2023, from Jay Mason, Director of REID, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to prepare, submit and execute a Section 18 disposition to the US Department of Housing and Urban Development for public lands acquired by the City of Houston.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:


Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the disposition of certain public land located behind the NRC building at Allen Parkway Village and Historic Oaks at Allen Parkway and the preparation and submittal of Section 18 disposition application to the UA Department of Housing and Urban Development, and execution of all required documents therefore, pursuant to the memorandum dated March 8, 2023, from Jay Mason, Director of REID, to David A. Northern, Sr., President and CEO.

4. Department Head Approval

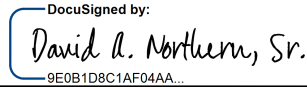
Signature  Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☒ No Source Funds not required

VP of FO Approval Signature  Date: 3/16/2023

6. Approval of President & CEO

Signature  Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO PREPARE, SUBMIT, AND EXECUTE A SECTION 18 DISPOSITION APPLICATION TO THE US DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT FOR PUBLIC LANDS ACQUIRED BY THE CITY OF HOUSTON VIA EMINENT DOMAIN.
DATE: MARCH 8, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to prepare, submit and execute a Section 18 disposition to the US Department of Housing and Urban Development for public lands acquired by the City of Houston.

BACKGROUND

In the rehabilitation of Allen Parkway Village and Historic Oaks at Allen Parkway Village, a disposition application was submitted to HUD as part of the RAD/Section 18 Blend. Through this process, HHA was informed the property at the west end of Allen Parkway Village and Historic Oaks at Allen Parkway Village, which was acquired by the City of Houston through eminent domain proceedings, described below.

On April 5, 1999 the City of Houston filed eminent domain proceedings with the Judge of the County Civil Court at Law no.4 of Harris County, Texas.

City of Houston vs. Housing Authority of the City of Houston, ET AL. Cause No. 713,294.

The purpose of this eminent domain request was for the acquisition of 1 acre of land (43,560 square feet) a cemetery located at the west end of Allen Parkway Village and Historic Oaks at Allen Parkway Village of private property for public use.

The detailed description of this land and the meets in bound is described in Exhibit "A".

For said tract of land being a portion of the Houston Housing Authority Texas Project 5-4, and the Hardcastle Addition recorded in Volume 15 Page 22 of the Harris County Map Records: and being situated in the John Austin League Two Grant, Abstract No. 1 of Harris County, Texas.

On the day of the hearing, the City of Houston discharged its constitutional obligations to pay adequate compensation as a result of taking the described property for public use.

The County Clerk Authorized and Directed from the registry of the court to the Houston Housing Authority the sum of TEN and No/100 Dollars (\$10.00) with all interest accrued thereon.

In accordance with regulation, these eminent domain proceedings pursuant to the US Department of Housing and Urban Development and Indian Housing Policy – Notice PIH-2012-8 (PHA) property may be disposed at a PHA level and are exempt from HUD regulations at 24 CFT part 970, yet in order for HHA to remove the property from the HUD PIC system, HHA must submit a HUD Section 18 Disposition application.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the disposition of certain public land located behind the NRC building at Allen Parkway Village and Historic Oaks at Allen Parkway and the preparation and submittal of Section 18 disposition application to the UA Department of Housing and Urban Development, and execution of all required documents therefore, pursuant to the memorandum dated March 8, 2023, from Jay Mason, Director of REID, to David A. Northern, Sr., President and CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a contract with US Bank for the implementation of a prepaid debit card program to benefit participants in Houston Housing Authority programs.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to a contract with US Bank, and make necessary changes to the Contract as required, for the implementation of a prepaid debit card program to benefit participants in Houston Housing Authority programs pursuant to the memorandum dated March 7, 2023, from the Michael Rogers, Vice President Fiscal & Business Operations to David A. Northern, Sr. President and CEO. The Contract will be a no-cost contract to the Houston Housing Authority.

4. Department Head Approval

Signature

DocuSigned by:
Jay Mason
EB1ADD6791E24E3

Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source N/A

VP of FO Approval

Signature

DocuSigned by:
Mike Rogers
3FC87AD4710742D

Date: 3/16/2023

6. Approval of President & CEO

Signature

DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AE04AA

Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: MICHAEL ROGERS, VICE PRESIDENT FISCAL & BUSINESS OPERATIONS
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A CONTRACT WITH US BANK TO PROVIDE PREPAID DEBIT CARDS TO PARTICIPANTS IN HOUSTON HOUSING AUTHORITY PROGRAMS
DATE: MARCH 7, 2023,

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to a contract with US Bank to provide prepaid debit cards to participants in Houston Housing Authority programs.

BACKGROUND:

The Houston Housing Authority (HHA) is currently providing prepaid debit cards as a means to remit Utility allowance payments to participants in the Housing Choice Voucher program. The current provider of this prepaid debit card program is Bank of America.

Bank of America has notified HHA that it intends to exit this program and that HHA needs to find a replacement for these services if it intends to continue to offer prepaid debit cards for current or any future use.

The use of prepaid debit cards is a very efficient way for HHA to process payments like the utility allowance for HCVP participants. It is also a very efficient system for the participants as their respective funds are loaded onto their cards early each month eliminating any need to go to a bank to make a deposit or visit a bank or check cashing service to obtain their funds.

Going forward HHA intends to expand this service to public housing or other program participants to expedite getting their funds to them as well. Future uses of this program such as using this for employee reimbursements or other items is also under consideration and will be discussed with US Bank to determine the viability of these program expansions.

These services are provided at no cost to HHA and for the most part at no cost to HHA program participants with very limited exceptions such as multiple card replacements or other non-routine matters. Any and all cost that may be charged to participants will be fully disclosed to card recipients.

ADVERTISEMENT:

In January, 2023, a legal notice advertising RFP 23-09 Prepaid Debit Cards (RFP 23-09) was posted in the Houston Chronicle.

In addition to posting RFP 23-09 on its website, HHA's Procurement Department sent e-mails advertising this solicitation to potential Firms on its Bidder's List and potential firms found through online searches.

Interested parties were also able to access RFP 23-09 by going to the websites of the City of Houston Office of Business Opportunity ("OBO"); the Greater Houston Black Chamber of Commerce ("GHBC"); the Houston Minority Supplier Development Council ("HMSDC"); the Houston Chapter of the National Association of Minority Contractors ("NAMC"); and to the Houston Office of the United States Small Business Administration ("SBA").

EVALUATION PROCESS

On February 23, 2023, HHA's Procurement Department opened the three following sealed bids in response to RFP 23-09:

1. Dash Solutions
2. TC Group of Companies
3. US Bank

These responses were reviewed by a three-person panel consisting of Michael Rogers, Vice President Fiscal & Business Operations, Gary Baxter, Director of the Housing Choice Voucher Department, and Sunil Patel, Accounting Supervisor – Section 8. Michael Rogers chaired the panel.

The proposals were reviewed individually and evaluated according to the following seven (7) criteria:

Evaluation/Selection Criteria	Maximum Score
Company Profile	5
Experience working with PHA's or other public entities	20
Community Reinvestment Act Rating	15
Meets Banking Requirements	5
Fee Schedule (for HHA and Participants)	30
Program Accessibility	20
M/WBE Participation	5
Total	100

After each scoresheet was submitted the totals were tabulated as follows:

Rank	Firm/Company	M/WBE	Evaluation Rating
1	US Bank	N/A	88
2	TC Group of Companies	N/A	65
3	Dash Solutions	N/A	40

US Bank was determined to have submitted the best presentation and was selected by the panel for the award of the contract.

References have been checked and returned positive. There are no conflicts of interest, and US Bank is not on the HUD Debarment List.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to a contract with US Bank, and make necessary changes to the Contract as required, for the implementation of a prepaid debit card program to benefit participants in Houston Housing Authority programs pursuant to the memorandum dated March 7, 2023, from the Michael Rogers, Vice President Fiscal & Business Operations to David A. Northern, Sr. President and CEO. The Contract will be a no-cost contract to the Houston Housing Authority.



HOUSTON

HOUSING AUTHORITY

Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition and development of Campanile on Minimax to be located at or about 610 West Loop at Minimax Dr., Houston, Texas 77008, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition and development of Campanile on Minimax to be located at or about 610 West Loop at Minimax Dr., Houston, Texas 77008 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated March 9, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature DocuSigned by:
Jay Mason
EB1ADD8791E24E3 Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval Signature DocuSigned by:
Mike Rogers
3FC87AD4710742D Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by:
David A. Northern, Sr.
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HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION AND DEVELOPMENT OF CAMPANILE ON MINIMAX TO BE LOCATED AT OR ABOUT 610 WEST LOOP AT MINIMAX DR., HOUSTON, TEXAS 77008, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: MARCH 9, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO or authorized representative of the Houston Housing Authority (the “**Authority**”) to take such actions necessary or convenient to facilitate the acquisition and development of Campanile on Minimax to be located at or about 610 West Loop at Minimax Dr., Houston, Texas 77008 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID dated March 21, 2023, to David A. Northern, Sr., President & CEO.

BACKGROUND

The Authority plans to acquire the site on which the Project will be located (the “**Land**”).

Upon such acquisition, the Authority and Campanile on Minimax LP, a Texas limited partnership (the “**Partnership**”), that of which the general partner is APV Minimax LLC, a Texas limited liability company (the “**General Partner**”) that is wholly owned by APV Redevelopment Corporation, a Texas nonprofit corporation and sponsored affiliate of the Authority (“**APV**”), will enter into a ground lease (the “**Ground Lease**”) granting site control of the Land to the Partnership.

The Partnership desires to obtain (i) a loan from Capital One, N.A., a national banking association (the “**HUD Lender**”) in an aggregate principal amount not to exceed \$12,000,000 (the “**FHA Loan**”) to be insured by HUD under Section 221(d)(4) program, and in connection therewith, the HUD Lender will require the Authority to join in the execution of documents evidencing and/or securing the FHA Loan (the “**FHA Loan Documents**”); and (ii) a direct loan from the Texas Department of Housing and Community Affairs (the “**TDHCA Loan**”) in an aggregate principal amount not to exceed \$9,000,000 as additional funding for the Project.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or authorized representative of the Houston Housing Authority (the “**Authority**”)

Resolution No. 3641

to take such actions necessary or convenient to facilitate the acquisition and development of Campanile on Minimax to be located at or about 610 West Loop at Minimax Dr., Houston, Texas 77008, pursuant to the memorandum from Jay Mason, Director of REID dated March 9, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3641

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF THE HOUSTON HOUSING AUTHORITY (THE “AUTHORITY”) TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION AND DEVELOPMENT OF CAMPANILE ON MINIMAX TO BE LOCATED AT OR ABOUT 610 WEST LOOP AT MINIMAX DR., HOUSTON, TEXAS 77008 (THE “PROJECT”), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority plans to acquire the site on which the Project will be located (the “**Land**”);

WHEREAS, upon such acquisition, the Authority and Campanile on Minimax LP, a Texas limited partnership (the “**Partnership**”), that of which the general partner will be APV Minimax LLC, a Texas limited liability company (the “**General Partner**”) that is wholly owned by APV Redevelopment Corporation, a Texas nonprofit corporation and sponsored affiliate of the Authority (“**APV**”), will enter into a ground lease (the “**Ground Lease**”) granting site control of the Land to the Partnership;

WHEREAS, the Partnership desires to obtain (i) a loan from Capital One, N.A., a national banking association (the “**HUD Lender**”) in an aggregate principal amount not to exceed \$12,000,000 (the “**FHA Loan**”) to be insured by HUD under Section 221(d)(4) program, and in connection therewith, the HUD Lender will require the Authority to join in the execution of documents evidencing and/or securing the FHA Loan (the “**FHA Loan Documents**”); and (ii) a direct loan from the Texas Department of Housing and Community Affairs (the “**TDHCA Loan**”) in an aggregate principal amount not to exceed \$9,000,000 as additional funding for the Project;

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or any officer of the Authority and/or his/her designee (the “**Executing Officer**”), acting alone, is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the Executing Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated, including, without limitation the Ground Lease, the FHA Loan Documents, and any and all documents contemplated in connection with the Authority’s acquisition of the Land, and any documents contemplated in connection with the FHA Loan, TDHCA Loan, and any other Project financing that require the Authority’s signature (collectively, the “**Agreements**”);

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3641

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, 5 Oaks Apartments located at or about 18203 Westfield Place Drive, Houston, Texas 77090, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, 5 Oaks Apartments located at or about 18203 Westfield Place Drive, Houston, Texas 77090 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval Signature _____ Date: _____

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding _____

VP of FO Approval Signature _____ Date: _____

6. Approval of President & CEO

Signature _____ Date: _____



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, 5 OAKS APARTMENTS LOCATED AT OR ABOUT 18203 WESTFIELD PLACE DRIVE, HOUSTON, TEXAS 77090, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, 5 Oaks Apartments located at 18203 Westfield Place Dr., Houston, Texas 77090 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project.

The Authority desires for the PFC to purchase the Project.

The PFC and LSC 5 Oaks Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$26,250,000 (the "**Loan**") from Capitol One, N.A., a national banking association ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, 5 Oaks Apartments located at or about 18203 Westfield Place Drive, Houston, Texas 77090 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3642

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF OF THE HOUSTON HOUSING AUTHORITY (THE “AUTHORITY”) TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF “AFFORDABLE” UNITS WITHIN, 5 OAKS APARTMENTS LOCATED AT 18203 WESTFIELD PLACE DRIVE, HOUSTON, TEXAS 77090 (THE “PROJECT”), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC (“**PFC**”) to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and LSC 5 Oaks Owner II, LLC, a Delaware limited liability company (the “**Owner**”), will enter into a lease agreement (the “**Lease Agreement**”) granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$26,250,000 (the “**Loan**”) from Capitol One, N.A., a national banking association (“**Lender**”), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the “**Loan Documents**”);

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such

further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3642

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item


Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Briar Court located at or about 11250 Briar Forest Drive, Houston, Texas 77042, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

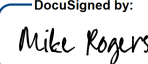
Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Briar Court located at or about 11250 Briar Forest Drive, Houston, Texas 77042 (the "**Project**") pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023 to David A. Northern, Sr., President & CEO.

4. Department Head Approval

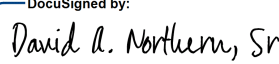
Signature  Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval Signature  Date: 3/16/2023

6. Approval of President & CEO

Signature  Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, BRIAR COURT LOCATED AT OR ABOUT 11250 BRIAR FOREST DRIVE, HOUSTON, TEXAS 77042, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or authorized representative of the Houston Housing Authority (the "**Authority**") to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Briar Court located at 11250 Briar Forest Drive, Houston, Texas 77042 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project.

The Authority desires for the PFC to purchase the Project.

The PFC and LSC Briar Court Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$23,000,000 (the "**Loan**") from Capitol One, N.A., a national banking association ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the

President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, Briar Court located at or about 11250 Briar Forest Drive, Houston, Texas 77042 (the “**Project**”) pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023 to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3643

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF OF THE HOUSTON HOUSING AUTHORITY (THE "AUTHORITY") TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, BRIAR COURT LOCATED AT 11250 BRIAR FOREST DRIVE, HOUSTON, TEXAS 77042 (THE "PROJECT"), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and LSC Briar Court Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$23,000,000 (the "**Loan**") from Capitol One, N.A., a national banking association ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**");

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such

further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3643

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Broadstone Briar Forest located at or about 2215 Avenida La Quinta Street, Houston, Texas 77077, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Broadstone Briar Forest located at or about 2215 Avenida La Quinta Street, Houston, Texas 77077 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature DocuSigned by:
Jay Mason
FB1ADD8791F24F3... Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval Signature DocuSigned by:
Mike Rogers
3EC87AD4710742D Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AF04AA... Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, BROADSTONE BRIAR FOREST LOCATED AT OR ABOUT 2215 AVENIDA LA QUINTA STREET, HOUSTON, TEXAS 77077, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or authorized representative of the Houston Housing Authority (the "**Authority**") to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Broadstone Briar Forest located at 2215 Avenida La Quinta Street, Houston, Texas 77077 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project.

