2018 Multifamily Uniform Application

APPLICATION 18020
ST. ELIZABETH PLACE

NOTICE: For Applicants planning to submit an Application on or before January 26, 2018, ANYTHING that would have been due on March 1, 2018 will be due on January 26, 2018. Anything due after March 1, 2018 maintains its original due date.
1a Applicant Certification
2018 Multifamily Uniform Application Certification
Mailing Address: P.O. Box 13941, Austin, TX 78711-3941
Physical Address: 221 East 11th Street, Austin, TX 78701

Development Name: St. Elizabeth Place

The undersigned hereby makes an Application to Texas Department of Housing and Community Affairs. The Applicant affirms that they have read and understand the Uniform Multifamily Rules (Title 10, Texas Administrative Code, Chapter 10) and Qualified Allocation Plan (Title 10, Texas Administrative Code, Chapter 11). Specifically, the undersigned understands the requirements under 10 TAC §10.101 of the Uniform Multifamily Rules, Site and Development Requirements and Restrictions, as well as Internal Revenue Code Section 42. By signing this document, Applicant is affirming that all statements and representations made in this certification and application, including all supporting materials, are true and correct under penalty of law, including Chapter 37 of the Texas Penal Code titled Perjury and Other Falsification and subject to criminal penalties as defined by the State of Texas. Applicant is also affirming understanding of §10.2(e) of the Uniform Multifamily Rules, relating to Public Information Requests, specifically that the filing of an Application with Department is deemed as consent to release any and all information contained therein.

The undersigned further certifies that he/she has the authority to execute this certification.

St. Elizabeth Place, LP

Applicant Entity Name

By: ____________________________

Signature of Authorized Representative

Jessica Thompson

Printed Name

Authorized Representative

2/28/2018

Date

Sworn to and subscribed before me on the 23 day of February, 2018 by Jessica Thompson

(Personalized Seal)

Notary Public Signature

Notary Public, State of Harris

County of

My Commission Expires: 2/23/18

Date
1b Meeting Selection (4% Only)

NOT APPLICABLE
Certification, Acknowledgement, and Consent of Development Owner
Certification, Acknowledgement, and Consent of Development Owner - §10.204(1)

The Certification, Acknowledgement, and Consent of Development Owner is included behind this tab.

**The form should be executed, notarized, and included in the full application document.**

The form for the certification will be posted to the Department's website at [http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm](http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm)

Please indicate whether any of the following required disclosure on the Certification, Acknowledgement, and Consent of Development Owner (to be used for data capture for application processing):

- [x] §10.101(a)(2) - Undesirable Site Features
- [x] §10.101(a)(3) - Undesirable Neighborhood Characteristics
- [na] §10.202(1)(M) - Termination of Relationship in an Affordable Housing Transaction
- [na] §10.901(17) - Unused Credit or Penalty Fee

Note: If any disclosures are indicated regarding §10.101(a)(3), submit the Undesirable Neighborhood Characteristics Report Packet (UNCR) located on the Department's website [http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm](http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm)

Please note: The UNCR document is uploaded separately on the USERVE account for Application 18020
Development Owner Certification, Acknowledgement and Consent

All defined terms used in this certification and not specifically defined herein have the meanings ascribed to them in Chapter 2306 of the Tex. Gov’t Code, §42 of the Internal Revenue Code, and §10.3 of the Uniform Multifamily Rules.

The undersigned, in each and all of the following capacities in which it may serve or exist -- Applicant, Development Owner, Developer, Guarantor of any obligation of the Applicant, and/or Principal of the Applicant and hereafter referred to as “Applicant” or “Development Owner,” whether serving in one or more such capacities, is hereby submitting its Application to the Department for consideration of Department funding.

Applicant hereby represents, warrants, acknowledges and certifies to the Department and to the State of Texas that:

The Development will adhere to the Texas Property Code relating to security devices and other applicable requirements for residential tenancies, and will adhere to local building codes or, if no local building codes are in place, then to the most recent version of the International Building Code.

This Application and all materials submitted to the Department constitute records of the Department subject to Tex. Gov’t Code, Chapter 552. This includes all Third Party reports, which will be posted in their entirety on the Department’s website, as they constitute a part of the Application. The Application is in compliance with all requirements related to the eligibility of an Applicant, Application and Development as further defined in 10 TAC §§10.101 and 10.202 of the Uniform Multifamily Rules. Any issues of non-compliance have been disclosed.

All representations, undertakings and commitments made by Applicant in the Application process for Development assistance expressly constitute conditions to any Commitment, Determination Notice, Carryover Allocation, or Direct Loan Commitment for such Development which the Department may issue or award, and the violation of any such condition shall be sufficient cause for the cancellation and rescission of such Commitment, Determination Notice, Carryover Allocation, or Direct Loan Award Letter, Commitment or Contract by the Department. To the extent allowed under Tex. Gov’t Code §2306.6720, if any such representations, undertakings and commitments concern or relate to the ongoing features or operation of the Development, they shall each and all be enforceable even if not reflected in the Land Use Restriction Agreement. All such representations, undertakings and commitments are also
enforceable by the Department and the tenants of the Development, including enforcement by administrative penalties for failure to perform, in accordance with the Land Use Restriction Agreement.

When providing a Pre-Application, Application or other materials to a state representative, local governmental body, Neighborhood Organization, or anyone else to secure support or approval that may affect the Applicant’s competitive posture, an Applicant must disclose that in accordance with the Department’s rules the aspects of the Development may not have been determined or selected or may be subject to change, such as changes in the amenities ultimately selected and provided.

The Development Owner is and will remain in compliance with state and federal laws, including but not limited to, fair housing laws, including Chapter 301, Property Code, Title VIII of the Civil Rights Act of 1968 (42 U.S.C. §§3601 et seq.), the Fair Housing Amendments Act of 1988 (42 U.S.C. §§3601 et seq.), the Civil Rights Act of 1964 (42 U.S.C. §2000a et seq.), the Americans with Disabilities Act of 1990 (42 U.S.C. §§12101 et seq.), the Rehabilitation Act of 1973 (29 U.S.C. §§701 et seq.), Fair Housing Accessibility, the Texas Fair Housing Act; and the Development is designed consistent with the Fair Housing Act Design Manual produced by HUD, and the Texas Accessibility Standards. (§2306.257; §2306.6705(7))

The Development Owner has read and understands the Department’s fair housing educational materials posted on the Department’s website as of the beginning of the Application Acceptance Period.

All Applications proposing Rehabilitation (including Reconstruction) will be treated as substantial alteration, in accordance with 10 TAC Chapter 1, Subchapter B.

The Development Owner will establish a reserve account consistent with Tex. Gov’t Code §2306.186, and as further described in §10.404 of the Uniform Multifamily Rules, relating to Replacement Reserve Account requirements.

The Development will operate in accordance with the applicable compliance monitoring requirements found in Chapter 10, Subchapter F.

The Development Owner agrees to implement a plan to use Historically Underutilized Businesses (HUB) in the development process consistent with the Historically Underutilized Business Guidelines for contracting with the State of Texas. The Development Owner will be required to submit a report of the success of the plan as part of the cost certification documentation, in order to receive IRS Forms 8609 or, if the Development does not have Housing Tax Credits, release of retainage.
The Applicant will attempt to ensure that at least 30% of the construction and management businesses with which the Applicant contracts in connection with the Development are Minority Owned Businesses as further described in Tex. Gov’t Code §2306.6734.

The Development Owner will specifically market to veterans through direct marketing or contracts with veteran's organizations. The Development Owner will be required to identify how they will specifically market to veterans and report to the Department in the annual housing report on the results of the marketing efforts to veterans. Exceptions to this requirement must be approved by the Department.

**Accessibility Requirements**

The Development Owner understands that in accordance with Section 504 of the Rehabilitation Act of 1973 and implemented at 24 C.F.R. Part 8, if the Development includes the New Construction or substantial rehabilitation of multifamily units (4 or more units per building), at least five percent (5%) of all dwelling units will be designed and built to be accessible for persons with mobility impairments. A unit that is on an accessible route and is adaptable and otherwise compliant with the 2010 ADA Standards with the exceptions listed in “Nondiscrimination on the Basis of Disability in Federally Assisted Programs and Activities” (Federal Register 79 FR 29671) meets this requirement. In addition, at least two percent (2%) of all dwelling units will be designed and built to be accessible for persons with hearing or vision impairments.

The Development Owner understands that regardless of building type, all Units accessed by the ground floor or by elevator (“affected units”) must meet the requirements at 10 TAC §10.101(b)(8)(B).

The Development Owner certifies that all accessible Units under 10 TAC Chapter 1, Subchapter B, will be dispersed throughout the Development.