The Authority desires for the PFC to purchase the Project.

The PFC and LSC Broadstone Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$44,000,000 (the "**Loan**") from Merchants Capital Corporation ("**Lender**") to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the

President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, Broadstone Briar Forest located at or about 2215 Avenida La Quinta Street, Houston, Texas 77077 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3644

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF OF THE HOUSTON HOUSING AUTHORITY (THE "AUTHORITY") TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, BROADSTONE BRIAR FOREST LOCATED AT 2215 AVENIDA LA QUINTA STREET, HOUSTON, TEXAS 77077 (THE "PROJECT"), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC ("PFC") to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and LSC Broadstone Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$44,000,000 (the "**Loan**") from Merchants Capital Corporation ("**Lender**") to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**");

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all

other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3644

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM**1. Brief Description of Proposed Item:**

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Broadstone Toscano located at or about 2900 N. Braeswood Blvd., Houston, Texas 77025, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023**3. Proposed Board Resolution:**

Resolution: That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Broadstone Toscano located at or about 2900 N. Braeswood Blvd., Houston, Texas 77025 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature

DocuSigned by:
Jay Mason
FB1ADD6791F24E3

Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval

Signature

DocuSigned by:
Mike Rogers
35C87AD4710742D

Date: 3/16/2023

6. Approval of President & CEO

Signature

DocuSigned by:
David A. Northern, Sr.
0E0B4D8C1AF04AA

Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, BROADSTONE TOSCANO LOCATED AT 2900 N. BRAESWOOD BLVD., HOUSTON, TEXAS 77025, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or designee to take all actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Broadstone Toscano located at 2900 N. Braeswood Blvd., Houston, Texas 77025 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND:

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project. The Authority desires for the PFC to purchase the Project.

The PFC and Med Center Owner, L.P., a Texas limited partnership (the "**Owner**") will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$75,000,000 (the "**Loan**") from Invesco CMI Investments, L.P. ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, Broadstone Toscano located at or about 2900 N. Braeswood Blvd., Houston, Texas 77025 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3645

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR DESIGNEE TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF “AFFORDABLE” UNITS WITHIN, BROADSTONE TOSCANO LOCATED AT 2900 N. BRAESWOOD, HOUSTON, TEXAS 77025 (THE “PROJECT”), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC (“**PFC**”) to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and Med Center Owner, L.P., a Texas limited partnership (the “**Owner**”) will enter into a lease agreement (the “**Lease Agreement**”) granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$75,000,000 (the “**Loan**”) from Invesco CMI Investments, L.P. (“**Lender**”), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the “**Loan Documents**”);

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief

Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3645

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM**1. Brief Description of Proposed Item:**

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Cathedral Lakes located at or about 698 Basilica Bay Dr., Spring, Texas 77386, and the execution of all required documents therefor.


2. Date of Board Meeting: March 21, 2023**3. Proposed Board Resolution:**

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Cathedral Lakes located at or about 698 Basilica Bay Dr., Spring, Texas 77386 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO.

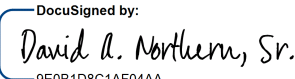
4. Department Head Approval Signature  Jay Mason Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval Signature  Mike Rogers Date: 3/16/2023

6. Approval of President & CEO

Signature  David A. Northern, Sr. Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN CATHEDRAL LAKES LOCATED AT OR ABOUT 698 BASILICA BAY DR., SPRING, TEXAS 77386, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or designee to take all actions necessary or convenient to facilitate acquisition of, and the placement of "affordable" units within, Cathedral Lakes located at 698 Basilica Bay Dr., Spring, Texas 77386 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND:

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project. The Authority desires for the PFC to purchase the Project.

The PFC and CAI Cathedral Lakes Owner, LLC, a Delaware limited liability company (the "**Owner**") will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$45,000,000 (the "**Loan**") from Regions Bank ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, Cathedral Lakes located at or about 698 Basilica Bay Dr., Spring, Texas 77386 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3646

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR DESIGNEE TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, CATHEDRAL LAKES LOCATED AT 698 BASILICA BAY DR., SPRING, TEXAS 77386 (THE "PROJECT"), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and CAI Cathedral Lakes Owner, LLC, a Delaware limited liability company (the "**Owner**") will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$45,000,000 (the "**Loan**") from Regions Bank ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**");

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief

Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3646

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM**1. Brief Description of Proposed Item:**

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition and development of, and the placement of "affordable" units within, a multifamily residential development to be commonly known as Lively at Cypress Creek located at or about 13030 Perry Road, Houston, Texas 77070, and the execution of all required documents therefor.


2. Date of Board Meeting: March 21, 2023**3. Proposed Board Resolution:**

Resolution: That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition and development of, and the placement of "affordable" units within, a multifamily residential development to be commonly known as Lively at Cypress Creek located at or about 13030 Perry Road, Houston, Texas 77070 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO.

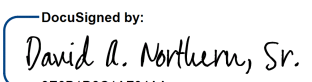
4. Department Head Approval Signature  Jay Mason Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval Signature  Mike Rogers Date: 3/16/2023

6. Approval of President & CEO

Signature  David A. Northern, Sr. Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION AND DEVELOPMENT OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, A MULTIFAMILY RESIDENTIAL DEVELOPMENT TO BE COMMONLY KNOWN AS LIVELY AT CYPRESS CREEK LOCATED AT OR ABOUT 13030 PERRY ROAD, HOUSTON, TEXAS 77070, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or designee to take all actions necessary or convenient to facilitate the acquisition and development of, and the placement of "affordable" units within, a multifamily residential development to be commonly known as Lively at Cypress Creek located at 13030 Perry Road, Houston, Texas 77070 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND:

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project. The Authority desires for the PFC to acquire and develop the Project.

The PFC and PFC Lively at Cypress Creek, LLC, a Texas limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is to be constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income once the Project is constructed.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$37,000,000 (the "**Loan**") from International Bank of Commerce ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the

President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition and development of, and the placement of “affordable” units within, a multifamily residential development to be commonly known as Lively at Cypress Creek located at or about 13030 Perry Road, Houston, Texas 77070 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO..

RESOLUTION NO. 3647

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR DESIGNEE TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION AND DEVELOPMENT OF, AND THE PLACEMENT OF “AFFORDABLE” UNITS WITHIN, A MULTIFAMILY RESIDENTIAL DEVELOPMENT TO BE COMMONLY KNOWN AS LIVELY AT CYPRESS CREEK LOCATED AT 13030 PERRY ROAD, HOUSTON, TEXAS 77070 (THE “PROJECT”), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC (“PFC”) to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to acquire and develop the Project;

WHEREAS, the PFC and PFC Lively at Cypress Creek, LLC, a Texas limited liability company (the “**Owner**”), will enter into a lease agreement (the “**Lease Agreement**”) granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is to be constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income once the Project is constructed; and

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$37,000,000 (the “**Loan**”) from International Bank of Commerce (“**Lender**”), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the “**Loan Documents**”);

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all

other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3647

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Madison at Bear Creek located at or about 5735 Timber Creek Place Drive, Houston, Texas 77084, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:


Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Madison at Bear Creek located at or about 5735 Timber Creek Place Drive, Houston, Texas 77084 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

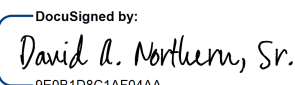
Signature  Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval Signature  Date: 3/16/2023

6. Approval of President & CEO

Signature  Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR TAKE ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, MADISON AT BEAR CREEK LOCATED AT OR ABOUT 5735 TIMBER CREEK PLACE DRIVE, HOUSTON, TEXAS 77084, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or authorized representative of the Houston Housing Authority (the "**Authority**") to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Madison at Bear Creek located at 5735 Timber Creek Place Drive, Houston, Texas 77084 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project.

The Authority desires for the PFC to purchase the Project.

The PFC and LSC Madison Bear Creek Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$19,500,000 (the "**Loan**") from Merchants Capital Corporation ("**Lender**") to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the

President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Madison at Bear Creek located at or about 5735 Timber Creek Place Drive, Houston, Texas 77084 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3648

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF OF THE HOUSTON HOUSING AUTHORITY (THE “AUTHORITY”) TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF “AFFORDABLE” UNITS WITHIN, MADISON AT BEAR CREEK LOCATED AT 5735 TIMBER CREEK PLACE DRIVE, HOUSTON, TEXAS 77084, HOUSTON, TEXAS 77077 (THE “PROJECT”), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC (“**PFC**”) to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and LSC Madison Bear Creek Owner II, LLC, a Delaware limited liability company (the “**Owner**”), will enter into a lease agreement (the “**Lease Agreement**”) granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$19,500,000 (the “**Loan**”) from Merchants Capital Corporation (“**Lender**”) to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the “**Loan Documents**”);

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such

further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3648

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Parc at Champion Forest located at or about 15330 Bammel North Houston Road, Houston, Texas 77014, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Parc at Champion Forest located at or about 15330 Bammel North Houston Road, Houston, Texas 77014 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

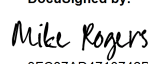
4. Department Head Approval

DocuSigned by:

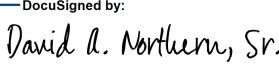
 Signature _____ Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding _____

DocuSigned by:

 VP of FO Approval Signature _____ Date: 3/16/2023
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6. Approval of President & CEO

DocuSigned by:

 Signature _____ Date: 3/16/2023
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HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, PARC AT CHAMPION FOREST LOCATED AT OR ABOUT 15330 Bammel NORTH HOUSTON ROAD, HOUSTON, TEXAS 77014, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or authorized representative of the Houston Housing Authority (the "**Authority**") to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Parc at Champion Forest located at 15330 Bammel North Houston Road, Houston, Texas 77014 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project.

The Authority desires for the PFC to purchase the Project.

The PFC and LSC Parc II Owner, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$28,500,000 (the "**Loan**") from Lument Real Estate Capital, LLC, a Delaware limited liability company ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the

President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, Parc at Champion Forest located at or about 15330 Bammel North Houston Road, Houston, Texas 77014 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID dated February 15, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3649

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF OF THE HOUSTON HOUSING AUTHORITY (THE “AUTHORITY”) TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF “AFFORDABLE” UNITS WITHIN, PARC AT CHAMPION FOREST LOCATED AT 15330 Bammel NORTH HOUSTON ROAD, HOUSTON, TEXAS 77014 (THE “PROJECT”), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC (“PFC”) to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and LSC Parc II Owner, LLC, a Delaware limited liability company (the “**Owner**”), will enter into a lease agreement (the “**Lease Agreement**”) granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$28,500,000 (the “**Loan**”) from Lument Real Estate Capital, LLC, a Delaware limited liability company (“**Lender**”), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the “**Loan Documents**”);

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such

further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3649

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM**1. Brief Description of Proposed Item**

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of, and the placement of "affordable" units within, Timberwalk Apartments located at or about 5635 Timber Creek Place Drive, Houston, Texas 77084, and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023**3. Proposed Board Resolution:**

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Timberwalk Apartments located at or about 5635 Timber Creek Place Drive, Houston, Texas 77084 (the "**Project**"), pursuant to the memorandum from Jay Mason, Director of REID dated February 28, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature

DocuSigned by:
Jay Mason
FB1ADD6791F24F3...

Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval

Signature

DocuSigned by:
Mike Rogers
3FC87AD4710742D...

Date: 3/16/2023

6. Approval of President & CEO

Signature

DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AF04AA...

Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, TIMBERWALK APARTMENTS LOCATED AT 5635 TIMBER CREEK PLACE DRIVE, HOUSTON, TEXAS 77084, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or authorized representative of the Houston Housing Authority (the "**Authority**") to take such actions necessary or convenient to facilitate the acquisition of, and the placement of "affordable" units within, Timberwalk Apartments located at 5635 Timber Creek Place Drive, Houston, Texas 77084 (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project.

The Authority desires for the PFC to purchase the Project.

The PFC and LSC Timberwalk Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

The Owner will obtain a loan in an aggregate principal amount not to exceed \$29,000,000 (the "**Loan**") from Capitol One, N.A., a national banking association ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**").

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the forgoing matters the

President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of, and the placement of “affordable” units within, Timberwalk Apartments located at or about 5635 Timber Creek Place Drive, Houston, Texas 77084 (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID dated February 28, 2023, to David A. Northern, Sr., President & CEO.

RESOLUTION NO. 3650

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR AUTHORIZED REPRESENTATIVE OF OF THE HOUSTON HOUSING AUTHORITY (THE "AUTHORITY") TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF, AND THE PLACEMENT OF "AFFORDABLE" UNITS WITHIN, TIMBERWALK APARTMENTS LOCATED AT 5635 TIMBER CREEK PLACE DRIVE, HOUSTON, TEXAS 77084 (THE "PROJECT"), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and LSC Timberwalk Owner II, LLC, a Delaware limited liability company (the "**Owner**"), will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

WHEREAS, the Owner will obtain a loan in an aggregate principal amount not to exceed \$29,000,000 (the "**Loan**") from Capitol One, N.A., a national banking association ("**Lender**"), to finance the Project and, in connection with the making of the Loan, Lender will require PFC to join in the execution of documents evidencing and/or securing the Loan (collectively, the "**Loan Documents**");

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such

further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3650

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM**1. Brief Description of Proposed Item:**

Consideration and/or action to authorize the President & CEO or designee to facilitate the acquisition of that certain parcel of land located at or about 1690 North Loop, Houston, Texas 77009, the construction and development of the 317-unit COOP at Farmers Market and the execution of all required documents therefor.

2. Date of Board Meeting: March 21, 2023**3. Proposed Board Resolution:**

Resolution: That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of that certain parcel of land located at or about 1690 North Loop, Houston, Texas 77009, the construction and development of the 317-unit COOP at Farmers Market (the "Project"), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature

DocuSigned by:
Jay Mason
EB1ADD6791E24E3

Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☒ Yes ☐ No Source Third Party Funding

VP of FO Approval

Signature

DocuSigned by:
Mike Rogers
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Date: 3/16/2023

6. Approval of President & CEO

Signature

DocuSigned by:
David A. Northern, Sr.
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Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO FACILITATE THE ACQUISITION OF THAT CERTAIN PARCEL OF LAND LOCATED AT OR ABOUT 1690 NORTH LOOP, HOUSTON, TEXAS 77009, THE CONSTRUCTION AND DEVELOPMENT OF THE 317-UNIT COOP AT FARMERS MARKET, AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.
DATE: FEBRUARY 15, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorize the President & CEO or designee to take all actions necessary or convenient to facilitate the acquisition of that certain parcel of land located at 1690 North Loop, Houston, Texas 77009, (the "**Land**"), the construction and development of the 317-unit COOP at Farmers Market (the "**Project**"), and the execution of all required documents therefor.

BACKGROUND:

The Authority has created Lakeside Place PFC ("**PFC**") to assist in the development of certain multifamily housing developments such as the Project. The Authority desires for the PFC to purchase the Project.

The PFC and UG Farmers Market LP, a Texas limited partnership (the "**Owner**") will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Land and the Project to the Owner.

Pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income.

APPROVALS

The Board of Commissioners of the Authority (the "**Board**") authorizes the President and Chief Executive Officer of the Authority and/or his designee to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated.

The Board authorizes that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken.

The Board authorizes that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners, authorizes the President & CEO or designee to take such actions necessary or convenient to facilitate the acquisition of that certain parcel of land located at or about 1690 North Loop, Houston, Texas 77009, the construction and development of the 317-unit COOP at Farmers Market (the “**Project**”), pursuant to the memorandum from Jay Mason, Director of REID, dated February 15, 2023, to David A. Northern, Sr., President & CEO

RESOLUTION NO. 3651

RESOLUTION AUTHORIZING THE PRESIDENT & CEO OR DESIGNEE TO TAKE SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ACQUISITION OF THAT CERTAIN PARCEL OF LAND LOCATED AT 1690 NORTH LOOP, HOUSTON, TEXAS 77009 (THE "LAND"), THE CONSTRUCTION AND DEVELOPMENT OF THE 317-UNIT COOP AT FARMERS MARKET (THE "PROJECT"), AND THE EXECUTION OF ALL REQUIRED DOCUMENTS THEREFOR.

WHEREAS, the Authority has created Lakeside Place PFC ("PFC") to assist in the construction and development of certain multifamily housing developments such as the Project;

WHEREAS, the Authority desires for the PFC to purchase the Project;

WHEREAS, the PFC and UG Farmers Market LP, a Texas limited partnership (the "Owner") will enter into a lease agreement (the "**Lease Agreement**") granting site control of the Land and the Project to the Owner;

WHEREAS, pursuant to the terms of the Lease Agreement and regulatory agreement recorded against the property upon which the Project is constructed, no less than 50% of the units in the Project will be reserved for or occupied by individuals or families earning less than 80% of area median income;

NOW, THEREFORE, in connection with the foregoing, the Board of Commissioners hereby adopts the following resolutions:

BE IT RESOLVED, that the President and Chief Executive Officer of the Authority and/or his designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings necessary and/or related to the foregoing matters the President and Chief Executive Officer shall deem to be necessary or desirable in the consummation of the transactions herein contemplated;

BE IT FURTHER RESOLVED, that all acts, transactions, or agreements undertaken prior hereto by the President and Chief Executive Officer of the Authority or his designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, that the President and Chief Executive Officer is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President and Chief Executive Officer shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President and Chief Executive Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of the Authority.

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

[Remainder of page intentionally left blank for signature]

Resolution No. 3651

PASSED 21st of March, 2023.

ATTEST:

CHAIR

Secretary



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Cypressbrook Management Company, for the acquisition of Ariza Park Row, an apartment community that will be located at or about 1100 Blackhaw St., Houston TX, 77079

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Cypressbrook Management Company, for the acquisition of Ariza Park Row, an apartment community that will be located at or about 1100 Blackhaw St., Houston TX, 77079 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

DocuSigned by:
Signature Jay Mason Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval

DocuSigned by:
Signature Mike Rogers Date: 3/16/2023
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6. Approval of President & CEO

DocuSigned by:
Signature David A. Northern, Sr. Date: 3/16/2023
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Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH CYPRESSBROOK MANAGEMENT COMPANY, FOR THE ACQUISITION OF ARIZA PARK ROW, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 1100 BLACKHAW ST., HOUSTON TX, 77079
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Cypressbrook Management Company, for the acquisition of Ariza Park Row, an apartment community that will be located at or about 1100 Blackhaw St., Houston TX, 77079

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Cypressbrook Company is a real estate brokerage, management, and development company that was founded in 1996. Cypressbrook and its affiliates have a variety of projects located primarily in the southwestern and southeastern United States. Our mission is to maintain consistently high standards of service, integrity, and accountability to our clients, investors, and employees, as well as enhance and contribute to the communities in which we are active. Cypressbrook managers and brokers have in-depth knowledge across a range of product types. Our managers focus on value-added strategies aimed at improving the performance of assets through extensive redevelopment, repositioning, and marketing

improvements. Our brokers focus their detailed knowledge of certain industrial, office, retail, and land sub-markets to assist clients in making the best decision in the acquisitions or disposition of their real estate assets.

The development, Ariza Park Row, will be a 352-unit Class A multifamily community constructed in west Houston, between N. Dairy Ashford Road, Redhaw Street, Blackhawk Street, and Addicks Dam Road. The community will be located near major employers (including The Energy Corridor, The Galleria and current drawings plan for 198 one-bedroom units, 116 two-bedroom units , and 38 three-bedroom units. The apartments will be a three or four-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.17% (71 units) at 60% AMI and 30% (106 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	40	59	99	198	693
2 Bedrooms	23	35	58	116	1,090
3 Bedrooms	8	12	18	38	1,477
Totals	71	106	175	352	908
Percentages	20.17%	30.11%	49.72%	100.00%	319,780

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Cypressbrook Management Company - Ariza Park Row Apartments" (Insert Points Below)
Location	10	10
Depth of Affordability	10	7
Schools	10	8
\$ Front End	10	7
\$ Operations	10	7
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	67.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Cypressbrook Management Company, for the acquisition of Ariza Park Row, an apartment community that will be located at or about 1100 Blackhaw St., Houston TX, 77079 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Commerce Equities, for the acquisition of Lake Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Commerce Equities, for the acquisition of Lake Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature DocuSigned by:
Jay Mason
EB1ADD6791E2AE3 Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by:
Mike Rogers
3EC87AD4710742D Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AF04AA... Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH COMMERCE EQUITIES, FOR THE ACQUISITION OF LAKE RANCH, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 11144 FUQUA ST, HOUSTON TX 77089
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Commerce Equities, for the acquisition of Lake Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Commerce Equities, Inc. with its affiliated entity Commerce Equities Management Company is a full-service real estate development, construction, and property management organization. Commerce Equities has overseen the development, completion, and management of over \$400 million in real estate projects encompassing multifamily, residential, hotel, retail, and industrial sectors.

Lake Ranch will be a new, attractive mixed-income community in Houston, Texas focused on sustainability. Comprised of 121 residential townhomes equipped with solar roof shingles and rainwater harvesting

systems for irrigation, the site configuration is designed to maximize the utility of the site's proposed uses. With the mail center located at the northwestern corner, residents have easy access to this amenity as they enter or leave the community. At the center of the development, an open green space provides room for recreational activities enjoyed by families with children or pets. A swimming pool and recreational pavilion will also be situated at the southernmost corner of the site to take advantage of the serene beach front lake that is located at the property's southern boundary.

The Project Site will be primarily accessed by a landscaped drive connecting to Fuqua Street to create a charming and welcoming entrance to the community, where the resident clubhouse will also be located. The property will also feature solar powered street lights with possible wind turbines. As proposed, the \$32.1 million development of Lake Ranch presents an attractive opportunity to increase the affordable housing stock for families in the Houston area - establishing 62 of the property's planned 121 units as affordable housing, which is such an essential need for the community. The 6.81-acre property will be positioned as a high-end mixed-income apartment community that will enhance the quality of life and standard of living for existing and future neighborhood residents.

AFFORDABLE UNITS:

20.7% (25 units) at 60% AMI and 31.4% (38 units) at 80% AMI

	60% AMI	80% AMI	Market	Total
2 Bedrooms	5	6	8	19
3 Bedrooms	1	2	3	6
4 Bedrooms	19	30	47	96
Totals	25	38	58	121
Percentages	20.66%	31.40%	47.93%	100.00%

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 223-01 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Commerce Equities - Lake Ranch (Insert Points Below)
Location	10	6
Depth of Affordability	10	8
Schools	10	6.33
\$ Front End	10	6
\$ Operations	10	6
Reasonable Developer \$	10	5
Term of Affordability	5	5
Flood Plain	5	1
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	58.83

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Commerce Equities, for the acquisition of Lake Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item:

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Spring Apartments, an apartment community that will be located at or about 4910 Spring Cypress Rd., Spring, TX 77379.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Spring Apartments, an apartment community that will be located at or about 4910 Spring Cypress Rd., Spring, TX 77379 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature DocuSigned by:
Jay Mason
FR1ADD6791E24E3 Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by:
Mike Rogers
3FC87AD4710742D Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AF04AA... Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH HOWARD REAL ESTATE HOLDINGS, LLC, FOR THE ACQUISITION OF ROYAL SPRING APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 4910 SPRING CYPRESS RD., SPRING, TX 77379
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Spring Apartments an apartment community that will be located at or about 4910 Spring Cypress Rd., Spring, TX 77379

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Howard Real Estate Holdings, has owned, operated, and sold 1,000+ multifamily units in Texas, Florida, and North Carolina. As part of their ownership, the sponsors spent considerable time, effort, and expense to improve the quality of interior living space as well as overall building structures and amenities across each of those properties. Dustin Howard is a lead sponsor and active manager for this property through his affiliate entity. There are two additional lead sponsors and active managers within the ownership structure for this property, namely Julia Bykhovskaia and Iqbal Mutabanna through their respective affiliate entities. This sponsor group collectively owns 1,650+ multifamily units across Austin, DFW, and

the Houston area. The group focuses on Class A and B properties that provide good amenities and clean and high quality of life to residents. The group employs nationally recognized property management firms for onsite management and maintenance.

Royal Spring Apartments is a 351-unit Class A, multifamily community leased in north Harris County, on Spring Cypress Road, just west of Kuykendahl Road. The community is located near major employers (including The Woodlands, Willowbrook, and Greenspoint) and served by the Klein Independent School District. Royal Spring Apartments includes 234 one-bedroom units and 117 two bedroom units. Royal Spring Apartments is a three-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.23% (71 units) at 60% AMI and 30% (105 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	48	69	117	234	864
2 Bedrooms	23	36	58	117	1,295
3 Bedrooms	0	0	0	0	-
Totals	71	105	175	351	1,007
Percentages	20.23%	29.91%	49.86%	100.00%	353,613

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Howard Real Estate Holdings, LLC - Royal Spring Apartments (Insert Points Below)
Location	10	7
Depth of Affordability	10	8
Schools	10	8
\$ Front End	10	5
\$ Operations	10	7
Reasonable Developer \$	10	4
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	1
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	65.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Spring Apartments, an apartment community that will be located at or about 4910 Spring Cypress Rd., Spring, TX 77379 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with CityStreet Residential, for the acquisition of Domain Town Center, an apartment community that will be located at or about 7100 Uvalde Rd, Houston TX, 77049

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with CityStreet Residential, for the acquisition of Domain Town Center, an apartment community that will be located at or about 7100 Uvalde Rd, Houston TX, 77049 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature DocuSigned by:
Jay Mason
EB1ADD6791E24E3 Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by:
Mike Rogers
3FC87AD4740742D... Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AF04AA... Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH CITYSTREET RESIDENTIAL, FOR THE ACQUISITION OF DOMAIN TOWN CENTER, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 7100 UVALDE RD, HOUSTON TX, 77049
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with CityStreet Residential, for the acquisition of Domain Town Center, an apartment community that will be located at or about 7100 Uvalde Rd, Houston TX, 77049

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

CityStreet Residential Partners (CSRP) is an experienced, highly regarded real estate firm that specializes in the acquisition and development of multifamily and RV resort real estate properties. The company is focused on superior product execution and on finding opportunities when returns are at their greatest. Our core values are personified by one simple phrase: "Exceed expectations". Every day the company strives to exceed the expectations of our equity partners, our bankers, and our residents.

CSRP was fanned in 2013 by Rick Craig. Rick's extensive multifamily experience dates back to 1985 and comes through Finger Companies, Trammell Crow Residential, Gables Residential Trust, and Simmons Vedder Partners. Over the years, Rick has managed the development of 6,000+ multifamily units in all the major Texas markets. The CityStreet framework is a blend of Rick's experience, and the company goal is simple: exceed expectations. CityStreet Residential has a stellar reputation in the multifamily community and strives to be a leader in Class A multifamily and RV resort development. CityStreet develops opportunistically, and its development goals and asset disposition decisions are reflective of the market cycle and opportunities. CityStreet Residential prides itself on generating superior returns through excellent site selection, solid execution and a comprehensive focus on quality.

Domain Town Center Apartments is a 352-unit Class A, multifamily community currently being leased in northeast Houston, on Uvalde Road just south of the Crosby Freeway (Highway 90). The community is located near major employers (including Downtown Houston, The Texas Medical Center, and the Houston Ship Channel) and served by the Sheldon Independent School District. Domain Town Center Apartments includes 232 one-bedroom units, 108 two-bedroom units, and 12 three-bedroom units. Domain Town Center is a three-story walk-up community with a convenient surface and attached garage parking.

AFFORDABLE UNITS:

20.17% (71 units) at 60% AMI and 29.8% (105 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	47	68	117	232	750
2 Bedrooms	22	33	53	108	1,143
3 Bedrooms	2	4	6	12	1,423
Totals	71	105	176	352	893
Percentages	20.17%	29.83%	50.00%	100.00%	314,484

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"City Street Residential - Domain Town Center" (Insert Points Below)
Location	10	0
Depth of Affordability	10	8
Schools	10	6
\$ Front End	10	6
\$ Operations	10	6
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	54.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with CityStreet Residential, for the acquisition of Domain Town Center, an apartment community that will be located at or about 7100 Uvalde Rd, Houston TX, 77049 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Encore Multi-Family LLC, for the acquisition of Encore Motif at Grand Crossing, an apartment community that will be located at or about 23233 Western Center Dr., Katy, TX 77450

2. Date of Board Meeting: March 21, 2023


3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Encore Multi-Family LLC, for the acquisition of Encore Motif at Grand Crossing, an apartment community that will be located at or about 23233 Western Center Dr., Katy, TX 77450 the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

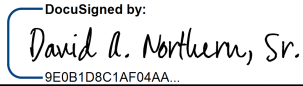
4. **Department Head Approval** Signature  Jay Mason Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature  Mike Rogers Date: 3/16/2023

6. Approval of President & CEO

Signature  David A. Northern, Sr. Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH ENCORE MULTI-FAMILY LLC, FOR THE ACQUISITION OF ENCORE MOTIF AT GRAND CROSSING, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 23233 WESTERN CENTER DR., KATY, TX 77450
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Encore Multi-Family LLC, for the acquisition of Encore Motif at Grand Crossing, an apartment community that will be located at or about 23233 Western Center Dr., Katy, TX 77450

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Encore Multi-Family, LLC is a wholly owned subsidiary of Encore Enterprises, Inc., which was founded in 1999 by Dr. Bharat Sangani. Over the 30 years that followed, Dr. Sangani has built a successful private commercial real estate investment and development firm with a proven track record across multiple sectors throughout the United States. He is responsible for nearly \$2.9 billion in real estate transactions for Encore and oversees every aspect of the business, from operations to financial management.

The proposed investment, Enco re Motif, is a Class-B+, 240-unit multi-family community located at 23233 Western Centre Drive, Katy, TX 77450, in west Harris County. Offering 169 one-bedroom apartments and 71 two-bedroom apartments the property's amenities include an elliptical, contemporary style central courtyard pool and spa, poolside BBQ grills and entertainment areas, outdoor area for fitness classes adjacent to the fitness center, fitness center with second-level multi-purpose room for yoga and other classes, designated big dog park, small dog park and dog wash, clubhouse with open resident lounge with kitchen and private and shared communal seating areas, business center with individual mini-offices and shared open space with wireless printer and USB connection and a conference room with equipment suitable for facilitating meetings online or in-person.