The Development Owner certifies that representations made in the Architect Certification are true and correct, and understands that the Department evaluation of architectural drawings may not include an assessment of accessibility. The Development Owner is responsible for any modifications necessary to meet accessibility requirements identified at the final construction inspection.
Unused Credit or Penalty Fee *(select one box as applicable)*

_____ The Applicant returned a full credit allocation after the Carryover Allocation deadline required for that allocation and is subject to the Unused Credit or Penalty Fee pursuant to §10.901(17) of the Uniform Multifamily Rules.

**X** The Applicant certifies that no disclosure regarding §10.901(17) of the Uniform Multifamily Rules is necessary.

Termination of Relationship in an Affordable Housing Transaction *(select one box as applicable)*

_____ The Applicant has disclosed, in the Application, any Principal or any entity or Person in the Development ownership structure who was or is involved as a Principal in any other affordable housing transaction that has terminated, voluntarily or involuntarily, within the past 10 years or plans to or is negotiating to terminate their relationship with any other affordable housing development. The disclosure identified the person or persons and development involved, the identity of each other development and contact information for the other Principals of each such development, a narrative description of the facts and circumstances of the termination or proposed termination, and any appropriate supporting documents. The Applicant has read and understands §10.202(1)(M) of the Uniform Multifamily Rules related to such disclosure.

**X** The Applicant certifies that no disclosure regarding §10.202(1)(M) of the Uniform Multifamily Rules is necessary.

The Applicant certifies that, for any Development proposing New Construction or Reconstruction and located within the one-hundred (100) year floodplain as identified by the Federal Emergency Management Agency (FEMA) Flood Insurance Rate Maps, the Development Site will be developed in full compliance with the National Flood Protection Act and all applicable federal and state statutory and regulatory requirements so that all finished ground floor elevations are at least one foot above the floodplain and parking and drive areas are no lower than six inches below the floodplain, subject to more stringent local requirements. The Applicant certifies that, floodplain maps will be used and the Development Site will comply with regulations as they exist at the time of commencement of construction. Applicant further certifies that, for any Development proposing Rehabilitation (excluding Reconstruction) that is not a HUD or TRDO-USDA assisted property, the Development Site is not located in the one-hundred year floodplain unless the existing structures already meet the requirements for New Construction or Reconstruction, as certified to by a Third Party engineer, or unless the state or
local government has undertaken and can substantiate sufficient mitigation efforts and such
documentation is submitted in the Application.

**Undesirable Site Features (select one of the boxes as applicable)**

X  The Development is not located in an area with undesirable site features as further
described in §10.101(a)(2) of the Uniform Multifamily Rules.

_____ The proposed Development is Rehabilitation (excluding Reconstruction) with ongoing
and existing federal assistance from HUD, USDA, or Veterans Affairs (“VA”) and an
exemption was requested prior to the filing of an Application or is being requested with the
Application in accordance with §10.101(a)(2) of the Uniform Multifamily Rules.

_____ The proposed Development is Historic Preservation pursuant to §11.9(e)(6) of the
QAP, is located in an area with an undesirable site feature and an exemption was requested
prior to the filing of an Application or is being requested with the Application.

_____ The proposed Development is New Construction, is located in an area with an
undesirable site feature and a copy of the local ordinance that regulates the proximity of
such feature to a multifamily development is included in the Application.

_____ The proposed Development is located in an area with an undesirable site feature and
mitigation to be considered by staff and the Board is included in the Application.

**Undesirable Neighborhood Characteristics (select one of the main boxes as applicable)**

_____ The Development Owner certifies that the Development is not located in an area
with any of the undesirable neighborhood characteristics described in §10.101(a)(3) of the
Uniform Multifamily Rules and that no disclosure is necessary;

X  The Development Owner certifies that the Development is located in an area with
the following undesirable neighborhood characteristic(s) and the Undesirable
Neighborhood Characteristics Report is submitted with the Application (select all that
apply):

X  in a census tract with a poverty rate above 40% for individuals (or 55% for
Developments in regions 11 and 13);

X  in a census tract or within 1,000 feet of any census tract in an Urban Area and
the rate of Part I violent crimes is greater than 18 per 1,000 persons (annually) as
reported on neighborhoodscout.com;

Please note: An UNCR was uploaded separately for this application in the using TDHCA's USERV system.
is located within 1,000 feet of a blighted or abandoned area as further described in §10.101(a)(3)(B)(iii) of the Uniform Multifamily Rules; 

is located in the attendance zones of an elementary, middle, or high school that does not have a 2017 Met Standard rating by the Texas Education Agency, unless the Development Site is subject to an Elderly Limitation.

The Development will include all of the mandatory Development amenities required in §10.101(b)(4) of the Uniform Multifamily Rules at no charge to all tenants (market rate and low-income) and written notice of such amenities will be provided to the tenants.

The Development will satisfy the minimum point threshold for common amenities as further described in §10.101(b)(5) of the Uniform Multifamily Rules. These amenities must be for the benefit of all tenants (market rate and low-income), meet accessibility standards, be sized appropriately to serve the proposed Target Population, be made available throughout normal business hours, and be maintained throughout the Affordability Period. The tenant must be provided written notice of the amenity elections made by the Development Owner.

The Development will meet the minimum size of Units as further described §10.101(b)(6)(A) of the Uniform Multifamily Rules.

The Development (excluding competitive Housing Tax Credit Applications) will include enough unit and development construction features to meet the minimum number of points as further described in §10.101(b)(6)(B) of the Uniform Multifamily Rules.

The Development (excluding competitive Housing Tax Credit Applications) will include enough tenant services, at no charge to the tenants, be accessible to all (market rate and low-income), and maintained throughout the Affordability Period, to meet the required minimum number of points as further described in §10.101(b)(7) of the Uniform Multifamily Rules, and offered in accordance with §10.619 of the Uniform Multifamily Rules. The tenant must be provided written notice of the elections made by the Development Owner.

If the Applicant is applying for Multifamily Direct Loan funds and the Development consists of New Construction, the Applicant further certifies that the Development meets the Construction Site Standards in 24 C.F.R §983.57(e).

If the Development has an existing LURA with the Department, the Development Owner will comply with the existing restrictions.

The Development Owner will comply with any and all notices required by the Department.
None of the criteria in subparagraphs (A) – (M) of §10.202(1) of the Uniform Multifamily Rules, related to ineligible Applicants, applies to those identified on the organizational chart for the Applicant, Developer and Guarantor.

The individual whose name is subscribed hereto, in his or her individual capacity, on behalf of Applicant, and in all other related capacities described above, as applicable, expressly represents, warrants, and certifies that all information contained in this certification and in the Application, including any and all supplements, additions, clarifications, or other materials or information submitted to the Department in connection therewith as required or deemed necessary by the materials governing the multifamily funding programs are true and correct and the Applicant has undergone sufficient investigation to affirm the validity of the statements made. Further, the Applicant hereby expressly represents, warrants, acknowledges and certifies that the individual whose name is subscribed hereto has read and understands all the information contained in this form of the Application.

By signing this document, the undersigned, in their individual capacity, on behalf of Applicant, whether formed or to be formed, and in all other related capacities described above, is affirming under penalty of Chapter 37 of the Texas Penal Code titled Perjury and Other Falsification, and subject to criminal penalties as defined by Tex. Penal Code §§37.01 et seq., and subject to any and all other state or federal laws regarding the making of false statements to governmental bodies or the providing of false information in connection with the procurement of allocations or awards, that the Application and all materials relating thereto constitute government documents and that the Application and all materials relating thereto are true, correct, and complete in all material respects.
By: __________________________

Signature

Jessica Thompson

Printed Name

Authorized Signer

Title

2/23/2018

Date

THE STATE OF  _______ Tx _______ §

COUNTY OF  _______ Harris _______ §

Before me, a notary public, on this day personally appeared
Jessica Thompson, known to me to be the person whose name is
subscribed to the foregoing document and, being by me first duly sworn, declared and certified
that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 23 day of February 2018

[Notary Public Signature]
Undesirable Neighborhood Characteristics Report

For

18020 St. Elizabeth
Place

Prepared by:
Sarah Andre, Consultant
Structure Development
702 San Antonio St
Austin, Texas 78701

On behalf of:
St. Elizabeth Place LP
Applicant for St. Elizabeth Place

For:
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701

March 1, 2018
# UNCR Supporting Documents

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Undesirable Neighborhood Characteristics Report ("UNCR") Packet

The purpose of the packet is to formalize the process in which Undesirable Neighborhood Characteristics are disclosed and the UNCR is submitted pursuant to 10 TAC §10.101(a)(3) of the Uniform Multifamily Rules. The packet may be submitted at pre-application (if applicable per 10 TAC §11.8(b) relating to Pre-Application Requirements) or at Application. Applicants who wish to submit a request for pre-determination prior to pre-application or Application are advised to review 10 TAC §10.101(a)(3) for additional guidance. Termination due to an Applicant’s own non-disclosure is not appealable as such appeal is in direct conflict with certifications made in the Application and within the control of the Applicant.