AFFORDABLE UNITS:

20% at 60% AMI (48units) , 30% at 80% AMI (72 units), total affordable units 50% (120 units)

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	34	51	84	169	759
2 Bedrooms	14	21	36	71	1,069
3 Bedrooms	0	0	0	0	-
Totals	48	72	120	240	851
Percentages	20.00%	30.00%	50.00%	100.00%	204,136

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Encore Multi-Family LLC – Encore Motif at Grand Crossing (Insert Points Below)
Location	10	8
Depth of Affordability	10	6
Schools	10	7
\$ Front End	10	7
\$ Operations	10	8
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	64.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Encore Multi-Family LLC, for the acquisition of Encore Motif at Grand Crossing, an apartment community that will be located at or about 23233 Western Center Dr., Katy, TX 77450 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Kajani Capital Group, for the acquisition of 2121 Ella Apartments, an apartment community that will be located at or about 2121 Ella Blvd, Houston, TX 77008

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:


Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Kajani Capital Group, for the acquisition of 2121 Ella Apartments, an apartment community that will be located at or about the 2121 Ella Blvd, Houston, TX 77008 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

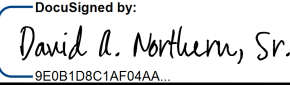
Signature  Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature  Date: 3/16/2023
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6. Approval of President & CEO

Signature  Date: 3/16/2023
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HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH KAJANI CAPITAL GROUP, FOR THE ACQUISITION OF 2121 ELLA APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 2121 ELLA BLVD, HOUSTON, TX 77008
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Kajani Capital Group, for the acquisition of 2121 Ella Apartments, an apartment community that will be located at or about 2121 Ella Blvd, Houston, TX 77008

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Kajani Capital Group is a fully integrated real estate investment office that specializes in the acquisition and development of multifamily, office, industrial, and retail assets.

The proposed investment, 2121 Ella Apartments, is a class A, 121-unit multifamily community located at 2121 Ella Blvd., north of East T C Jester Blvd. in northwest City of Houston. The community is located proximate to employers in the Galleria/Uptown, Downtown and Energy Corridor. 2121 Ella Apartments is

served by the Houston Independent School District. Offering 84 one-bedroom and 37 two-bedroom apartments, the property's amenities include a resort-style swimming pool, outdoor kitchen & grilling stations, billiards tables, complimentary Wi-Fi in common areas, sundeck, resident clubhouse, state-of-the-art fitness center, valet trash service, outdoor cabanas, coffee bar, dog park, and controlled access.

AFFORDABLE UNITS:

20% (24 units) at 60% AMI and 30.6% (37 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	16	26	42	84	713
2 Bedrooms	8	11	18	37	1,024
3 Bedrooms	0	0	0	0	-
Totals	24	37	60	121	808
Percentages	19.83%	30.58%	49.59%	100.00%	97,780

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal and Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Kajani Capital Group - 2121 Ella Apartments (Insert Points Below)
Location	10	8
Depth of Affordability	10	8
Schools	10	8
\$ Front End	10	6
\$ Operations	10	8
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	0
\$/Land Back End	5	5
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	2
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	60.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Kajani Capital Group, for the acquisition of 2121 Ella Apartments, an apartment community that will be located at or about 2121 Ella Blvd, Houston, TX 77008 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with RPM Living, for the acquisition of Ashton on West Dallas, an apartment community that will be located at or about 1616 West Dallas St., Houston, TX, 77019

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with RPM Living, for the acquisition of Ashton on West Dallas, an apartment community that will be located at or about 1616 West Dallas St., Houston, TX, 77019 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023 , to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature

DocuSigned by:

Jay Mason

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Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

DocuSigned by:

Mike Rogers

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VP of FO Approval

Signature

Date: 3/16/2023

6. Approval of President & CEO

DocuSigned by:

David A. Northern, Sr.

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Signature

Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH RPM LIVING, FOR THE ACQUISITION OF ASHTON ON WEST DALLAS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 1616 WEST DALLAS ST., HOUSTON, TX, 77019
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with RPM Living, for the acquisition of Ashton on West Dallas, an apartment community that will be located at or about 1616 West Dallas St., Houston, TX, 77019.

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

RPM Living was founded in 2002 in Austin, Texas as Roscoe Property Management with just 10 units under management in a residential office. In 2021 RPM Living was ranked No. 11 on the NMHC Top 50 Manager list with over 81,000 units under management. In January 2021 RPM Living acquired Dallas-based Pace Realty, expanding our verticals into student and senior living, and merged with Atlanta-based CF Real Estate, furthering our footprint in the Southeast and Midwest.

Ashton on West Dallas is a 246-unit Class A, multifamily community currently being leased in Houston, on West Dallas Street just east of Taft Street. The community is located near major employment centers (including downtown and the Galleria) and served by the Houston Independent School District. Ashton in West Dallas includes 197 one-bedroom and 49 two-bedroom units. This property is a four-story wrap community.

AFFORDABLE UNITS:

20.33% (50 units) at 60% AMI and 29.67% (73units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	39	59	99	197	720
2 Bedrooms	11	14	24	49	1,264
3 Bedrooms	0	0	0	0	-
Totals	50	73	123	246	829
Percentages	20.33%	29.67%	50.00%	100.00%	203,836

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	RPM Living - Ashton on West Dallas (Insert Points Below)
Location	10	8
Depth of Affordability	10	7
Schools	10	7
\$ Front End	10	7
\$ Operations	10	7
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	64.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with RPM Living, for the acquisition of Ashton on West Dallas, an apartment community that will be located at or about 1616 West Dallas St., Houston, TX, 77019 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Brookfield Asset Management, for the acquisition of Bellrock Market Station an apartment community that will be located at or about 24002 Colonial Pkwy, Katy, TX 77493

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Brookfield Asset Management, for the acquisition of Bellrock Market Station, an apartment community that will be located at or about 24002 Colonial Pkwy, Katy, TX 77493 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023 , to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature DocuSigned by: Jay Mason Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by: Mike Rogers Date: 3/16/2023
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6. **Approval of President & CEO** Signature DocuSigned by: David A. Northern, Sr. Date: 3/16/2023
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HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH BROOKFIELD ASSET MANAGEMENT, FOR THE ACQUISITION OF BELLROCK MARKET STATION, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 24002 COLONIAL PKWY, KATY, TX 77493
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Brookfield Asset Management, for the acquisition of Bellrock Market Station an apartment community that will be located at or about 24002 Colonial Pkwy, Katy, TX 77493

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

With over \$750 billion in assets under management, and an over 100-year heritage as a global owner and operator, we focus on investing in the backbone of the global economy and are committed to supporting and enhancing the communities in which we operate. We put our own capital to work alongside our partners' in virtually every transaction, aligning interests and bringing the strengths of our operational expertise, global reach, and large-scale capital to bear on everything we do.

Resolution No. 3659

As one of the world's largest investors in real estate, we own, operate, and develop iconic properties in the world's most dynamic markets.

Bellrock Market Station Apartments is a 329-unit Class A, multifamily community currently being leased in west Harris County, on Colonial Parkway just west of Highway 99. The community is located near major employers (including Katy and The Energy Corridor) and served by the Katy Independent School District. Bellrock Market Station Apartments includes 228 one-bedroom units, 95 two-bedroom units, and 6 three bedroom units. Bellrock Market Station is a three-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.06% (66 units) at 60% AMI and 30.7% (101 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	47	68	113	228	758
2 Bedrooms	18	31	46	95	1,142
3 Bedrooms	1	2	3	6	1,465
Totals	66	101	162	329	881
Percentages	20.06%	30.70%	49.24%	100.00%	289,980

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Brookfield Asset Management - Bellrock Market Station" (Insert Points Below)
Location	10	10
Depth of Affordability	10	7
Schools	10	5
\$ Front End	10	7
\$ Operations	10	8
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	65.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Brookfield Asset Management, for the acquisition of Bellrock Market Station, an apartment community that will be located at or about 24002 Colonial Pkwy, Katy, TX 77493 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Commerce Equities, for the acquisition of Settler's Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Commerce Equities, for the acquisition of Settler's Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

DocuSigned by:
Signature Jay Mason Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

DocuSigned by:
VP of FO Approval Signature Mike Rogers Date: 3/16/2023
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6. Approval of President & CEO

DocuSigned by:
Signature David A. Northern, Sr. Date: 3/16/2023
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HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH COMMERCE EQUITIES, FOR THE ACQUISITION OF SETTLER'S RANCH, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 11144 FUQUA ST, HOUSTON TX 77089
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Ascenda Capital and Commerce Equities, for the acquisition of Settler's Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Commerce Equities, Inc. with its affiliated entity Commerce Equities Management Company is a full-service real estate development, construction, and property management organization. Commerce Equities has overseen the development, completion, and management of over \$400 million in real estate projects encompassing multifamily, residential, hotel, retail, and industrial sectors.

Settler's Ranch is an existing 240-unit, mid-rise luxury rental community conveniently located minutes away from a wide selection of shops, restaurants, and businesses that offer a wide array of entertainment and recreational opportunities for families and children. Commerce Equities believes the proposal set forth herein for Settler's Ranch presents an attractive opportunity to partner with HHA to strategically position this 2003 vintage Class-A residential community to not only produce desirable investment returns and revenue for the Houston Housing Authority, but also increase access to high-quality affordable housing in the Houston market - helping to create complete, healthy, and more equitable neighborhoods. After thorough analysis of local market conditions and trends, Commerce Equities is confident the projected \$2.4 million in renovations to Settler's Ranch will result in high-end mixed-income apartment homes and amenity spaces that establish the community as a desirable housing option that will better meet the demands of the market, uplift lower- and moderate-income families, and provide a stable source of revenue to HHA. The project as proposed will set aside 20% of units (48 units) for families and individuals earning 60% of the Area Median Income, 30% of units (73 units) for families and individuals earning 80% of the Area Median Income, and the remainder of the units at market rate.

AFFORDABLE UNITS:

20% (48 units) at 60% AMI and 30.5% (73 units) at 80% AMI

	60% AMI	80% AMI	Market	Total
1 Bedroom	24	36	60	120
2 Bedrooms	19	30	47	96
3 Bedrooms	5	7	12	24
Totals	48	73	119	240
Percentages	20.00%	30.42%	49.58%	100.00%

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Commerce Equities -Settlers Ranch" (Insert Points Below)
Location	10	6
Depth of Affordability	10	8
Schools	10	6.33
\$ Front End	10	6
\$ Operations	10	6
Reasonable Developer \$	10	5
Term of Affordability	5	5
Flood Plain	5	1
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	58.83

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Commerce Equities, for the acquisition of Settler's Ranch, an apartment community that will be located at or about 11144 Fuqua St, Houston TX 77089 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with McDowell Properties, for the acquisition of Breakers at Windmill Lakes, an apartment community that will be located at or about 9750 Windwater Dr., Houston, TX 77075

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with McDowell Properties, for the acquisition of Breakers at Windmill Lakes, an apartment community that will be located at or about 9750 Windwater Dr., Houston, TX 77075 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature Jay Mason Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature Mike Rogers Date: 3/16/2023

6. **Approval of President & CEO** Signature David A. Northern, Sr. Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH MCDOWELL PROPERTIES, FOR THE ACQUISITION OF BREAKERS AT WINDMILL LAKES AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 9750 WINDWATER DR., HOUSTON, TX 77075
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with McDowell Properties, for the acquisition of Breakers at Windmill Lakes an apartment community that will be located at or about 9750 Windwater Dr., Houston, TX 77075

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

McDowell is a leading real estate investment and development firm specializing in the multifamily industry. Our team is led by seasoned executives that average over 25 years in the multifamily industry. McDowell Properties is an investment manager focused on apartment investments in growth markets across the United States. We strive to deliver exceptional, risk-adjusted returns on a consistent basis over the long term. McDowell Housing Partners was formed in 2019 to develop apartments that address the ongoing housing affordability issues prevalent throughout the US. We bring together

stakeholders at the federal, state, and local levels to deliver high quality apartments to those who need it most.

The Breakers at Windmill Lakes Apartments is a 174-unit Class B+, multifamily community currently leased in southeast Houston, on Windwater Drive near the intersection of Almeda Genoa Road and Blackhawk Boulevard. The community is located near major employers (including Johnson Space Center, the Texas Medical Center, and Downtown Houston) and served by the Pasadena Independent School District. The Breakers at Windmill Lakes Apartments includes 108 one-bedroom units and 66 two-bedroom units. The Breakers at Windmill Lakes is three-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS: : 20.1% (35 units) at 60% AMI and 29.93% (52 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	23	31	54	108	713
2 Bedrooms	12	21	33	66	1,018
3 Bedrooms	0	0	0	0	-
Totals	35	52	87	174	829
Percentages	20.11%	29.89%	50.00%	100.00%	144,270

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	McDowell Properties - Breakers at Windmill Lakes (Insert Points Below)
Location	10	0
Depth of Affordability	10	8
Schools	10	6
\$ Front End	10	4
\$ Operations	10	7
Reasonable Developer \$	10	2
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	52.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with McDowell Properties, for the acquisition of Breakers at Windmill Lakes an apartment community that will be located at or about the 9750 Windwater Dr., Houston, TX 77075 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Bridge Partners, for the acquisition of Greenway Court an apartment community that will be located at or about 3411 Cummins St., Houston, TX, 77027.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Bridge Partners, for the acquisition of Greenway Court, an apartment community that will be located at or about 3411 Cummins St., Houston, TX, 77027 the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature

DocuSigned by:
Jay Mason
EB1ADD6791F24E3

Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval

Signature

DocuSigned by:
Mike Rogers
3EC87AD4710742D

Date: 3/16/2023

6. Approval of President & CEO

Signature

DocuSigned by:
David A. Northern, Sr.
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Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH THE BRIDGE PARTNERS, FOR THE ACQUISITION OF GREENWAY COURT, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 3411 CUMMINS ST., HOUSTON, TX, 77027
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Bridge Partners, for the acquisition of Greenway Court, an apartment community that will be located at or about 3411 Cummins St., Houston, TX, 77027

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Bridge Partners is an opportunistic real estate private equity investment firm headquartered near San Francisco, California. Founded in 1990, Bridge Partners specializes in the acquisition, rehabilitation, and management of multifamily and hospitality properties nationwide. Throughout its history, Bridge Partners has demonstrated multi-disciplinary capacity and innovative acquisition strategy. Bridge Partners investments apply creative sourcing techniques to prudent investment theory. Bridge Partners has

completed over 200 transactions across 18 states and 50 domestic markets. Its existing portfolio features 30 properties throughout 16 states containing 7,000 units.

Greenway Court Apartments is a 1962-built, 96-unit, garden-style community located in the Greenway Plaza/Upper Kirby area, minutes from a wide variety of shopping, dining, and employment hubs. It is a two-story garden-style apartment community.

AFFORDABLE UNITS:

25% (24 units) at 60% AMI and 25% (25 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals
Study	0	0	0	0
1 Bedroom	7	7	13	27
2 Bedrooms	17	18	34	69
3 Bedrooms	2	2	4	8
Totals	24	25	47	96
Percentages	25.00%	26.04%	48.96%	100.00%

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Bridge Partners - Greenway Court Apartments (Insert Points Below)
Location	10	7
Depth of Affordability	10	9
Schools	10	7.99
\$ Front End	10	7
\$ Operations	10	6
Reasonable Developer \$	10	4
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	2
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	0
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	60.49

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Bridge Partners, for the acquisition of Greenway Court, an apartment community that will be located at or about 3411 Cummins St., Houston, TX, 77027 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl 21 Eleven, an apartment community that will be located at or about 2111 Westheimer Rd., Houston, TX, 77098.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl 21 Eleven, an apartment community that will be located at or about 2111 Westheimer Rd., Houston, TX, 77098 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

DocuSigned by:
Signature Jay Mason Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval

DocuSigned by:
Signature Mike Rogers Date: 3/16/2023
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6. Approval of President & CEO

DocuSigned by:
Signature David A. Northern, Sr. Date: 3/16/2023
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Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH THE MORGAN GROUP, FOR THE ACQUISITION OF PEARL 21 ELEVEN, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 2111 WESTHEIMER RD., HOUSTON, TX, 77098
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl 21 Eleven, an apartment community that will be located at or about the 2111 Westheimer Rd., Houston, TX, 77098

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Located in the highly desirable neighborhood of Midtown Houston, the 154-unit, 5-story wrap, luxury multi-family asset is proximate to several major employers with quick access to downtown, the Medical Center, and the Galleria. Pearl Midtown is a 154-unit, 5-story wrap, luxury multi-family community. The development includes 130 one-bedroom units and 24 two-bedroom units.

AFFORDABLE UNITS:

20% (43units) at 60% AMI and 30.23% (65% units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	32	46	73	151	817
2 Bedrooms	11	18	32	61	1,222
3 Bedrooms	0	1	2	3	1,709
Totals	43	65	107	215	944
Percentages	20.00%	30.23%	49.77%	100.00%	203,026

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	The Morgan Group, Inc. - Pearl 21 Eleven (Insert Points Below)
Location	10	10
Depth of Affordability	10	7
Schools	10	9
\$ Front End	10	7
\$ Operations	10	6
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	67.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl 21 Eleven, an apartment community that will be located at or about 2111 Westheimer Rd., Houston, TX, 77098 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item:

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl Washington, an apartment community that will be located at or about 5454 Washington Ave., Houston, TX 77007.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl Washington, an apartment community that will be located at or about 5454 Washington Ave., Houston, TX 77007 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature Jay Mason Date: 3/16/2023

DocuSigned by:

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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature Mike Rogers Date: 3/16/2023

DocuSigned by:

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6. **Approval of President & CEO** Signature David A. Northern, Sr. Date: 3/16/2023

DocuSigned by:

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Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH THE MORGAN GROUP, FOR THE ACQUISITION OF PEARL WASHINGTON, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 5454 WASHINGTON AVE., HOUSTON, TX 77007
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl Washington, an apartment community that will be located at or about 5454 Washington Ave., Houston, TX 77007

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Multifamily development. The Morgan Group currently owns and operates 40 communities. In addition to more than fifteen (15) projects planned or under construction, Morgan and its affiliates currently own, operate and/or manage over forty (40) comm unities in California, Arizona, Colorado, Florida, and Texas. Thirty (30) of these communities are located in our hometown, Houston. Since 2020, in partnership with the Houston Housing Authority, Morgan has closed on twelve (12) properties offering affordable housing under a Public Facilities Corporation structure; Beacon at Buffalo Pointe, 36Sixty, The Eclipse, Caroline on Voss, Azure, Caroline Uptown West, Avenue R, Circle at Hermann Park; The Amalfi, Circle at Hermann

Park; The Esplanade, Pearl Greenway, Caroline Post Oak and Caroline West Gray. All our properties reflect our commitment to convenience, technology, environmental awareness, customer service, and luxury.

Located in a highly desirable neighborhood of central Houston, Pearl Washington is a 322-unit, 6-story wrap, luxury multi-family community. The development includes 235 one-bedroom units, 77 two bedrooms units, and 10 three-bedroom units. This proposed investment of approximately \$70.84 million will create 161 affordable apartment homes including 49 with rent restrictions to ensure affordability to residents whose incomes are less than 60% of the Area Median Income (AMI).

AFFORDABLE UNITS:

20% (65 units) at 60% AMI and 30.15% (98 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	49	72	117	238	755
2 Bedrooms	14	23	40	77	1,112
3 Bedrooms	2	3	5	10	1,444
Totals	65	98	162	325	861
Percentages	20.00%	30.15%	49.85%	100.00%	279,701

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	The Morgan Group, Inc. - Pearl Washington (Insert Points Below)
Location	10	10
Depth of Affordability	10	8
Schools	10	9
\$ Front End	10	7
\$ Operations	10	6
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	68.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with The Morgan Group, for the acquisition of Pearl Washington, an apartment community that will be located at or about 5454 Washington Ave., Houston, TX 77007 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Sienna Apartments, an apartment community that will be located at or about 5222 Avalon Point, Missouri City, TX 77459.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Sienna Apartments, an apartment community that will be located at or about 5222 Avalon Point, Missouri City, TX 77459 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval Signature Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature Date: 3/16/2023

6. Approval of President & CEO Signature Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH HOWARD REAL ESTATE HOLDINGS, LLC, FOR THE ACQUISITION OF ROYAL SIENNA APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 5222 AVALON POINT, MISSOURI CITY, TX 77459
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Sienna Apartments, an apartment community that will be located at or about 5222 Avalon Point, Missouri City, TX 77459

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Howard Real Estate Holdings, has owned, operated, and sold 1,000+ multifamily units in Texas, Florida, and North Carolina. As part of their ownership, the sponsors spent considerable time, effort, and expense to improve the quality of interior living space as well as overall building structures and amenities across each of those properties. Dustin Howard is a lead sponsor and active manager for this property through his affiliate entity. There are two additional lead sponsors and active managers within the ownership structure for this property, namely Julia Bykhovskaia and Iqbal Mutabanna through their respective

affiliate entities. This sponsor group collectively owns 1,650+ multifamily units across Austin, DFW, and the Houston area. The group focuses on Class A and B properties that provide good amenities and a clean and high quality of life to residents. The group employs nationally recognized property management firms for onsite management and maintenance. Royal Sienna Apartments is a 330-unit Class A, multifamily community currently being leased in east Fort Bend County, on Avalon Point near the intersection of the Fort Bend Tollway and Sienna Parkway. The community is located near major employers (including the Energy Corridor and Southwest Houston) and served by the Fort Bend Independent School District. Royal Sienna Apartments includes 202 one-bedroom units, 108 two-bedroom units, and 20 three-bedroom units. Royal Sienna Apartments is a three-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.3% (67 units) at 60% AMI and 29.7% (98 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	42	61	99	202	673
2 Bedrooms	21	31	56	108	1,196
3 Bedrooms	4	6	10	20	1,447
Totals	67	98	165	330	891
Percentages	20.30%	29.70%	50.00%	100.00%	294,170

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Howard Real Estate Holdings, LLC- Royal Sienna Apartments" (Insert Points Below)
Location	10	6
Depth of Affordability	10	7
Schools	10	9
\$ Front End	10	8
\$ Operations	10	8
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	66.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of Royal Sienna Apartments, an apartment community that will be located at or about 5222 Avalon Point, Missouri City, TX 77459 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of The Sarah at Lake Houston, an apartment community that will be located at or about 17571 W Lake Houston Parkway, Humble, TX 77346

2. Date of Board Meeting: March 21, 2023


3. Proposed Board Resolution:

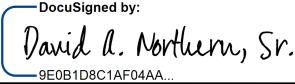
Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of The Sarah at Lake Houston, an apartment community that will be located at or about 17571 W Lake Houston Parkway, Humble, TX 77346 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature  Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature  Date: 3/16/2023

6. **Approval of President & CEO** Signature  Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH HOWARD REAL ESTATE HOLDINGS, LLC, FOR THE ACQUISITION OF THE SARAH AT LAKE HOUSTON, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 17571 W LAKE HOUSTON PARKWAY, HUMBLE, TX 77346
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of The Sarah at Lake Houston an apartment community that will be located at or about the 17571 W Lake Houston Parkway, Humble, TX 77346

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Howard Real Estate Holdings, has owned, operated, and sold 1,000+ multifamily units in Texas, Florida, and North Carolina. As part of their ownership, the sponsors spent considerable time, effort, and expense to improve the quality of interior living space as well as overall building structures and amenities across each of those properties. Dustin Howard is a lead sponsor and active manager for this property through his affiliate entity. There are two additional lead sponsors and active managers within the ownership structure for this property, namely Julia Bykhovskaia and Iqbal Mutabanna through their respective affiliate entities. This sponsor group collectively owns 1,650+ multifamily units across Austin, DFW, and

the Houston area. The group focuses on Class A and B properties that provide good amenities and a clean and high quality of life to residents. The group employs nationally recognized property management firms for onsite management and maintenance.

The Sarah at Lake Houston Apartments is a 350-unit Class A, multifamily community currently leased in northeast Harris County, on W. Lake Houston Parkway just south of Will Clayton Parkway. The community is located near major employers (including The Woodlands and Greenpoint) and served by the Humble Independent School District. The Sarah at Lake Houston Apartments includes 42 studio, 168 one bedroom units, 128 two-bedroom units, and 12 three-bedroom units. The Sarah at Lake Houston Apartments is a 350-unit Class A, multifamily community currently leased in northeast Harris County, on W. Lake Houston Parkway just south of Will Clayton Parkway. The community is located near major employers (including The Woodlands and Greenpoint) and served by the Humble Independent School District. The Sarah at Lake Houston Apartments includes 42 studio, 168 one bedroom units, 128 two-bedroom units, and 12 three-bedroom units.

AFFORDABLE UNITS:

20% (70 units) at 60% AMI and 30% (105 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	42	63	105	210	738
2 Bedrooms	26	38	64	128	1,138
3 Bedrooms	2	4	6	12	1,512
Totals	70	105	175	350	911
Percentages	20.00%	30.00%	50.00%	100.00%	318,704

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Howard Real Estate Holdings, LLC - The Sarah at Lake Houston" (Insert Points Below)
Location	10	7
Depth of Affordability	10	8
Schools	10	6
\$ Front End	10	8
\$ Operations	10	8
Reasonable Developer \$	10	5
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	3
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	66.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Howard Real Estate Holdings, LLC, for the acquisition of The Sarah at Lake Houston, an apartment community that will be located at or about 17571 W Lake Houston Parkway, Humble, TX 77346 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item:

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of 2901 Polk Apartments, an apartment community that will be located at or about the 2901 Polk St., Houston, TX 77003.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of 2901 Polk Apartments, an apartment community that will be located at or about the 2901 Polk St., Houston, TX 77003 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature

DocuSigned by:
Jay Mason
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Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval

Signature

DocuSigned by:
Mike Rogers
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Date: 3/16/2023

6. Approval of President & CEO

Signature

DocuSigned by:
David A. Northern, Sr.
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Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH LOVETT COMMERCIAL, FOR THE ACQUISITION OF 2901 POLK APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT THE 2901 POLK ST., HOUSTON, TX 77003
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of 2901 Polk Apartments, an apartment community that will be located at or about the 2901 Polk St., Houston, TX 77003

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Founded in 1980 as a home building company, Houston-based the Lovett Group is a residential and commercial real estate developer with projects in Houston, Dallas, and Austin. In 1994, the Group created its commercial real estate arm, Lovett Commercial. Their residential affiliate, Lovett Homes, has constructed thousands of homes in and around Houston and throughout the State of Texas.

The development at 2901 Polk Street will be a 244-unit Class A multifamily community constructed in east Houston, between Polk Street, Paige Street, Dallas Street, and Ennis Street. The community will be located near major employers (including Downtown Houston and Midtown) and served by the Houston Independent School District. 2901 Polk Street will include 229 one-bedroom units and 15 two-bedroom units. The apartments will be a three- or four-story walk-up wrap design community with convenient garage parking.

AFFORDABLE UNITS:

20% (49 units) at 60% AMI and 30.3% (74 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	46	69	114	229	661
2 Bedrooms	3	5	7	15	1,007
3 Bedrooms	0	0	0	0	-
Totals	49	74	121	244	682
Percentages	20.08%	30.33%	49.59%	100.00%	166,417

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Lovett Commercial - 2901 Polk (Insert Points Below)
Location	10	8
Depth of Affordability	10	8
Schools	10	7
\$ Front End	10	7
\$ Operations	10	7
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	65.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of 2901 Polk Apartments, an apartment community that will be located at or about the 2901 Polk St., Houston, TX 77003 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of 8790 Hammerly Apartments, an apartment community that will be located at or about 8790 Hammerly Blvd., Houston, TX 77080

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of 8790 Hammerly Apartments, an apartment community that will be located at or about 8790 Hammerly Blvd., Houston, TX 77080 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature DocuSigned by: Jay Mason EB1ADD6791F24F3... Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by: Mike Rogers 3EC87AD4710742D... Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by: David A. Northern, Sr. 9E0B1D8C1AF04AA... Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH LOVETT COMMERCIAL, FOR THE ACQUISITION OF 8790 HAMMERLY APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 8790 HAMMERLY BLVD., HOUSTON, TX 77080
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of 8790 Hammerly Apartments, an apartment community that will be located at or about 8790 Hammerly Blvd., Houston, TX 77080

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Founded in 1980 as a home building company, Houston-based the Lovett Group is a residential and commercial real estate developer with projects in Houston, Dallas, and Austin. In 1994, the Group created its commercial real estate arm, Lovett Commercial. Their residential affiliate, Lovett Homes, has constructed thousands of homes in and around Houston and throughout the State of Texas.

The development at 8790 Hammerly Boulevard will be a 336-unit Class A multifamily community constructed in northwest Houston, on Hammerly Boulevard just west of Bingle Road. The community will

be located near major employers (including The Galleria and The Energy Corridor) and served by the Spring Branch Independent School District. 8790 Hammerly Boulevard will include 68 one-bedroom units and 101 two-bedroom units. The apartments will be a four-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.24% (68 units) at 60% AMI and 30% (101 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	48	70	116	234	605
2 Bedrooms	20	31	51	102	933
3 Bedrooms	0	0	0	0	-
Totals	68	101	167	336	705
Percentages	20.24%	30.06%	49.70%	100.00%	236,748

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Lovett Commercial - 8790 Hammerly" (Insert Points Below)
Location	10	0
Depth of Affordability	10	7
Schools	10	2.33
\$ Front End	10	5
\$ Operations	10	5
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	47.83

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of 8790 Hammerly Apartments, an apartment community that will be located at or about 8790 Hammerly Blvd., Houston, TX 77080 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of City View Apartments, an apartment community that will be located at or about the 9 Jensen Dr., Houston, TX, 77020

2. Date of Board Meeting: March 21, 2023


3. Proposed Board Resolution:

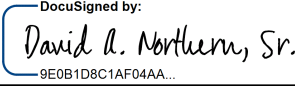
Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of City View Apartments, an apartment community that will be located at or about 9 Jensen Dr., Houston, TX, 77020 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature  Jay Mason Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature  Mike Rogers Date: 3/16/2023

6. **Approval of President & CEO** Signature  David A. Northern, Sr. Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH LOVETT COMMERCIAL, FOR THE ACQUISITION OF CITY VIEW APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 9 JENSEN DR., HOUSTON, TX, 77020
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of City View Apartments, an apartment community that will be located at or about the 9 Jensen Dr., Houston, TX, 77020

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-015) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Founded in 1980 as a home building company, Houston-based the Lovett Group is a residential and commercial real estate developer with projects in Houston, Dallas, and Austin. In 1994, the Group created its commercial real estate arm, Lovett Commercial. Their residential affiliate, Lovett Homes, has constructed thousands of homes in and around Houston and throughout the State of Texas.

The development called City View Apartments will be a 379-unit Class A multifamily community constructed in east Houston, on Jensen Drive just south of Highway 59 and east of Buffalo Bayou. The

community will be located near major employers (including Downtown Houston and The Galleria) and served by the Houston Independent School District. City View Apartments will include 8 studio units , 343 one-bedroom units, and 28 two-bedroom units. The apartments will be a four-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.32% (77 units) at 60% AMI and 29.82% (113 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	71	105	175	351	687
2 Bedrooms	6	8	14	28	1,007
3 Bedrooms	0	0	0	0	-
Totals	77	113	189	379	710
Percentages	20.32%	29.82%	49.87%	100.00%	269,188

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Lovett Commercial - City View Apartments" (Insert Points Below)
Location	10	8
Depth of Affordability	10	7
Schools	10	3.66
\$ Front End	10	7
\$ Operations	10	7
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	61.16

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of City View Apartments, an apartment community that will be located at or about 9 Jensen Dr., Houston, TX, 77020 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of Fannin Station North an apartment community that will be located at or about 8902 Almeda Rd., Houston, TX 77054

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of Fannin Station North an apartment community that will be located at or about 8902 Almeda Rd., Houston, TX 77054 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. Department Head Approval

Signature DocuSigned by:
Jay Mason
FR1ADD6791E24E3 Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval

Signature DocuSigned by:
Mike Rogers
3FC87AD4710742D Date: 3/16/2023

6. Approval of President & CEO

Signature DocuSigned by:
David A. Northern, Sr.
9F0B1D8C1AE04AA Date: 3/16/2023



HOUSTON
HOUSING AUTHORITY

Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR TAKE ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH LOVETT COMMERCIAL, FOR THE ACQUISITION OF FANNIN STATION NORTH, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 8902 ALMEDA RD., HOUSTON, TX 77054
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of Fannin Station North an apartment community that will be located at or about 8902 Almeda Rd., Houston, TX 77054.