My Development Site includes the following Undesirable Neighborhood Characteristic(s) (Check all that apply):

☑ Development Site is located in a census tract has poverty rate above 40% for individuals (or 55% for Developments in regions 11 and 13).

☑ Development Site is located in a census tract or within 1,000 ft. of any census tract in an Urban Area and the rate of Part I violent crime is greater than 18 per 1,000 persons annually as reported on https://www.neighborhoodscout.com/.

☑ Development Site is located within 1,000 ft. (measured from nearest boundary of the Site to the nearest boundary of blighted structure) of multiple vacant structures that have fallen into such significant disrepair, overgrowth, and/or vandalism that they would commonly be regarded as blighted or abandoned.

☑ Development Site is located within the attendance zones of an elementary school, a middle school, or a high school that does not have a Met Standard rating by the Texas Education Agency, based on the 2017 Accountability Ratings.

Provide any comments or additional information in the box below, if applicable.

Please see the attached letter for additional information.
Undesirable Neighborhood Characteristics Report:

I have submitted information for the items listed below, as such information might be considered to pertain to the Undesirable Neighborhood Characteristic disclosed, pursuant to 10 TAC §10.101(a)(3)(C) of the Uniform Multifamily Rules. Such information is included behind this page.

- Determination regarding neighborhood boundaries;
- Assessment of general land use in the neighborhood;
- Assessment concerning any of the features of the Undesirable Site Features present in the neighborhood, regardless of whether they are within the specified distances referenced in 10 TAC §10.101(a)(2);
- Assessment of the number of existing affordable rental units in the Primary Market Area (PMA), including comment on concentration based on the size of the PMA;
- Assessment of the percentage of households residing in the census tract that have household incomes equal to or greater than the median household income for the MSA or county where the Development site is located;
- Assessment of the number of market rate multifamily units in the neighborhood and their current rents and levels of occupancy;
- Assessment of school performance for each of the schools in the attendance zone containing the Development that did not achieve the Met Standard rating, for the previous two academic years, that includes the TEA Accountability Rating Report, a discussion of performance indicators and what progress has been made over the prior year, and the campus improvement plan in effect. If there is an update to the plan that shows progress made under the plan, provide the update. If no update is available, provide information from a school official that speaks to progress made under the plan as indicated in 10 TAC §10.101(a)(3)(D)(iv); and
- Additional information, if requested by the Department.

Provide any comments or additional information in the box below, if applicable.

The attached letter and exhibits provide documentation and an explanation for the Undesirable Neighborhood Characteristics Report.
Mitigation of the Undesirable Neighborhood Characteristic(s):

[X] I have provided information regarding mitigation of the above-mentioned Undesirable Neighborhood Characteristics, as applicable, pursuant to 10 TAC §10.101(a)(3)(D) of the Uniform Multifamily Rules and such information is included behind this page.

Waiver of the Undesirable Neighborhood Characteristic(s):

[X] I am requesting a waiver of the presence of the above-mentioned Undesirable Neighborhood Characteristics, as applicable, pursuant to 10 TAC §10.101(a)(3)(E) of the Uniform Multifamily Rules, on the basis that the Development is necessary to enable the state, a participating jurisdiction, or an entitlement community to comply with its obligation to affirmatively further fair housing, a HUD approved Conciliation Agreement, or a final and non-appealable court order. Documentation to that effect is included herein with the disclosure and waiver request.

Department Contacts:

9% HTC Applications: Sharon.Gamble@TDHCA.state.tx.us (9% Program Administrator)

4% HTC and Tax-Exempt Bond Applications: Teresa.Morales@TDHCA.state.tx.us (Multifamily Manager)

Direct Loan Only Applications: Andrew.Sinnott@TDHCA.state.tx.us (Multifamily Loan Programs Manager)

How to Submit the UNCR Packet:

- Email the UNCR Packet to the appropriate contact person (file size may not be greater than 4MB). Ensure that the packet was received;

  Or

- Upload if a Serv-U Account has been set-up for the pre-application or Application and notify the appropriate contact person of the upload (refer to the Multifamily Programs Procedures Manual posted at http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm for an explanation of the process to set-up a Serv-U Account if needed);

  Or

- Include the UNCR Packet behind tab 2 of the Uniform Multifamily Application.
March 1, 2018

Marni Holloway  
Director of Multifamily Finance  
Texas Department of Housing and Community Affairs  
221 East 11th Street  
Austin, Texas 78701

RE: St. Elizabeth Place, TDHCA# 18020, Houston, Texas 77020

Dear Ms. Holloway,

I am writing to provide the Department with additional information regarding the Undesirable Neighborhood Characteristic disclosure for Application #18020 St. Elizabeth Place in accordance with §10.101(3)(B)(iii). This letter, along with the Undesirable Neighborhood Characteristics Report, will provide a clearer impression of the Fifth Ward neighborhood and the revitalization efforts that are already underway to improve the community. I hope you will let me know if there is any additional information requested by the Department.

Introduction to the Area

St. Elizabeth Place is located in the historic Fifth Ward of Houston. Originally established in 1866, The Fifth Ward is home to many of Houston’s oldest black-owned businesses and institutions and was a beacon for Houston’s industrial boom in the 1880s due to its proximity to the Southern Pacific Railroad and the Houston Ship Channel. Throughout the 20th Century, the Fifth Ward was home to the City’s African-American working class and prominent figures alike, including lawyer and politician Barbara Jordan, Congressman Mickey Leland, and Civil Rights activist Lonnie Smith. More recently, the creation of the Fifth Ward Community Redevelopment Corporation in 1989 has helped catalyze efforts to reinvigorate the area.

The vision for the future of the Fifth Ward and particularly Lyons Ave, looks towards a time when the blocks and buildings are once again filled with people, and it is a vital place to live, work and visit. St. Elizabeth Place will be the anchor of the revitalized Lyons Corridor. The Fifth Ward will invite new residents, uses, events, places and opportunities to share in the future; and to celebrate the heritage of the past through the music, art, and lively expression of the community. The Lyons Avenue of the future will reflect the past and regain its stature as the “Main Street” of the neighborhood that surrounds it. In addition to serving as the center of the revitalized residential neighborhood, it will have distinctive segments that repair, expand and connect the neighborhood to its adjacent districts and the entire region through significant new investment.

Fifth Ward TIRZ

The neighborhood surrounding St. Elizabeth Place has been a target for various revitalization initiatives in the City of Houston. One such initiative is the Fifth Ward Tax Increment Reinvestment Zone (TIRZ) #18. The TIRZ was established in 1999 in Houston’s Fifth Ward, and its geography was enlarged in both 2008 and 2015 to its current boundaries. TIRZ #18 generally encompasses the area in the urban core of Houston that is north of Buffalo Bayou, east of Elysian Street, south of the Union Pacific railroads along Collingsworth, and west of Sakowitz Street. A map is included in the report.
summary
The TIRZ identifies seven key goals in its Second Amended Project Plan:
1. Land Assembly and Developer Reimbursement to achieve economic development, affordable housing, and connectivity
2. Area Park and Recreation Development to improve public health and well-being
3. Improve Neighborhood Connectivity through reconstruction of streets, sidewalks, and bicycle facilities
4. Improve public real to enhance public safety, infrastructure, and residential “develop-ability”
5. Improve the Lyons Avenue Corridor and other commercial corridors
6. Reinforce pedestrian-attractive retail development along the Lyons Avenue Corridor
7. Establish an Economic Development Program

The TIRZ has been actively working to meet these goals and to combat and reverse the deterioration that can sometimes occur in historic neighborhoods. Its budget for the 2018 fiscal year included almost $633,500 in total budgeted projects and reported $8.8 million in total resources available from tax revenue for future projects, reimbursement, and other expenses for the duration of the TIRZ as of 2018. See the Fiscal Year 2018 Budget in the attachment for verification. The Capital Improvement Plan for 2018-2022 for TIRZ #18 included land acquisition for affordable housing, more specifically the conversion of vacant properties into affordable housing, the renovation of a historic community theater, reinvestment in several neighborhood parks, historic preservation, sidewalk improvements, and renewal of Lyons Avenue’s Streetscape to highlight community landmarks and the district’s historic significance.

Land Use in the Fifth Ward is varied; there is a mix of older single-family housing stock, older multi-family housing stock, some public and community institutions (i.e. historic churches, schools, etc), and remnants of the Ward’s industrial past along the railroad tracks on the Northern and Eastern edges of the area. Of the 2,370 housing units in the same Census Tract as St. Elizabeth Place, 61.7% were built prior to 1970 based on 2011-2015 Census ACS Estimates, indicating a need for both new and renovated housing stock in the area.

**Poverty and Incomes**

Per TDHCA guidelines, we are required to disclose a poverty rate over 40 percent, based on the latest Census Bureau ACS estimates (2011-2015). Though the 2015 estimate shows a poverty rate of 51%, incomes are gradually on the rise in the Census Tract, with ACS data showing a 30.8% cumulative increase in median incomes between the 2011 estimates and the 2016 estimates. That being said, reducing poverty is still the focus of local community development and economic development organizations in the area.

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<tr>
<td>Median Household Income</td>
<td>$14,198</td>
<td>$14,341</td>
<td>$17,767</td>
<td>$17,523</td>
<td>$16,912</td>
<td>$18,570</td>
<td>30.8%</td>
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</tbody>
</table>

Gentrification near the Fifth Ward is a major factor in the neighborhood’s poverty rates. Significant development activity just across Interstate-10 and at the nearby Hardy Yards Master-Planned Development have been driving up land costs and threatening the financial stability of long-time residents and homeowners. Private development of new two- and three-bedroom homes is
beginning to occur within the target area and these units are selling for over $200,000, advertising open floor plans and a revitalized Fifth Ward. In addition to infill, a new large-scale development of 538 homes is being constructed on a site between the target area and Buffalo Bayou and is projected to attract prices in the $300,000-$400,000 range, and another development along Buffalo Bayou will attract luxury-market residents.

Based on the trajectory of other near-Downtown neighborhoods that have experienced this development pattern, this increase in development, value, and housing prices and costs is likely to continue. Given these market conditions and the potential for resident displacement, Fifth Ward CRC’s work is especially important. As a part of the Fifth Ward TIRZ, St. Elizabeth Place will help preserve a historic structure and housing affordability for residents who are at risk of being displaced due to gentrification and the rising costs of maintaining a home in the City's Urban Core.

The Fifth Ward Community Redevelopment Corporation (Fifth Ward CRC) is one such organization that is leading the charge to reduce poverty and crime in the area. The Fifth Ward CRC promotes economic mobility and entrepreneurship through locally-owned business networking events, media outreach, business skill workshops, and seasonal retail pop-up events. It also provides courses in foreclosure prevention, homeownership preservation and “Home Buying 101”, and acquires vacant properties to develop affordable housing, in order to help local residents, achieve housing stability and build equity, thus reducing poverty and increasing their quality of life.

Another factor to consider is the Fifth Ward’s proximity to higher income areas and its connectivity to jobs through its various public transportation options. St. Elizabeth is only a mile and a half away from Downtown Houston and the first quartile Median Incomes that accompany the area. Neighborhood Scout identifies over half a million (504,717) High-Paying Jobs, which are jobs with an annual salary of $75,000 or more, within 20 minutes of St. Elizabeth place.

Houston Metro Route 11, which stops less than 100 feet from St. Elizabeth Place, provides area residents with access to the jobs and opportunities in Houston’s Central Business District, 2 Houston Community College campuses, the University of Houston – Downtown Campus, the Job Corps Training Center, the local Fiesta Supermarket, the VA Hospital, and St. Joseph Medical Center. The 5 other bus routes within half a mile of the site bring residents to Minute Maid Park Stadium, University of Houston Main Campus, an additional Houston Community College campus, the Sunnyside Health Center, and seven transit centers that offer even more opportunities.

**Local Crime**

TDHCA also requires disclosure of crime rates above 18 per 1,000 people. Neighborhood Scout data shows a crime rate of 40.51 per 1,000 people in the Census Tract. As a large, vacant structure in the middle of the Lyons Avenue Corridor, St. Elizabeth Hospital and its redevelopment will play a major role in reducing crime in the area. By eliminating an unsupervised locale for potential crime and by adding residential activity, new sidewalks, and new lighting, St. Elizabeth Place will become a community anchor and will instill a safe, neighborhood environment.

The Houston Police Department has jurisdiction over the area and is working to mitigate local crime. The HPD’s presence in the Fifth Ward is based out of the Fifth Ward HPD Storefront located at 4014 Market Street, which is located less than half a mile from St. Elizabeth Place. Staff at the storefront and many of the community’s churches regularly organize problem solving projects, meet with community members on a routine basis, and act as a liaison with area schools and civic organizations to help eliminate crime and other safety-related problems.
Community participation has been key to crime prevention in the neighborhood. Through partnerships with the HPD storefront and the Fifth Ward Civic Club, area residents have participated in National Night Out, which is an annual community-building campaign that promotes police-community partnerships and neighborhood camaraderie to make neighborhoods safer.

Crime Prevention Through Environmental Design, or CPTED, is a design-based strategy that HPD promotes based on the premise that the proper design and effective use of the built environment can lead to a reduction in crime. This is implemented through the addition of street lighting, the placement of windows and fences to promote visibility, and clear signage. HPD also coordinates the Citizen Patrol program, which promotes a more locally-based approach to crime prevention and promotes a safer Fifth Ward while also respecting the privacy and rights of its residents.

The City of Houston has also been a part of efforts to reduce crime and to increase public safety. The City’s Keep Houston Beautiful program has helped provide volunteer community groups with equipment and funding to maintain neighborhoods, discourage illegal dumping, and ensure public safety.

The TIRZ Project plan identifies gateway, streetscape, and lighting improvements as proposed improvements that will increase public safety. The latest 2017-2021 Capital Improvement Plan allocates $106,000 to such improvements on an annual basis. Through the restoration of the St. Elizabeth Hospital building and the streetscape improvements (lighting, sidewalks, and greenery) that will accompany it, along with the further reduction of other vacant properties in the area through acquisition by the Fifth Ward CRC, the Fifth Ward will see a reduction in crime.

**Blight**

Instances of blight near St. Elizabeth are rapidly improving as formerly boarded up homes are being renovated and rehabilitated. Only one minor instance of blight can be found within 1,000 feet of the proposed development at 4419 Hershe Street. This is gradually being mitigated by redevelopment that is already underway next door, and up and down Hershe Street.

Apart from their proposed adaptive reuse and rehabilitation of the St. Elizabeth Hospital building, the Fifth Ward CRC is actively working to repair homes, to build housing, and to acquire abandoned properties to add to the neighborhood’s affordable housing stock. Fifth Ward CRC has been responsible for over 1,000 home repairs and for the construction of over 600 new housing units since its founding in 1989. The organization also led the redevelopment of the DeLuxe Theater, in conjunction with the City of Houston and Texas Southern University, and has also assembled land for the Houston Housing Authority and Legacy Community Health. These projects have not only helped combat blight, but they’ve also been an effective catalyst for community development and improved housing stock for residents in the Fifth Ward.

**Educational Quality**

With the exception of the high school, all schools in the St. Elizabeth Place Attendance zone received a Met Standard rating.

**Atherton Elementary**

Atherton Elementary School is located four blocks away from St. Elizabeth Place. It has consistently received a "Met Standard" rating and has accumulated 8 Distinction Designations over the past three years.
Fleming Middle School
Fleming Middle School, which also consistently receives a “Met Standard” rating and has received 7 Distinction Designations over the past three years.

Wheatley High School
Phillis Wheatley High School is the zoned high school for St. Elizabeth Place. Wheatley has been a part of the Fifth Ward community for the past 90 years and serves one of the City of Houston’s most diverse student populations (51% African American, 49% Hispanic, 0.2% White, and 0.2% Asian). As is mentioned in the campus’ School Improvement Plan, Wheatley is “in the process of creating a vision of success” for its students and is a recipient of the TTIPS (Texas Title I Priority Schools) grant.

Over the past three years, the high school has received an “Improvement Required” rating from the Texas Education Agency (TEA) but has seen steadily rising scores on the Student Achievement and “Closing Performance Gaps” indices. Houston Independent School District (HISD) and the campus regularly collaborate on a School Improvement Plan for Wheatley High School to ensure that progress and improvement efforts are closely monitored. This plan identifies 3 key Goal Areas: (1) Increasing Student Achievement, (2) Improving Safety, Public Support, and Confidence, and (3) Developing Special Population Goals and Strategies. The Special Population Goal Area will support students in the Gifted & Talented Program, the Special Education Program, students who are economically disadvantaged, English-language learners, and those in the Dyslexia Program.