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Founded in 1980 as a home building company, Houston-based Lovett Group is a residential and commercial real estate developer with projects in Houston, Dallas, and Austin. In 1994, the Group created its commercial real estate arm, Lovett Commercial. Their residential affiliate, Lovett Homes, has constructed thousands of homes in and around Houston and throughout the State of Texas.

The proposed investment, Fannin Station North, will be a Class A, the 330-unit community constructed in south Houston. Located on the west side of Almeda Road just south of the West Loop South, the site has excellent accessibility to both Interstate 610 and Highway 288 and their connections to other major thoroughfares. The proposed community is located proximate to major employment centers including The Texas Medical Center and Downtown Houston. The apartments will be a four-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20% (66 units) at 60% AMI and 30% (99 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	59	88	147	294	690
2 Bedrooms	7	11	18	36	1,007
3 Bedrooms	0	0	0	0	-
Totals	66	99	165	330	725
Percentages	20.00%	30.00%	50.00%	100.00%	239,112

Developer Fee/Origination Fee	0.75%	\$465,272
Asset Management Fee		\$318,317
Cash Flow		\$1,236,230
Back-end Cash		\$5,952,035

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Lovett Commercial - Fannin Station Nort Apartments" (Insert Points Below)
Location	10	10
Depth of Affordability	10	8
Schools	10	5
\$ Front End	10	6
\$ Operations	10	7
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	64.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of Fannin Station North, an apartment community that will be located at or about 8902 Almeda Rd., Houston, TX 77054 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Lovett Commercial, for the acquisition of Harrisburg Eastwood Apartments, an apartment community that will be located at or about 4500 Harrisburg Blvd., Houston, TX 77011.

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of Harrisburg Eastwood Apartments, an apartment community that will be located at or about 4500 Harrisburg Blvd., Houston, TX 77011 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature DocuSigned by: Jay Mason Date: 3/16/2023
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5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by: Mike Rogers Date: 3/16/2023
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6. Approval of President & CEO

Signature DocuSigned by: David A. Northern, Sr. Date: 3/16/2023
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Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH LOVETT COMMERCIAL, FOR THE ACQUISITION OF HARRISBURG EASTWOOD APARTMENTS, AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 4500 HARRISBURG BLVD., HOUSTON, TX 77011
DATE: MARCH 7, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of Harrisburg Eastwood Apartments, an apartment community that will be located at or about 4500 Harrisburg Blvd., Houston, TX 77011.

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Founded in 1980 as a home building company, Houston-based the Lovett Group is a residential and commercial real estate developer with projects in Houston, Dallas, and Austin. In 1994, the Group created its commercial real estate arm, Lovett Commercial. Their residential affiliate, Lovett Homes, has constructed thousands of homes in and around Houston and throughout the State of Texas.

The development at Harrisburg Eastwood will be a 318-unit Class A multifamily community constructed in east Houston, at 4500 Harrisburg Boulevard between Milby Street and S. Lockwood Drive. The community will be located near major employers (including Downtown Houston and The Texas Medical Center) and served by the Houston Independent School District. Harrisburg Eastwood will include 290 one bedroom units and 28 two-bedroom units. The apartments will be a three- and four-story walk-up community with convenient surface and covered parking.

AFFORDABLE UNITS:

20.13% (64 units) at 60% AMI and 29.87% (95 units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	58	87	145	290	690
2 Bedrooms	6	8	14	28	1,007
3 Bedrooms	0	0	0	0	-
Totals	64	95	159	318	718
Percentages	20.13%	29.87%	50.00%	100.00%	228,296

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	"Lovett Commercial - Harrisburg Eastwood Apartments" (Insert Points Below)
Location	10	8
Depth of Affordability	10	8
Schools	10	8
\$ Front End	10	7
\$ Operations	10	7
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	66.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Lovett Commercial, for the acquisition of Harrisburg Eastwood Apartments, an apartment community that will be located at or about 4500 Harrisburg Blvd., Houston, TX 77011 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated March 7, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Alexis Luxury Apartments, an apartment community that will be located at or about 4604 Cypresswood Dr., Spring, TX 77379

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Alexis Luxury Apartments, an apartment community that will be located at or about 4604 Cypresswood Dr., Spring, TX 77379 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated February 13, 2023, to David A. Northern, Sr., President & CEO.

4. **Department Head Approval** Signature DocuSigned by:
Jay Mason
FB1ADD6791F24F3... Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

VP of FO Approval Signature DocuSigned by:
Mike Rogers
3FC87AD4718742D... Date: 3/16/2023

6. **Approval of President & CEO** Signature DocuSigned by:
David A. Northern, Sr.
9E0B1D8C1AF04AA... Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH SCHUMACHER INTERESTS INC., FOR THE ACQUISITION OF ALEXIS LUXURY APARTMENTS AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 4604 CYPRESSWOOD DR., SPRING, TX 77379
DATE: FEBRUARY 13, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Alexis Luxury Apartments an apartment community that will be located at or about 4604 Cypresswood Dr., Spring, TX 77379

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Rob Schumacher is the founder of Schumacher Interests Inc. a diversified holding company with interests in oil, residential and commercial real estate, agriculture, and private equity. In Real Estate the company is active in seven states - primarily in multifamily and retail development and ownership as well as mini storage.

Alexis Luxury Apartments is a three-story walk-up community with convenient surface parking and was constructed in 2016, a 102-unit Class B, multifamily community currently being leased in north Harris

County, on Cypresswood Drive just west of Kuykendahl Road. The community is located near major employers and served by the Klein Independent School District. Alexis Luxury Apartments includes 49 one-bedroom and 53 two-bedroom units.

AFFORDABLE UNITS: 21 Units (20.6) at 60% AMI; 30 units (29.41%) at 80% AMI. Total 51 affordable units (50.0%).

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	11	14	24	49	661
2 Bedrooms	10	16	27	53	924
3 Bedrooms	0	0	0	0	-
Totals	21	30	51	102	798
Percentages	20.59%	29.41%	50.00%	100.00%	81,361

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Finance, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Schumacher Interests Inc – Alexis Luxury Apartments (Insert Points Below)
Location	10	5
Depth of Affordability	10	7
Schools	10	7
\$ Front End	10	6
\$ Operations	10	8
Reasonable Developer \$	10	3
Term of Affordability	5	3
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	59.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Alexis Luxury Apartments, an apartment community that will be located at or about 4604 Cypresswood Dr., Spring, TX 77379 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated February 13, 2023, to David A. Northern, Sr., President & CEO.



Transforming Lives & Communities

REQUEST FOR BOARD AGENDA ITEM

1. Brief Description of Proposed Item

Consideration and/or action to authorize the President & CEO or designee to execute a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Apex Apartments, an apartment community that will be located at or about 8520 Madie Dr., Houston, TX 77022

2. Date of Board Meeting: March 21, 2023

3. Proposed Board Resolution:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Apex Apartments, an apartment community that will be located at or about 8520 Madie Dr., Houston, TX 77022 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated February 13, 2023 , to David A. Northern, Sr., President & CEO.

4. Department Head Approval

DocuSigned by:
Jay Mason
 Signature FB1ADD6791F24F3... Date: 3/16/2023

5. Statement regarding availability of funds by VP of Fiscal Operations

Funds Budgeted and Available ☐ Yes ☐ No Source _____

DocuSigned by:
Mike Rogers
 VP of FO Approval Signature 3FC87AD4710742D... Date: 3/16/2023

6. Approval of President & CEO

DocuSigned by:
David A. Northern, Sr.
 Signature 9E0B1D8C1AF04AA... Date: 3/16/2023



Transforming Lives & Communities

MEMORANDUM

TO: DAVID A. NORTHERN, SR., PRESIDENT & CEO
FROM: JAY MASON, DIRECTOR OF REID
SUBJECT: CONSIDERATION AND/OR ACTION TO AUTHORIZE THE PRESIDENT & CEO OR DESIGNEE TO EXECUTE A MEMORANDUM OF UNDERSTANDING WITH SCHUMACHER INTERESTS INC., FOR THE ACQUISITION OF APEX APARTMENTS AN APARTMENT COMMUNITY THAT WILL BE LOCATED AT OR ABOUT 8520 MADIE DR., HOUSTON, TX 77022
DATE: FEBRUARY 13, 2023

This memorandum recommends that the Houston Housing Authority Board of Commissioners authorizes the President & CEO to take all necessary actions to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Apex Apartments, an apartment community that will be located at or about 8520 Madie Dr., Houston, TX 77022

BACKGROUND:

The Houston market area has a substantial shortage of affordable housing units. Recent Census data indicates that over 400,000 households in Houston qualify for housing assistance at 80% of the Area Median Income (AMI). In Houston, 155,582 families are currently living in poverty. Over 200,000 families in Houston pay greater than 30% of their income for housing. The existing housing stock only provides affordable opportunities for 76,725 families in Houston. This sheds light on the need for affordable housing for all families at all income ranges below 80% of AMI.

The Houston Housing Authority wishes to increase the number of affordable housing units available for qualified residents within its jurisdiction. To facilitate this, Qualification Based Solicitation (QBS 23-01) was issued on May 23, 2022

QBS 23-01 aims to solicit acquisition, rehabilitation, or construction opportunities involving affordable housing.

PROPOSED PARTNER & DEVELOPMENT:

Rob Schumacher is the founder of Schumacher Interests Inc. a diversified holding company with interests in oil, residential and commercial real estate, agriculture, and private equity. In Real Estate the company is active in seven states - primarily in multifamily and retail development and ownership as well as mini storage.

The Apex Apartments is a 78-unit Class B, multifamily community currently leased in north Houston, near the intersection of Berry Road and Fulton Street. The community is located near major employers and is

served by the Houston Independent School District. The Apex Apartments includes ~~59~~ 19 one-bedroom and ~~19~~ 59 two-bedroom units. The Apex Apartments is a three-story walk-up community with convenient surface parking and was constructed in 2016.

AFFORDABLE UNITS: 20.33% (50 units) at 60% AMI and 29.67% (73units) at 80% AMI

	60% AMI	80% AMI	Market	Totals	Avg. sq. ft.
1 Bedroom	3	6	10	19	661
2 Bedrooms	13	17	29	59	924
3 Bedrooms	0	0	0	0	-
Totals	16	23	39	78	860
Percentages	20.51%	29.49%	50.00%	100.00%	67,075

EVALUATION PROCESS:

The Evaluation Committee for QBS 23-01 consisted of Jay Mason, Director REID, Mike Rogers, Vice President of Fiscal & Business Operations, and David Cukierman, Consultant.

SCORING:

The scoring criteria for potential deals were changed in 2020 in order to help potential partners understand the number of ways to improve an affordable deal. The terms of QBS 22-05 called for the evaluation committee to evaluate each submittal and recommend higher-scoring proposals.

The scoring criteria and results are listed below:

DESCRIPTION	MAX. POINTS	Schumacher Interests Inc – The Apex Apartments (Insert Points Below)
Location	10	5
Depth of Affordability	10	10
Schools	10	3
\$ Front End	10	6
\$ Operations	10	8
Reasonable Developer \$	10	3
Term of Affordability	5	5
Flood Plain	5	5
\$/Land Back End	5	4
Preservation	5	0
HHA Resources	5	5
M/WBE Participation	5	4
Unit Mix	2.5	0
Mix with Market Units	2.5	2.5
Bonus Points	5	0
	100	60.5

RECOMMENDATION

Accordingly, I recommend that the Board considers this resolution, which states:

Resolution: That the Houston Housing Authority Board of Commissioners authorizes the President & CEO or designee to negotiate, execute and make necessary changes and corrections to facilitate a Memorandum of Understanding with Schumacher Interests Inc., for the acquisition of Apex Apartments, an apartment community that will be located at or about 8520 Madie Dr., Houston, TX 77022 for the formation of housing development partnership(s) to provide additional affordable housing units, pursuant to the memorandum from Jay Mason, Director of REID, dated February 13, 2023, to David A. Northern, Sr., President & CEO.

BOARD REPORT FOR MONTH ENDING FEBRUARY 28, 2023

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EXECUTIVE SUMMARY

LOW-INCOME PUBLIC HOUSING

The Low-Income Public Housing (LIPH) program had an adjusted vacancy rate of 2.7% on February 28, 2023. As of March 1, 2023, rent collection for February was 92.5% of rents billed on an adjusted cash accounting basis.

There are currently 27,289 active applications for the Public Housing Waiting List, which represents a decrease of 0.2% from last month.

Low-Income Public Housing					
	December	January		February	
Vacancy Rate	2.1%	2.7%		2.7%	
Rent Collection	88.9%	93.4%		92.5%	
Unit Turnaround Time (Days)	62	59		59	
Avg. Non-Emergency Work Order Days	3.62	2.48		1.65	
Waiting Lists	28,862	Duplicated 27,348	Unduplicated 9,719	Duplicated 27,289	Unduplicated 9,669

HOUSING CHOICE VOUCHER PROGRAM

The HCV staff completed 385 annual re-examinations during January 2023. The HCV department also completed 286 interims, 145 change of units (moves), 227 new admissions, and 52 portability move-in transactions. On January 31, 2023, 408 families were enrolled in the Family Self Sufficiency (FSS) program; 197 of the 408 (48%) families are eligible for escrow and currently have an FSS escrow balance.

The PIH Information Center (PIC) reporting rate for the one-month period ending January 31, 2022, was 99%.