<table>
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<tr>
<th>TEA Performance Index</th>
<th>2015</th>
<th>2016</th>
<th>2017</th>
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</thead>
<tbody>
<tr>
<td>Student Achievement (Target Score is 60)</td>
<td>46</td>
<td>50</td>
<td>52</td>
</tr>
<tr>
<td>Closing Performance Gaps (Target Score is 30)</td>
<td>26</td>
<td>28</td>
<td>30</td>
</tr>
</tbody>
</table>

Instrumental to the high school’s progress is HISD’s selection of Joseph Williams as Wheatley’s new principal. Williams has been an educator and administrator for the past 22 years and began his tenure at Wheatley on January 30, 2018. Williams has a proven track record at various HISD and Aldine Independent School District institutions, most recently at Key Middle school, where he guided the school to a Met Standard rating after years of an Improvement Required status. In addition to improving the middle school’s TEA ratings, he also piloted a holistic support program for students and their families called ProUnitas Wraparound Services Program. Mr. Williams’ presence and leadership has Wheatley High School poised to improve in the near future.

The school has access to valuable collaborative partners including but not limited to teacher development specialists, staff representatives elected by faculty, a school support officer, teachers and administrators at its partner school, Westside High School, Communities in Schools Houston, campus non-instructional staff, parents, local business owners, and community members.

Other Factors

The historical significance and preservation of St. Elizabeth Hospital play a major role in the revitalization of the Fifth Ward. The St. Elizabeth Hospital is a Neo-Gothic and Art Deco style building designed by Maurice J. Sullivan, AIA, which opened in 1947 as a Catholic-operated segregated hospital for African Americans in Fifth Ward. At a time when Jim Crow laws hindered blacks’ access to medical care, only 175 hospital beds were readily available for blacks in Houston, which resulted in a disparaging ratio of approximately one bed for every 600 persons of color. Recognizing how desperately underserved Houston’s black population was, the pastor of Our
Mother of Mercy with a group of black Catholic laymen and doctors, approached the Bishop of Galveston Christopher E. Byrne in 1943 to ask for his assistance in providing better healthcare to African Americans in Houston. After a successful building campaign that raised approximately $450,000, Saint Elizabeth Negro Hospital opened its doors in June 1947. St. Elizabeth Hospital received designation as a historic landmark on October 16, 2016.

In addition to its contributions to revitalization efforts, St. Elizabeth Place and its surrounding neighborhood address many of the City of Houston’s priorities for Housing and Community Development. The area and the development are within Houston’s city limits, 4 miles of City Hall, and just 1.25 miles from 2nd Ward’s Complete Communities Border. The location of the proposed development is also transit-oriented. Future residents will be within a quarter mile of 18 public transit stops and three bus routes (the 11, 29, and 48). Within half a mile of the site, residents have access to more than twice as many transit stops, 6 bus routes, and the Fifth Ward Transit Center. Ample public transportation options combined with the development of St. Elizabeth Place will jumpstart the revival of the Lyons Avenue corridor, to benefit Fifth Ward residents and the local economy.

Thank you for reviewing this report and for your consideration. Please let me know should you have any questions or concerns at sarah@sturcturetexas.com or at (512) 698-3369.

Sincerely,

Sarah Andre
Consultant to the Project
sarah@structuretexas.com
(512) 698-3369
poverty
Introduction to the Area: Location and TIRZ Map

Fifth Ward TIRZ
St Elizabeth Place
4514 Lyons Avenue
Houston, TX 77020

St Elizabeth Place
Fifth Ward TIRZ
CITY OF HOUSTON, TEXAS, ORDINANCE NO. 1999- 7660

AN ORDINANCE DESIGNATING A CONTIGUOUS GEOGRAPHIC AREA WITHIN THE CITY OF HOUSTON (FIFTH WARD AREA) AS A REINVESTMENT ZONE FOR TAX INCREMENT FINANCING PURPOSES PURSUANT TO CHAPTER 311 OF THE TEXAS TAX CODE; CREATING A BOARD OF DIRECTORS FOR SUCH ZONE; CONTAINING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EMERGENCY.

* * * * * *

WHEREAS, pursuant to Chapter 311 of the Texas Tax Code, the City may designate a contiguous geographic area within the City as a reinvestment zone if the area satisfies the requirements of certain sections of Chapter 311 of the Texas Tax Code; and

WHEREAS, the City has prepared a preliminary reinvestment zone financing plan for the creation of a proposed reinvestment zone within a contiguous area of the City known as the Fifth Ward area (the "proposed zone"), which provides that City of Houston ad valorem taxes are to be deposited into the tax increment fund, and that taxes of other taxing units may be utilized in the financing of the proposed zone; and

WHEREAS, the City, prior to May 31, 1999, provided written notice of the City's intention to create the proposed zone, complying with the requirements of Chapter 311, Texas Tax Code, to the governing bodies of all other taxing units levying taxes on property within the proposed zone; and

WHEREAS, a notice of the June 22, 1999, public hearing on the creation of the proposed zone was published on June 15, 1999, in the Houston Chronicle, a newspaper of general circulation in the City; and
WHEREAS, Harris County, pursuant to Section 311.003, Texas Tax Code, has waived the Tax Code requirement that it receive notice of the City's intention to create the zone sixty (60) days before the public hearing on the creation of the proposed zone; and

WHEREAS, the Houston Independent School District, pursuant to Section 311.003, Texas Tax Code, has waived the requirement that it receive notice of the City's intention to create the proposed zone sixty (60) days before public hearing on the creation of the proposed zone; and

WHEREAS, at the public hearing on June 22, 1999, interested persons were allowed to speak for or against the creation of the proposed zone, its boundaries, or the concept of tax increment financing, and owners of property in the proposed zone were given a reasonable opportunity to protest the inclusion of their property in the proposed zone; and

WHEREAS, evidence was received and presented at the public hearing in favor of the creation of the proposed zone under the provisions of Chapter 311, Texas Tax Code, and no person appeared or presented evidence against the creation of the proposed zone, its boundaries or the concept of tax increment financing; and

WHEREAS, no owner of real property in the proposed zone protested the inclusion of his property in the proposed zone; and

WHEREAS, the City has provided all information and made all presentations, given all notices and done all other things required by Chapter 311, Texas Tax Code, or other
law as a condition to the creation of the proposed zone; and

WHEREAS, the total appraised value of property in the proposed zone and all other reinvestment zones previously created by the City is approximately $3,578,291,987; and

WHEREAS, the total appraised value of taxable real property in the City and in the industrial districts created by the City is approximately $59,653,340,000; and

WHEREAS, the total appraised value of real property taxable by Harris County, in which the proposed zone is located, is approximately $102,486,793,000; and

WHEREAS, the total appraised value of real property taxable by the Houston Independent School District, within those boundaries the proposed zone is located, is approximately $37,033,231,000; and

WHEREAS, the total area within the proposed zone is approximately 241 acres, excluding property that is publicly owned; and

WHEREAS, approximately 18.5 acres of the property in the proposed zone is currently used for residential purposes, as that term is defined in Section 311.006(d) of the Texas Tax Code; NOW, THEREFORE,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. Findings

(a) That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are adopted as part of this Ordinance for all purposes.
(b) That the City Council further finds and declares that the proposed improvements in the zone will significantly enhance the value of all the taxable real property in the proposed zone and will be of general benefit to the City.

(c) That City Council further finds and declares that the proposed zone meets the criteria and requirements of Section 311.005 of the Texas Tax Code because the proposed zone substantially impairs and arrests the sound growth of the City, retards the provision of housing accommodations, constitutes an economic and social liability and is a menace to the public health, safety, morals, or welfare in its present condition and use because of the presence of:

a. a substantial number of substandard, slum, deteriorated, or deteriorating structures;

b. the predominance of defective or inadequate sidewalk or street layout;

c. faulty lot layout in relation to size, adequacy, accessibility or usefulness;

d. unsanitary or unsafe conditions;

e. the deterioration of site or other improvements;

f. defective of unusual conditions of title; and

g. conditions that endanger life or property by fire or other cause.

(d) That the City Council, pursuant to the requirements of Chapter 311, Texas Tax Code, further finds and declares:
(1) That the proposed zone is a contiguous geographic area located wholly within the corporate limits of the City of Houston;

(2) That less than ten percent of the property in the proposed zone is used for residential purposes within the meaning of Section 311.006(d), Texas Tax Code.

(3) That the total appraised value of taxable real property in the proposed zone, and in existing reinvestment zones of the City, does not exceed fifteen percent of the total appraised value of taxable real property in the City and in industrial districts created by the City;

(4) That the proposed zone does not contain more than fifteen percent of the total appraised value of real property taxable by Harris County or the Houston Independent School District;

(5) That development or redevelopment of the property within the boundaries of the proposed zone will not occur solely through private investment in the reasonably foreseeable future.