Voucher Programs			
	December	January	February
Households	18,782	18,904	19,011
ABA Utilization/Unit Utilization	95.2%/93.8%	95.8%/93.4%	90.2%/94.8%
Reporting Rate	101%	99%	96%
Annual Reexaminations Completed	350	385	363
HQS Inspections	1,607	1,946	1,946
Waitlist	17,769	17,769	17,769

PROPERTY MANAGEMENT SUMMARY

PMC	Vacancy						Unit Turnaround Time (YTD)					
	December		January		February		December		January		February	
	%	Grade	%	Grade	%	Grade	Days	Grade	Days	Grade	Days	Grade
Orion	1.5	A	1.9	A	1.5	A	74.5	F	67.3	F	63.9	F
Lynd	3.3	C	2.3	B	1.4	A	49.1	E	50.1	E	47.9	E
J. Allen	2.2	B	4.1	D	5.1	E	49.9	E	49.9	E	54.2	F

PMC	Emergency Work Orders (Completed within 24 hours)						Routine Work Orders					
	December		January		February		December		January		February	
	%	Grade	%	Grade	%	Grade	Days	Grade	Days	Grade	Days	Grade
Orion	100	A	81.7	F	93.4	F	2.0	A	2.6	A	1.4	A
Lynd	100	A	100	A	100	A	21.6	A	2.4	A	3.9	A
J. Allen	94.3	F	97.2	C	100	A	4.4	A	3.7	A	2.6	A

PMC	Rent Collection					
	December		January		February	
	%	Grade	%	Grade	%	Grade
Orion	84.2	F	89.9	F	90.7	E
Lynd	91.4	E	99.3	A	99.8	A
J. Allen	93.7	D	96.0	B	93.1	D

PHAS Score	Occupancy Rate	Avg. Total Turnaround Days	Rent Collection Percentage	Avg. W/O Days
A	98 to 100	1 to 20	98 to 100	≤24
B	97 to 97.9	21 to 25	96 to 97.9	25 to 30
C	96 to 96.9	26 to 30	94 to 95.9	31 to 40
D	95 to 95.9	31 to 40	92 to 93.9	41 to 50
E	94 to 94.9	41 to 50	90 to 91.9	51 to 60
F	≥93.9	≥51	≥89.9	≥61

PUBLIC HOUSING MANAGEMENT ASSESSMENT

VACANCY RATE This indicator examines the vacancy rate, a PHA's progress in reducing vacancies, and unit turnaround time. Implicit in this indicator is the adequacy of the PHA's system to track the duration of vacancies and unit turnaround, including down time, make ready time, and lease up time.	Goal 2.0%	Actual 2.7%	A 0 to 2 B 2.1 to 3 C 3.1 to 4 D 4.1 to 5 E 5.1 to 6 F ≥6.1
RENT COLLECTION (YTD) This report examines the housing authority's ability to collect dwelling rent owed by residents in possession of units during the current fiscal year by measuring the balance of dwelling rents uncollected as a percentage of total dwelling rents to be collected.	Goal 98%	Actual 92.5%	A 98 to 100 B 96 to 97.9 C 94 to 95.9 D 92 to 93.9 E 90 to 91.9 F ≤89.9
EMERGENCY WORK ORDERS This indicator examines the average number of days that it takes for an emergency work order to be completed. Emergency work orders are to be completed within 24 hours or less and must be tracked.	Goal 100%	Actual 94.7%	A 99 to 100 B 98 to 98.9 C 97 to 97.9 D 96 to 96.9 E 95 to 95.9 F ≤94.9
NON-EMERGENCY WORK ORDERS This indicator examines the average number of days that it takes for a work order to be completed. Implicit in this indicator is the adequacy of HHA's work order system in terms of how HHA accounts for and controls its work orders and its timeliness in preparing/issuing work orders.	Goal 3 Days	Actual 1.65 Days	A ≤24 B 25 to 30 C 31 to 40 D 41 to 50 E 51 to 60 F ≥61
ANNUAL INSPECTIONS This indicator examines the percentage of units that HHA inspects on an annual basis in order to determine the short-term maintenance needs and long-term modernization needs. Implicit in this indicator is the adequacy of HHA's inspection program in terms of the quality of HHA's inspections, and how HHA tracks both inspections and needed repairs. *PMC's have discretionary authority to select how many units to inspect each month, so long as all inspections are completed by September.	Goal 100%	Actual 25.0%	A 100 B 97 to 99 C 95 to 96.9 D 93 to 94.9 E 90 to 92.9 F ≥89.9*

VACANCY RATE AND TURNAROUND DAYS

Low-Income Public Housing Development	PMC	ACC Units	Approv ed Units Offline	Total Available ACC Units	Occupied Units	Vacant Units	Occupancy Percentage	Grade	Total Vacant Days	Units Turne d YTD	Avg. Total Turnar ound Days YTD	Grade
Bellerive	J. Allen	210	0	210	204	6	97.1%	B	935	23	41	D
Cuney Homes	Orion	553	0	553	533	20	96.4%	C	9,765	142	69	F
Ewing	Orion	40	0	40	40	0	100.0%	A	116	4	29	C
Fulton Village	Lynd	108	0	108	105	3	97.2%	B	678	12	57	F
Heatherbrook	Lynd	53	0	53	53	0	100.0%	A	137	5	27	C
Independence Heights	Orion	36	0	36	36	0	100.0%	A	111	1	111	F
Irvinton Village	J. Allen	318	10	308	289	19	93.8%	F	4,582	76	60	F
Kelly Village	J. Allen	270	0	270	252	18	93.3%	F	2,654	54	49	E
Kennedy Place	Orion	108	0	108	108	0	100.0%	A	357	10	36	D
Lincoln Park	Orion	200	0	200	191	9	95.5%	D	2,211	34	65	F
Lyerly	J. Allen	199	0	199	190	9	95.5%	D	2,244	39	58	F
Oxford Place	Orion	230	19	211	209	2	99.1%	A	1,554	30	52	F
Totals		2,325	29	2,296	2,210	86	97.3%	B	25,344	430	59	F

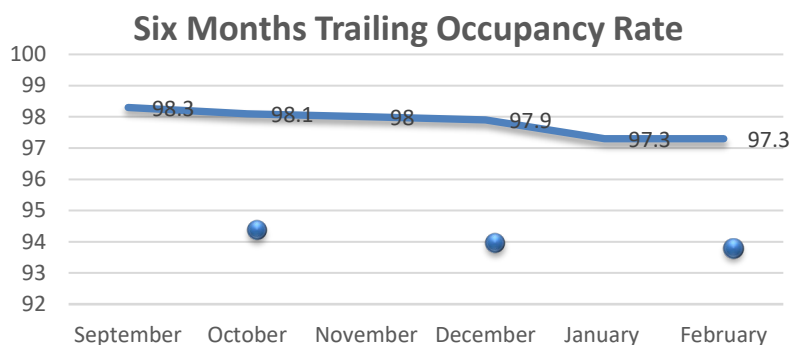
Section 8 New Construction Development	PMC	S8 NC Units	Units Offline	Total Available S8 NC Units	Occupied Units	Vacant Units	Occupancy Percentage	Grade	Total Vacant Days	Units Turne d YTD	Avg. Total Turnar ound Days YTD	Grade
Long Drive	Tarantino	100	0	100	100	0	100.0%	A	371	18	21	B
Telephone Road	Tarantino	200	161	39	39	0	100.0%	A	2470	12	206	F
Totals		300	161	139	139	0	100.0%	A	2,841	30	95	F

RAD-PBV	PMC	RAD- PBV Units	Units Offline	Total Available RAD PBV Units	Occupied Units	Vacant Units	Occupancy Percentage	Grade	Total Vacant Days	Units Turne d YTD	Avg. Total Turnar ound Days YTD	Grade
Allen Parkway Village	Orion	278	8	270	135	135	50.0%	F	0	0	0	A
Historic Oaks of APV	Orion	222	0	222	146	76	65.8%	F	0	0	0	A
HRI-Victory	Orion	140	0	140	120	20	85.7%	F	0	0	0	A
Sweetwater Point	Lynd	26	0	26	1	25	3.8%	F	0	0	0	A
Totals		666	8	658	402	256	51.3%	F	0	0	0	A

*Clayton Homes has been removed due to TxDot expansion as of August 31, 2022.

*Forest Green has been removed from PHO portfolio as of January 1, 2023.

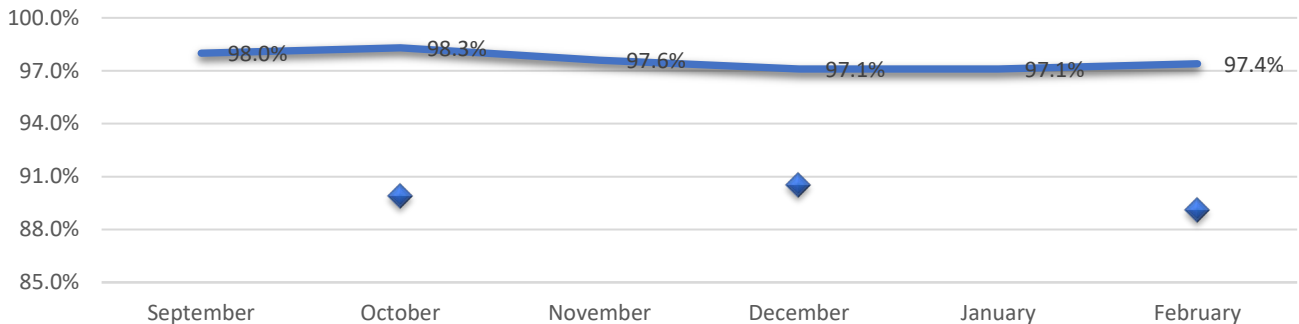
PHAS Score	Occupancy Rate	Avg. Total Turnaround Days
A	98 to 100	1 to 20
B	97 to 97.9	21 to 25
C	96 to 96.9	26 to 30
D	95 to 95.9	31 to 40
E	94 to 94.9	41 to 50
F	≤93.9	≥51



TAX CREDIT APARTMENT LEASING/OCCUPANCY INFORMATION

Property	Property Manager	Total Units	Public Housing Units	Total Tax Credit Units	Market Units	Vacant Tax Credit/Market Units	Occupied (%)
2100 Memorial	*CURRENTLY BEING REDEVELOPED						
Heatherbrook	Lynd	176	53	87	36	3	98.3%
Mansions at Turkey Creek	Orion	252	0	252	0	19	92.5%
Independence Heights	Orion	154	36	118	0	13	91.6%
Peninsula Park	Orion	280	0	280	0	8	97.1%
Pinnacle at Wilcrest	Embrey	250	0	250	0	1	99.6%
Uvalde Ranch	Hettig-Kahn	244	0	244	0	8	96.7%
Willow Park	Embrey	260	0	260	0	0	100.0%
PH-LIHTC							
Fulton Village	Lynd	108	108		0	3	97.2%
Lincoln Park	Orion	250	200		50	0	100.0%
Oxford Place	Orion	250	230		20	2	99.2%
TOTALS		2,224	627	1,491	106	57	97.4%
RAD-PBV							
Allen Parkway Village	Orion	278	278		0	135	51.4%
Historic Oaks of APV	Orion	222	222		0	76	65.8%
HRI-Victory	Orion	140	140		0	20	85.7%
Sweetwater Point	Lynd	260	26	234	0	14	94.6%
TOTAL		900	666	234	0	245	74.4%

6 Month Trailing Occupancy Rate



RENT COLLECTION

Low-Income Public Housing Development	PMC	Month Billed	Month Collected	% Collected	Grade	YTD Billed	YTD Collected	% YTD Collected	Grade
Bellerive	J. Allen	\$55,919	\$55,919	100.00%	A	\$112,124	\$111,894	99.79%	A
Cuney Homes	Orion	\$147,873	\$136,240	92.13%	D	\$294,228	\$262,011	89.05%	F
Ewing	Orion	\$9,704	\$9,704	100.00%	A	\$19,558	\$19,322	98.80%	A
Fulton Village	Lynd	\$36,175	\$36,062	99.69%	A	\$73,563	\$73,450	99.85%	A
Heatherbrook	Lynd	\$16,402	\$16,402	100.00%	A	\$32,890	\$32,508	98.84%	A
Independence Heights	Orion	\$4,988	\$3,228	64.71%	F	\$9,817	\$6,406	65.25%	F
Irvinton Village	J. Allen	\$81,609	\$76,288	93.48%	D	\$161,958	\$146,277	90.32%	E
Kelly Village	J. Allen	\$72,276	\$59,349	82.11%	F	\$146,548	\$133,610	91.17%	E
Kennedy Place	Orion	\$38,565	\$38,565	100.00%	A	\$76,664	\$69,633	90.83%	E
Lincoln Park	Orion	\$42,792	\$40,052	93.60%	D	\$86,022	\$83,282	96.81%	B
Lyerly	J. Allen	\$53,991	\$53,990	100.00%	A	\$107,278	\$107,269	99.99%	A
Oxford Place	Orion	\$52,021	\$40,764	78.36%	F	\$102,224	\$90,966	88.99%	F
Totals		\$612,314	\$566,561	92.53%	D	\$1,222,874	\$1,136,627	92.95%	D

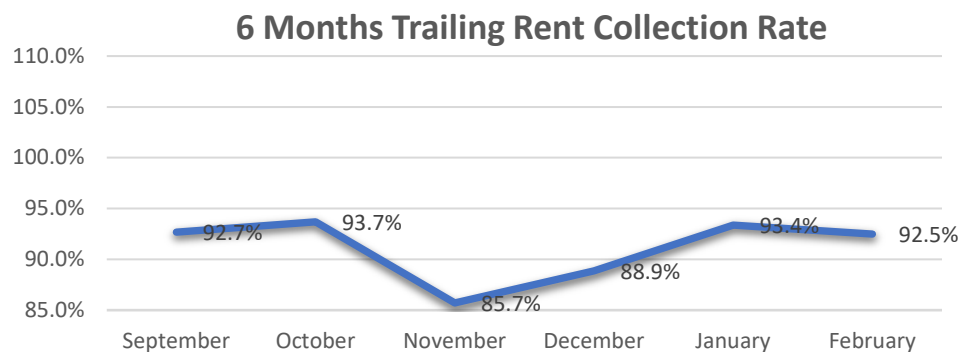
Section 8 New Construction Development		Month Billed	Month Collected	% Collected	Grade	YTD Billed	YTD Collected	% YTD Collected	Grade
Long Drive	Tarantino	\$19,963	\$19,963	100.00%	A	\$40,702	\$40,702	100.00%	A
Telephone Road	Tarantino	\$10,756	\$10,756	100.00%	A	\$21,556	\$21,556	100.00%	A
Totals		\$30,719	\$30,719	100.00%	A	\$62,258	\$62,258	100.00%	A

RAD-PBV		Month Billed	Month Collected	% Collected	Grade	YTD Billed	YTD Collected	% YTD Collected	Grade
Allen Parkway Village	Orion	\$202,588	\$54,292	26.80%	F	\$269,515	\$101,568	37.69%	F
Historic Oaks of APV	Orion	\$141,725	\$38,076	26.87%	F	\$186,220	\$76,151	40.89%	F
HRI-Victory	Orion	\$35,730	\$35,730	100.00%	A	\$70,457	\$70,457	100.00%	A
Sweetwater	Lynd	\$228,440	\$202,156	88.49%	F	\$493,112	\$432,332	87.67%	F
Totals		\$608,483	\$330,254	54.27%	F	\$1,019,304	\$680,508	66.76%	F

*Clayton Homes has been removed due to TxDot expansion as of August 31, 2022.

*Forest Green has been removed from PHO portfolio as of January 1, 2023.

PHAS Score	Rent Collection Percentage
A	98 to 100
B	96 to 97.9
C	94 to 95.9
D	92 to 93.9
E	90 to 91.9
F	≤89.9



EMERGENCY WORK ORDERS

Low-Income Public Housing Development	PMC	Emergency Work Orders Generated	Emergency W/O Completed within 24 hours	Percentage Completed within 24 hours	Grade
Bellerive	J. Allen	5	5	100.0%	A
Cuney Homes	Orion	57	52	91.2%	F
Ewing	Orion	17	17	100.0%	A
Fulton Village	Lynd	0	0	N/A	A
Heatherbrook	Lynd	0	0	N/A	A
Independence Heights	Orion	0	0	N/A	A
Irvinton Village	J. Allen	6	6	100.0%	A
Kelly Village	J. Allen	5	5	100.0%	A
Kennedy Place	Orion	2	2	100.0%	A
Lincoln Park	Orion	0	0	N/A	A
Lyerly	J. Allen	3	3	100.0%	A
Oxford Place	Orion	0	0	N/A	A
Totals		95	90	94.7%	F

Section 8 New Construction Development		Emergency Work Orders Generated	Emergency W/O Completed within 24 hours	Percentage Completed within 24 hours	Grade
Long Drive	Tarantino	0	0	N/A	A
Telephone Road	Tarantino	0	0	N/A	A
Totals		0	0	N/A	

		Emergency Work Orders Generated	Emergency W/O Completed within 24 hours	Percentage Completed within 24 hours	Grade
RAD-PBV					
Allen Parkway Village	Orion	25	25	100.0%	A
Historic Oaks of APV	Orion	12	12	100.0%	A
HRI-Victory	Orion	2	2	100.0%	A
Sweetwater Point	Lynd	8	8	100.0%	A
Totals		47	47	100.0%	A

PHAS Score	Avg. W/O Days
A	99 to 100
B	98 to 98.9
C	97 to 97.9
D	96 to 96.9
E	95 to 95.9
F	≤94.9

*Clayton Homes has been removed due to TxDot expansion as of August 31, 2022.

*Forest Green has been removed from PHO portfolio as of January 1, 2023.

NON-EMERGENCY WORK ORDERS

Low-Income Public Housing Development	PMC	Work Orders Generated	Average Completion Time (Days)	Grade
Bellerive	J. Allen	19	1.17	A
Cuney Homes	Orion	297	1.57	A
Ewing	Orion	22	1.83	A
Fulton Village	Lynd	2	0.00	A
Heatherbrook	Lynd	37	4.12	A
Independence Heights	Orion	0	0.00	A
Irvinton Village	J. Allen	197	1.88	A
Kelly Village	J. Allen	147	4.18	A
Kennedy Place	Orion	26	1.23	A
Lincoln Park	Orion	103	1.02	A
Lyerly	J. Allen	90	1.81	A
Oxford Place	Orion	8	1.00	A
Totals		948	1.65	A

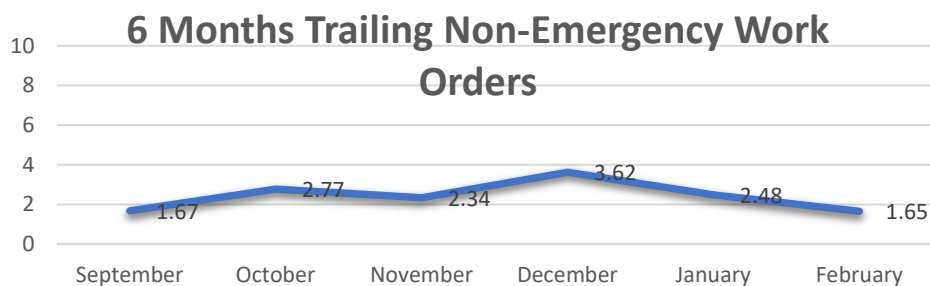
Section 8 New Construction Development		Work Orders Generated	Average Completion Time (Days)	Grade
Long Drive	Tarantino	99	1.69	A
Telephone Road	Tarantino	1	1.00	A
Totals		100	1.35	A

RAD-PBV		Work Orders Generated	Average Completion Time (Days)	Grade
Allen Parkway Village	Orion	72	0.00	A
Historic Oaks of APV	Orion	47	0.00	A
HRI-Victory	Orion	10	0.00	A
Sweetwater Point	Lynd	188	0.00	A
Totals		317	0.00	A

PHAS Score	Avg. W/O Days
A	≤24
B	25 to 30
C	31 to 40
D	41 to 50
E	51 to 60
F	≥61

*Clayton Homes has been removed due to TxDot expansion as of August 31, 2022.

*Forest Green has been removed from PHO portfolio as of January 1, 2023.



ANNUAL INSPECTIONS

Low-Income Public Housing Development	PMC	YTD Inspections Due	YTD Inspections Performed	Percentage Complete	Grade
Bellerive	J. Allen	210	0	0.0%	A
Cuney Homes	Orion	553	103	18.6%	A
Ewing	Orion	40	40	100.0%	A
Fulton Village	Lynd	108	0	0.0%	A
Heatherbrook	Lynd	53	43	81.1%	A
Independence Heights	Orion	36	36	100.0%	A
Irvinton Village	J. Allen	308	56	18.2%	A
Kelly Village	J. Allen	270	56	20.7%	A
Kennedy Place	Orion	108	43	39.8%	A
Lincoln Park	Orion	200	28	14.0%	A
Lyerly	J. Allen	199	128	64.3%	A
Oxford Place	Orion	211	41	19.4%	A
Totals		2,296	574	25.0%	A

Section 8 New Construction Development	PMC	Inspections Due	Inspections Performed	Percentage Complete	Grade
Long Drive	Tarantino	100	10	0.0%	A
Telephone Road	Tarantino	42	0	0.0%	A
Totals		142	10	0.0%	A

RAD-PBV	PMC	Inspections Due	Inspections Performed	Percentage Complete	Grade
Allen Parkway Village	Orion	270	48	17.8%	A
Historic Oaks of APV	Orion	222	121	54.5%	A
HRI-Victory	Orion	140	140	100.0%	A
Sweetwater Point	Lynd	26	0	0.0%	A
Totals		658	309	47.0%	A

*Clayton Homes has been removed due to TxDot expansion as of August 31, 2022.

*Forest Green has been removed from PHO portfolio as of January 1, 2023.

PHAS Score	Inspections Performed YTD
A	100%
B	97 to 99%
C	95 to 96.9%
D	93 to 94.9%
E	90 to 92.9%
F	≥89.9%

*PMC's have until September 30th to complete all required inspections. Therefore, PMC's have the discretion of deciding how many inspections they want to perform each month.

HOUSING CHOICE VOUCHER HUD-GRADED SEMAP INDICATORS

			Score	Performance
ANNUAL REEXAMINATIONS REPORTING RATE	Goal 96%	Actual 75%	10	≥96
<p>This Indicator shows whether the Agency completes a re-examination for each participating family at least every twelve (12) months.</p>			5	90 to 95
			0	≤89
CORRECT TENANT RENT CALCULATIONS	Goal 98%	Actual 100%	5	98 to 100
<p>This Indicator shows whether the Agency correctly calculates the family's share of rent to owner in the Rental Voucher Program.</p>			0	≤97
PRECONTRACT HQS INSPECTIONS	Goal 100%	Actual 100%	5	98 to 100
<p>This Indicator shows whether newly leased units pass HQS inspection on or before the beginning date of the Assisted Lease and HAP Contract.</p>			0	≤97
FSS ENROLLMENT	Goal 80%	Actual 100%	10	≥80
<p>This Indicator shows whether the Agency has enrolled families in the FSS Program as required. To achieve the full points for this Indicator, a housing authority must have 80% or more of its mandatory FSS slots filled. There are currently 410 mandatory slots on the FSS Program; 419 families are currently enrolled.</p>			8	60 to 79
			5	≤59
FSS ESCROW	Goal 30%	Actual 50%	10	≥30
<p>This Indicator shows the extent of the Agency's progress in supporting FSS by measuring the percent of current FSS participants with FSS progress reports entered in the PIC system that have had increases in earned income which resulted in escrow account balances. To achieve the full points for this Indicator, at least 30% of a housing authority's enrolled families must have an escrow balance. 419 families participate in the FSS program. 196 of the 419 (50%) families eligible for escrow currently have an FSS escrow balance.</p>			5	≤29

REAL ESTATE, INVESTMENT, AND DEVELOPMENT

MARCH 2023

REO PROJECTS

PUBLIC HOUSING DEFERRED MAINTENANCE AND CAPITAL IMPROVEMENTS

- **Major Capital Projects**
 - Oxford Repairs due to Freeze – construction is in process and anticipated to be complete in March 2023.
 - Bellerive Exterior Wall Repairs (Due to Water Penetration) – Work has started and scheduled to be completed in May, 2023.
 - Irvinton Demolition of Bldg 127 – award of the contractor in progress.

NEW DEVELOPMENT

- Standard on Jensen (Replacement Housing for Clayton Homes) – will be named, *'The Bend at Eado'*:
 - Construction has started, with a projected occupancy in 2024.
- 800 Middle Street (Replacement Housing for Clayton Homes – will be named *'The Point at Bayou Bend'*):
 - Construction has started. Estimated full occupancy in December 2024.
 - Infrastructure Package – construction has started. Completed is anticipated to be around December 2023.
- Kelly II: In December of 2020, we closed on all the lots owned by 5th ward except for lot 6. We continue to work with 5th Ward CRC to close the last remaining lot. The project presentation to City Council and then to TDECQ has been delayed;
- Telephone Road (9% LIHTC). Construction Completion is expected in March 2023.

REDEVELOPMENT – (9% LIHTC)

- See Telephone Road above.

REDEVELOPMENT – (RAD)

Allen Parkway Village & Historic Oaks of Allen Parkway Village

In August 2022, construction activities started with site work. Since August 2022, the HHA has been working to relocate approximately one-quarter of the residents to alternate accommodations to facilitate the interior renovations. This work was completed in the middle of January 2023, allowing the interior renovations of these units to commence – Phase A.

In February 2023, the focus shifts to relocating residents in Phase B for an anticipated construction start in the third quarter of 2023

HURRICANE HARVEY

Currently, FEMA has obligated approximately \$39,450,310 for reimbursement. FEMA – 428 Projects total \$39,400,000 and the totally obligated by FEMA is \$52.9 million.

2100 MEMORIAL

- Construction continues with an estimated completion of March 11, 2024.

TxDOT LAND SALES

- **Clayton:** All residents have been relocated off the property. HHA is currently working with TxDOT to close Phase 2 of the deal.
- **Kelly II:** Transaction is on hold due to a Title 6 investigation.

OPEN SOLICITATION LOG

MARCH 2023

HHA'S PROCUREMENT DEPT.

Type	Solicitation #	Status	Department(s)	Description	Advertisement Date	Due Date
RFP	23-05	Open	PHO	Property Management of HHA's Properties	2-7-23	3-28-23
RFP	23-06	Open	PHO	Property Management of APV's Properties	2-7-23	3-28-23
IFB	23-12	Open	REID	Replacement of Heaters at Cuney Homes	2-24-23	4-3-23
IFB	23-14	Open	REID	Replacement of Trash Chutes at Bellerive Senior Living	3-3-23	4-6-23
RFP	23-15	Open	HR	Temporary Staffing Services	3-10-23	4-6-23
QBS	23-01	Open	REID	Development Partners	1-10-23	4-14-23

OPERATING STATEMENTS: 1 MONTHS ENDING JANUARY 31, 2023

Central Office	Annual Budget 2023	Year to Date Budget	Year to Date Actual	Favorable (Unfav) Variance
Operating Income				
Total Operating Income	9,137,785	761,482	757,911	(3,571)
Operating Expenses				
Salaries and Benefits	4,733,958	394,497	338,369	56,128
Facilities and Other Administrative Expenses	3,851,584	320,965	233,021	87,944
Total Central Office Expenses	8,585,542	715,462	571,390	144,072
Surplus/(Use) of Business Activities Funds for COCC	552,243	46,020	186,521	140,501

Housing Choice Voucher Program	Annual Budget 2023	Year to Date Budget	Year to Date Actual	Favorable (Unfav) Variance
Administrative Operating Income				
Total Operating Income	15,135,123	1,261,260	1,295,924	34,664
Operating Expenses				
Salaries and Benefits	8,398,269	699,856	456,543	243,313
Administrative Expenses	1,580,100	131,675	111,779	19,896
COCC-Management Fees	4,618,062	384,839	369,841	14,998
Total Operating Costs Expenses	14,596,431	1,216,369	938,163	278,206
Cash Flow (Deficit) from Operations	538,692	44,891	357,761	312,870
Housing Assistance Payments (HAP)				
Housing Assistance Payment Subsidy	175,000,000	14,583,333	14,714,281	130,948
Investment Income on HAP Reserves	0	0	0	0
Housing Assistance Payments	175,000,000	14,583,333	14,911,953	(328,620)
HAP Current Year Excess (Use)	0	0	(197,672)	(197,672)

OPERATING STATEMENTS: 1 MONTHS ENDING JANUARY 31, 2023

Affordable Housing Rental Programs	Annual Budget 2023	Year to Date Budget	Year to Date Actual	Favorable (Unfav) Variance
Operating Income				
HUD Subsidy - Low Rent Housing2826	15,708,640	1,309,053	1,315,776	6,723
Tenant Rental Income	12,923,062	1,076,922	1,067,596	(9,326)
Other Income	870,965	72,580	59,732	(12,848)
Total Operating Income	29,502,667	2,458,556	2,443,104	(15,452)
Operating Expenses				
Administrative Expenses	9,177,403	764,784	522,127	242,657
Tenant Services	449,799	37,483	34,410	3,073
Utilities	3,281,262	273,439	269,897	3,542
Maintenance	9,179,106	764,926	771,092	(6,167)
Protective Services	2,224,127	185,344	170,871	14,473
Insurance Expense	1,756,251	146,354	126,048	20,306
Other General Expense	250,000	20,833	18,852	1,981
Total Routine Operating Expenses	26,317,948	2,193,162	1,913,297	279,865
Net Income from Operations	3,184,719	265,393	529,807	264,414
Non-Routine Maintenance	8,348,176	695,681	587,555	108,126
Debt Service	1,848,961	154,080	153,933	147
Debt Service- ESCO				
Cash Flow from Operations	(7,012,418)	(584,368)	(211,681)	372,687
Funds from Capital Funds	8,348,176	695,681	557,555	(138,126)
Cash Flow (Deficit) from Operations	1,335,758	111,313	345,874	234,561

OPERATING STATEMENTS: 1 MONTHS ENDING JANUARY 31, 2023

SECTION 8 – NEW CONSTRUCTION	Annual Budget 2023	Year to Date Budget	Year to Date Actual	Favorable (Unfav) Variance
Operating Income				
HUD Subsidy – Section 8 New Construction	2,193,590	182,799	120,221	(62,578)
Tenant Rental Income	1,024,200	85,350	29,645	(55,705)
Other Income	1,640	137	823	686
Total Operating Income	3,219,430	268,286	150,689	(117,597)
Operating Expenses				
Administrative Expenses	828,483	69,040	45,247	23,793
Tenant Services	25,215	2,101	0	2,101
Utilities	403,756	33,646	9,889	23,757
Maintenance	422,320	35,193	24,779	10,414
Protective Services	85,000	7,083	4,461	2,622
Insurance Expense	250,000	20,833	5,373	15,460
Other General Expense	25,000	2,083	0	2,083
Total Routine Operating Expenses	2,039,774	169,981	89,749	80,232
Net Income from Operations	1,179,656	98,305	60,940	(37,365)
Non-Routine Maintenance	125,000	10,417	0	10,417
Debt Service	0	0	0	0
	0	0	0	0
Cash Flow (Deficit) from Operations	1,054,656	87,888	60,940	(26,948)

OPERATING STATEMENTS: 1 MONTHS ENDING JANUARY 31, 2023

RAD PROPERTIES	Annual Budget 2023	Year to Date Budget	Year to Date Actual	Favorable (Unfav) Variance
Operating Income				
Rental Income	11,068,801	922,400	764,100	(158,300)
Other Income	363,952	30,329	20,211	(10,118)
Total Operating Income	11,432,753	952,729	784,311	(168,418)
Operating Expenses				
Administrative Expenses	2,605,819	217,152	152,794	64,358
Tenant Services	126,752	10,563	6,322	4,241
Utilities	866,255	72,188	74,269	(2,081)
Maintenance	1,308,018	109,002	118,656	(9,655)
Protective Services	187,431	15,619	14,565	1,054
Insurance Expense	920,817	76,735	72,655	4,080
Other General Expense	11,800	983	0	983
Total Routine Operating Expenses	6,026,892	502,241	439,261	62,980
Net Income from Operations	5,405,861	450,488	345,050	(105,438)
Non-Routine Maintenance	425,000	35,417	0	35,417
Debt Service	4,264,905	355,409	73,071	282,338
Funds from Replacement Reserve	425,000	35,417	0	(35,417)
	0	0	0	0
Cash Flow (Deficit) from Operations	1,140,956	95,080	271,979	176,899