(e) That the description of the area included in the Zone which was the subject of the notice and hearing on the proposed creation of the Zone is substantially the same, with some slight modification for more accurate description that did not increase the area included in the Zone, as the boundaries described in Exhibit "B" attached hereto.
Section 2. Exception to Guidelines

That the City hereby excepts the proposed zone from compliance with any City reinvestment zone guidelines established by the City pursuant to Resolution No. 90-203 that are applicable to the proposed zone and that the zone does not satisfy. Section 1 of Resolution No. 90-203 specifically authorizes the City Council to grant exceptions on a zone-by-zone basis.

Section 3. Designation of the Zone

That the City, acting under the provisions of Chapter 311, Texas Tax Code (the "Act"), including Section 311.005(a), does hereby designate as a reinvestment zone, and create and designate a reinvestment zone over, the area depicted on the map attached hereto as Exhibit “A” and described in Exhibit “B” attached hereto and incorporated herein to promote the development of the area. The reinvestment zone shall hereafter be named for identification as Reinvestment Zone Number \textit{Eighteen}, City of Houston, Texas, (the “Zone”).

Section 4. Board of Directors

That there is hereby created a Board of Directors for the Zone, which shall consist of seven (7) members. Positions One through Five on the Board of Directors shall be reserved for the City. Positions Six and Seven shall be reserved for other taxing units levying taxes within the Zone, each of whom may appoint one director. Any taxing unit that

\footnote{Sequential number of Reinvestment Zone to be inserted by City Secretary upon effective date of ordinance in accordance with Chapter 311, Texas Tax Code.}
appoints a director shall be assigned a Board position number in the order the appointment is received by the City. Failure of a taxing unit to appoint a director by January 1, 2000, shall be deemed a waiver of the right to appoint a director, and the City shall be entitled to appoint persons to the position, which shall be filled as provided below.

If more than two taxing units levying taxes within the Zone appoint a director, the number of directors on the Board of Directors shall be increased by one for each taxing unit above two that appoints a director to the board, provided, if more than four taxing units levying taxes within the Zone appoint a director, the number of directors on the Board of Directors shall be increased by two for each taxing unit above four that appoints a director to the board, provided, further, that the maximum number of directors shall not exceed fifteen (15). The City shall be entitled to appoint a person to one position of each of the two positions created as a result of more than four taxing units appointing directors, which position shall be filled as provided below.

The Mayor is hereby authorized to nominate and appoint the directors to Positions One through Five of the Board of Directors, any position unfilled on January 1, 2000, and any City position created by the appointment of a director by more than two taxing units levying taxes within the Zone, subject to the consent and approval of the City Council.

The following persons are hereby appointed as initial directors to the Board of Directors of the Zone in the position specified below:

<table>
<thead>
<tr>
<th>Position</th>
<th>Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Richard Farias</td>
</tr>
</tbody>
</table>
The directors appointed to odd-numbered positions shall be appointed for a two year term, beginning on the effective date of this Ordinance, while the directors appointed to even-numbered positions shall be appointed to a one year term, beginning on the effective date of this Ordinance. All subsequent appointments shall be for two-year terms. The member of the Board of Directors appointed to Position One is hereby designated to serve as the chair of the Board of Directors for a term beginning on the effective date of this Ordinance, and ending December 31, 1999. Thereafter, the Mayor shall annually nominate and appoint, subject to City Council approval, the member to serve as chair for a term of one year beginning January 1 of the following year. The City Council authorizes the Board of Directors to elect from its members a vice chairman and such other officers as the Board of Directors sees fit.

The Board of Directors shall make recommendations to the City Council concerning the administration of the Zone. The Board of Directors shall prepare or cause to be prepared and adopt a project plan and a reinvestment zone financing plan for the Zone as described in Section 311.011, Texas Tax Code, and shall submit such plans to the City Council for its approval. The City, pursuant to Section 311.010(a) of the Texas Tax Code hereby authorizes the Board of Directors to exercise all of the City's powers necessary to
administer, manage or operate the Zone and to prepare the project plan and reinvestment zone financing plan, including the power to employ consultants, legal counsel and financial advisors, or enter into any reimbursement agreements with consultants, legal counsel and financial advisors payable solely from the Tax Increment Fund established pursuant to Section 7 of this Ordinance, subject to the approval of the Director of the Planning and Development Department, that may be reasonably necessary or convenient to assist the Board of Directors in the administration, management or operation of the Zone and the preparation of the project plan and reinvestment zone financing plan. Notwithstanding the foregoing, the Board of Directors shall not be authorized to issue bonds, impose taxes or fees, exercise the power of eminent domain or give final approval to the project plan and reinvestment zone financing plan. The Board of Directors of the Zone may not exercise any power granted to the City by Section 311.008 of the Texas Tax Code without additional authorization from the City.

Section 5. Duration of the Zone

That the Zone shall take effect immediately upon the passage and approval of this Ordinance, and termination of the operation of the Zone shall occur on December 31, 2029, or at an earlier time designated by subsequent ordinance, or at such time, subsequent to the issuance of tax increment bonds, if any, that all project costs, tax increment bonds, and the interest on the bonds, have been paid in full.
Section 6. **Tax Increment Base**

That the Tax Increment Base of the City or any other taxing unit participating in the Zone is the total appraised value of all real property taxable by the City or other taxing unit participating in the Zone and located in the Zone, determined as of January 1, 1999, the year in which the Zone is designated as a reinvestment zone (the "Tax Increment Base").

Section 7. **Tax Increment Fund**

That there is hereby created and established a Tax Increment Fund for the Zone which may be divided into subaccounts as authorized by subsequent ordinances. All Tax Increments, as defined below, shall be deposited in the Tax Increment Fund. The Tax Increment Fund and any subaccount shall be maintained at the depository bank of the City and shall be secured in the manner prescribed by law for funds of Texas cities. The annual Tax Increment shall equal the property taxes levied and collected by the City or any other taxing unit participating in the Zone for that year on the captured appraised value, as defined by the Act, of real property located in the Zone that is taxable by the City or any other taxing unit participating in the Zone, less any amounts that are to be allocated from the Tax Increment pursuant to the Act. All revenues from the sale of any tax increment bonds, notes, or other obligations hereafter issued by the City for the benefit of the Zone, if any; revenues from the sale of property acquired as part of the project plan and reinvestment zone financing plan, if any; and other revenues to be used in the Zone shall be deposited into the Tax Increment Fund. Prior to termination of the Zone, money shall be disbursed from the Tax Increment Fund only to pay project costs, as defined by the
Texas Tax Code, for the Zone, to satisfy the claims of holders of tax increments bonds or notes issued for the Zone, or to pay obligations incurred pursuant to agreements entered into to implement the project plan and reinvestment zone financing plan and achieve their purposes pursuant to Section 311.010(b) of the Texas Tax Code.

Section 8. **Severability**

If any provision, section, subsection, sentence, clause or phrase of this Ordinance, or the application of same to any person to set circumstances, is for any reason held to be unconstitutional, void or invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or set of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or regulations connected herein shall become operative or fail by reason of any unconstitutionality, voidness or invalidity of any portion hereof, and all provisions of this Ordinance are declared severable for that purpose.

Section 9. **Open Meetings**

It is hereby found, determined and declared that a sufficient written notice of the date, hour, place and subject of the meeting of the City Council at which this Ordinance was adopted was posted at a place convenient and readily accessible at all times to the general public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Texas Government Code, ch. 551, and that this meeting has been open to the public as required by law at all times during which this Ordinance and the subject matter hereof have been discussed, considered and
formally acted upon. The City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

Section 10. Emergency

There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days of its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND APPROVED this 21st day of July, 1999.

Mayor of the City of Houston

(Prepared by Legal Dept. DEBORAH F. NELSON
(DFM/dfm July 13, 1999 Senior Assistant City Attorney)
(Requested by Robert Litke, Director, Planning and Development Department)
L.D. No. 61-96061-02

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**Fiscal Year 2018 Budget Profile**

**Fund Summary**
- **Fund Name:** Fifth Ward Redevelopment Authority
- **TIRZ:** 18
- **Fund Number:** 7566/50

<table>
<thead>
<tr>
<th>Zone Purpose:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tax Increment Reinvestment Zone Number Eighteen, City of Houston, Texas was created to facilitate the revitalization of the historic Fifth Ward from a blighted and deteriorated neighborhood into a viable residential community with supporting commercial and retail development. Proposed improvements would address inadequate or deteriorated streets, utilities and sidewalks, parks and affordable housing.</td>
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### Project Plan

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<tr>
<th>Capital Projects:</th>
<th>Total Plan</th>
<th>Cumulative Expenses (to 6/30/16)</th>
<th>Variance</th>
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<td>$53,543,215</td>
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| Affordable Housing | $7,395,543 | 450,766 | 6,944,777 |
| School & Education/Cultural Facilities | $610,199 | 812,549 | (202,350) |
| Financing Costs | $1,000,000 | - | 1,000,000 |
| Administration Costs/Professional Services | $8,690,075 | 1,289,022 | 7,401,053 |
| Total Other Cost | $17,685,817 | 2,532,337 | 15,153,480 |
| Total Project Plan | $72,245,679 | $3,539,984 | $68,706,695 |

### Additional Financial Data

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</tr>
<tr>
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<td>$ -</td>
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### TIRZ Budget Line Items

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**Notes:**


## 2018 - 2022 CAPITAL IMPROVEMENT PLAN
### TIRZ NO.18 - FIFTH WARD REDEVELOPMENT AUTHORITY

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* NOTE:
** NOTE:
*** NOTE:
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<th>Through 2016</th>
<th>Projected 2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
<th>2022</th>
<th>FY18 - FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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<td><strong>685,000</strong></td>
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<td><strong>2,013,600</strong></td>
<td><strong>2,954,687</strong></td>
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</table>
**Project:** Land Acquisition

**Description:** Conversion of vacant and deteriorating properties to support development outlined in the project plan.

**Justification:** Lack of adequate Affordable Housing stock constrains the ability to develop and redevelop the neighborhood. Without assistance, the community will continue to fall behind other areas of the City. Land acquisition to address the lack of retail and grocers.

<table>
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<tr>
<th>Operating and Maintenance Costs: ($ Thousands)</th>
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<td>Supplies</td>
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<td>Svcs. &amp; Chgs.</td>
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<td>Capital Outlay</td>
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**Fiscal Year Planned Expenses**

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<th>Project Allocation</th>
<th>Projected Expenses thru 6/30/16</th>
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<th>2017 Estimate</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
<th>2022</th>
<th>FY18- FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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**Source of Funds**

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**NOTE:**

Page 8 of 13
### Project: Deluxe Theater

**Description:** Project provides for the renovation of the Deluxe Theater in the Fifth Ward neighborhood area.

**Justification:** The renovation of this building will create a community space integral to the development of the Fifth Ward Art District and revitalization of Lyons Avenue.

### Operating and Maintenance Costs: ($ Thousands)

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<th>2022</th>
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<td>Svs. &amp; Chgs.</td>
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<td>Capital Outlay</td>
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### Fiscal Year Planned Expenses

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**Source of Funds**

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*NOTE:*
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**Description:**
Fifth Ward Jam, Legacy Park, Jensen and Lyons are a public pocket parks, recreational and performance venues that offer green space and allows for the assembly of family and residents in creating a place to live, work and play in the community. The site requires improvements related to safety, utilities, and beautification.

**Justification:**
The parks are located within the Lyons Avenue corridor, the major artery of the Fifth Ward. Planned use for the corridor include a mix of residential, commercial and public facilities. The parks will enhance area youth activities and improve pedestrian accessibility.

<table>
<thead>
<tr>
<th>Operating and Maintenance Costs: ($ Thousands)</th>
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</thead>
<tbody>
<tr>
<td>2018</td>
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<td>Personnel</td>
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<td>Supplies</td>
</tr>
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</tr>
<tr>
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<td>FTEs</td>
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**Fiscal Year Planned Expenses**

<table>
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<tr>
<th>Phase</th>
<th>Project Allocation</th>
<th>Projected Expenses thru 5/30/16</th>
<th>2017 Budget</th>
<th>2017 Estimate</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
<th>2022</th>
<th>FY18- FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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**Source of Funds**

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<tr>
<td>Total Funds</td>
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<td>$ 60,000</td>
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</table>
### Project: Lyons Avenue Streetscape

**Description:** Lyons Avenue streetscape will support new street signs and way making signage to highlight destinations in the community and a banner district.

**Justification:** Streetscape is important in place making and helping to establish an identify for the area and a major component in the Lyons Ave. Renaissance that includes 22 blocks along the Lyons Avenue corridor.

### Operating and Maintenance Costs: ($ Thousands)

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<tr>
<th>Year</th>
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<tr>
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### Fiscal Year Planned Expenses

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### Source of Funds

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*NOTE:*

Page 9 of 13
## Environmental Remediation

**Description:** Environmental Remediation deals with the removal of contaminants, or pollution from environmental media such as soil, groundwater, sediment, surface water or other hazardous waste.

**Justification:** Fifth Ward, and the Lyons Corridor in particular, has historically been home to a number of businesses that presented environmental hazards. The presence of such hazardous material impedes the potential to attract new development in the area.

### Operating and Maintenance Costs: ($ Thousands)

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### Fiscal Year Planned Expenses

<table>
<thead>
<tr>
<th>Project Allocation</th>
<th>Projected Expenses thru 6/30/16</th>
<th>2017 Budget</th>
<th>2017 Estimate</th>
<th>2018</th>
<th>2019</th>
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<th>2021</th>
<th>2022</th>
<th>FY18- FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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</thead>
<tbody>
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### Total Allocations

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### Total Funds

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<td>$ 250,000</td>
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</tbody>
</table>

*NOTE:*
### Project: Historic Preservation

**Description:** The goal is to support development and revitalization that preserves the character and history of the Fifth Ward neighborhood including the buildings and landscape in and around the community.

**Justification:** Historic Preservation is a strategy to thwart off the fear of gentrification in a rapidly redeveloping area. Fifth Ward is one of Houston’s oldest wards and contains several landmarks that contribute greatly to the growth and success of the city and community.

<table>
<thead>
<tr>
<th>Operating and Maintenance Costs: ($ Thousands)</th>
</tr>
</thead>
<tbody>
<tr>
<td>2018</td>
</tr>
<tr>
<td>Personnel</td>
</tr>
<tr>
<td>Supplies</td>
</tr>
<tr>
<td>Svcs. &amp; Chgs.</td>
</tr>
<tr>
<td>Capital Outlay</td>
</tr>
<tr>
<td>Total</td>
</tr>
<tr>
<td>FTEs</td>
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### Fiscal Year Planned Expenses

<table>
<thead>
<tr>
<th>Project Allocation</th>
<th>Projected Expenses thru 6/30/16</th>
<th>2017 Budget</th>
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<th>2018</th>
<th>2019</th>
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<tr>
<td>Phase</td>
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**Project:** Sidewalks & Mobility  

**City Council District:**  
**Key Map:**  
**Location:** B, H  
**Geo. Ref.:**  
**Served:** B, H  
**Neighborhood:**  
**WBS.:** T-1807  

**Description:** Improved walkability supports safer healthier communities and improves access to critical opportunities such as jobs, open space, transit and education.

**Justification:** Fifth Ward TIRZ has a number of recommendations in the bike and pedestrian study completed with H-GAC that will enhance safety and walkability throughout the community.

### Operating and Maintenance Costs ($ Thousands)

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### Fiscal Year Planned Expenses

**Project Allocation**

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<th>Phase</th>
<th>Projected Expenses thru 6/30/16</th>
<th>2017 Budget</th>
<th>2017 Estimate</th>
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# Project: **Arts and Culture**

**City Council District:** B, H  
**Key Map:**  
**WBS:** T-1808  
**Location:** B, H  
**Geo. Ref.:**  
**Served:** B, H  
**Neighborhood:**

### Description:
Arts and culture is used as both an economic development strategy and a community beautification strategy. Arts and culture will be incorporated into both the development of new and existing landmarks for public enjoyment.

### Justification:
Current plans to support arts and culture include the establishment of Lyons Avenue as a cultural arts district. This would create a sense of destination for the residents and visitors alike and boost economic development in the Fifth Ward.

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<th>Operating and Maintenance Costs: ($ Thousands)</th>
<th>2018</th>
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Introduction to the Area: Land Use in the Fifth Ward Super Neighborhood

Greater Fifth Ward: Land Use

- Freeway
- Rail Road
- Super Neighborhood Boundary
- Single-family Residential
- Multi-family Residential
- Commercial
- Office
- Industrial
- Public and Institutional
- Transportation and Utilities
- Parks and Open Space
- Undeveloped
- Agricultural Production
- Open Water
- Unknown

Source: City of Houston GIS Database, Harris County Appraisal District
Date: November 15, 2017

This map is made available for reference purposes only and should not be substituted for a survey product. The City of Houston will not accept liability of any kind in conjunction with its use.
Introduction to the Area: Public Facilities in the Fifth Ward
February 3, 2017

Ms. Kathy Payton  
Fifth Ward Community Redevelopment/4514 Lyons LLC  
4300 Lyons Avenue, Suite 300  
Houston, Texas 77020

Re: Landmark Application for the Saint Elizabeth Hospital at 4514 Lyons Street

Dear Ms. Payton:

Congratulations! Your building, located at 4514 Lyons Street, has been designated by City Council as a Historic Landmark of the City of Houston.

This official designation recognizes your building as an integral element of our city’s architectural and cultural heritage. As the steward of a City of Houston Landmark, you have committed yourself to its future preservation for the benefit of not only yourself, but all Houstonians. I want to personally thank you for your efforts to preserve a vital part of Houston’s heritage and for the motivation you give to others to join you in this worthwhile effort. The preservation of Houston’s historic buildings reinforces our collective efforts to enhance the economic, social, educational, and environmental quality of community life. Enclosed is a certificate signed by Maverick Welsh, Chair of the Houston Archaeological and Historical Commission, to honor the landmark designation of your building.

As a City of Houston Landmark, you may be eligible for a tax exemption, Energy Code compliance exemption, and a 50% discount on building permit fees. These benefits have been provided to you by City Council as an incentive for the preservation and maintenance of your historic building. Enclosed is a brochure that explains these economic benefits of landmark designation. In addition, a Landmark Plaque for displaying on your structure is available for purchase. If you wish to purchase a plaque, please contact the Historic Preservation Office.

If you have any questions about your designation or purchasing a plaque, please do not hesitate to contact the Historic Preservation Office in the Department of Planning and Development. We can be reached at 832.393.6556 or historicpreservation@houstontx.gov.

Once again, congratulations, and thank you for taking the steps to designate and protect your historic property for future generations of Houstonians.

Sincerely,

Diana DuCroz, AICP  
Historic Preservation Officer  
Planning & Development Department
DESIGNATION OF HOUSTON HISTORIC LANDMARK

IN RECOGNITION OF HISTORIC DESIGNATION FOR

Saint Elizabeth Hospital

4514 Lyons Avenue

WHICH HAS HISTORICAL, CULTURAL, ARCHAEOLOGICAL OR ARCHITECTURAL SIGNIFICANCE.

BY PRESERVING THE CITY’S VALUABLE HISTORIC RESOURCES, RESIDENTS AND VISITORS ALIKE ARE VISIBLY REMINDED OF OUR CULTURE AND HERITAGE, BOOSTING CIVIC PRIDE AND ECONOMIC PROSPERITY.

MAVERICK WELSH, CHAIRPERSON
HOUSTON ARCHAEOLOGICAL AND HISTORICAL COMMISSION

PATRICK WALSH, DIRECTOR
CITY OF HOUSTON PLANNING AND DEVELOPMENT

December 20, 2016

DATE
LANDMARK DESIGNATION REPORT

LANDMARK NAME: Saint Elizabeth Hospital
OWNERS: Fifth Ward Community Redevelopment Corporation
APPLICANT: Kathy Payton, Fifth Ward CRC
LOCATION: 4514 Lyons Avenue – Augusta

AGENDA ITEM: C
HPO FILE NO: 16L318
DATE ACCEPTED: 7/19/2016
HAHC HEARING: 9/22/2016

SITE INFORMATION: Lots 1, 2, 3, 7, 8, 9 & 10, Block 117, Augusta, City of Houston, Harris County, Texas. The site includes a 120,000 square foot hospital complex.

TYPE OF APPROVAL REQUESTED: Landmark Designation

HISTORY AND SIGNIFICANCE SUMMARY

Saint Elizabeth Hospital at 4514 Lyons Avenue is a Neo-Gothic and Art Deco style building designed by Maurice J. Sullivan, AIA, which opened in 1947 as a Catholic-operated segregated hospital for African Americans in Fifth Ward. Many southern states throughout the era of Jim Crow passed legislation that hindered blacks’ access to medical care. In the mid-1940s, only 175 hospital beds were readily available for blacks in Houston, which resulted in a disparaging ratio of approximately one bed for every 600 persons of color. Recognizing how desperately underserved Houston’s black population was, the pastor of Our Mother of Mercy with a group of black Catholic laymen and doctors, approached the Bishop of Galveston Christopher E. Byrne in 1943 to ask for his assistance in providing better healthcare to African Americans in Houston. After a successful building campaign that raised approximately $450,000, Saint Elizabeth Negro Hospital opened its doors in June 1947. In less than forty years, the hospital nearly tripled in size resulting in a 120,000 square foot complex that spans the width and depth of a city block. The hospital complex has changed ownership several times and been extensively renovated throughout the past six decades to adapt for its changing use. The Fifth Ward Community Redevelopment Corporation is currently in the beginning phases of an Adaptive Reuse Preliminary Feasibility Analysis. The group envisions an adaptive mixed-use renovation project which would include commercial, public, and residential uses. Fifth Ward CRC intends to fully engage the community in its preservation and renovation efforts. Saint Elizabeth Hospital meets criteria 1, 4, 6, and 8 for landmark designation.

HISTORY AND SIGNIFICANCE

Fifth Ward

Fifth Ward is roughly bound by Buffalo Bayou (south), Lockwood Drive (east), Liberty Road (north), and Jensen Drive (west). The area was sparsely inhabited prior to the Civil War, and later became known as the Fifth Ward in 1866. Unlike the population of neighboring Fourth Ward, the population of Fifth Ward post-Civil War was balanced between blacks and whites. In 1870, the black population numbered 578 while the white population numbered 561. By 1876, two schools were established for the respective races. The 1880s were a time of economic prosperity for the ward with much activity surrounding the construction of repair shops for the South Pacific Railroad. In 1891, the community was devastated by a fire at the Phoenix Lumber Mill, and again by another fire in 1912 that burned 119 houses, 116 box cars, 9 oil tanks, 13 plants, St. Patrick’s Catholic Church, and a school.
By 1900, the ward’s population was predominantly black. Fifth Ward had evolved into a working-class black neighborhood with jobs within walking distance, usually with Southern Pacific Railroad or the Houston Ship Channel. Black women often commuted across town to work as domestic servants for wealthy Houstonians. In 1927, Phyllis Wheatley High School opened with 2,600 students in attendance and 60 teachers, making the high school one of the largest black high schools in America. In the 1930s, black businesses continued to flourish with the openings of printing plants, photography studios, and Club Matinee (later renamed the Cotton Club of the South). Black owned business were prominent on Lyons Avenue and included a pharmacy, a dentist’s office, an undertaking parlor, a theater, and several barbershops. By 1940, African Americans owned approximately forty businesses on Lyons Avenue.

Integration laws of the 1960s coupled with suburban flight led to the economic decline of Fifth Ward in the 1970s and 1980s. The ward developed a reputation for crime, with Texas Monthly deeming it “Texas’ toughest, proudest, baddest ghetto.” In 1989, Fifth Ward Community Redevelopment Corporation began working to revitalize the neighborhood through new home construction, focus on job training, access to technology, and access to the arts. The revitalization of the area continued throughout the 1990s and early 2000s and by 2008, the neighborhood had an estimated population of 22,000. Revitalization efforts continue today, including installation of public art and monuments, the construction of more than 300 new homes, two multi-family complexes, two commercial developments, and two commercial renovations to date.

*Segregated Healthcare*

Race-based segregation limited African Americans’ access to healthcare, and decreased their quality of life and life expectancy for decades. Many southern states throughout the era of Jim Crow passed legislation that hindered blacks’ access to medical care. For example, a law passed by the Alabama legislature in 1915 stated: “No person or corporation shall require any white female nurse to nurse in wards or rooms in hospitals, either public or private, in which Negro men are placed.” Georgia passed a similar law in 1935 stating: “The Board of Control shall see that proper and distinct apartments are arranged for said patients, so that in no case shall Negroes and White persons be together.” Comparable laws in Mississippi mandated that medical treatment would be made available to African Americans only after all white patients were treated. Segregation laws compounded with lack of opportunity for African Americans in medical professions meant the population as a whole suffered. In 1949, there was only one black physician for every 3,681 blacks in the United States. Additionally, the majority of the African American population in the South lived in poor, rural areas that had limited access to black-only medical facilities and transportation.

Discrimination was also prominent in medical societies. Prior to 1942, the Red Cross did not accept blood donations from African Americans. The policy was amended in 1942 stating the Red Cross would accept African American blood, but only if it remained segregated from white blood. The American Medical Association (AMA) was known for member discrimination that went widely unchallenged throughout the 1940s and 1950s. It was not until 1968 that the AMA officially adopted a policy that banned racial discrimination in membership of national and state medical societies. The National Medical Association, a black medical organization, worked toward promoting admission of black doctors into the workforce and medical societies, as well as supporting national health insurance integration. The group strove to fully integrate southern facilities and require equal treatment under health policies.
Updates to existing hospitals and new hospitals were built for African Americans during what Justice Thurgood Marshall called “deluxe Jim Crow,” a time when states tried to implement truly equal public facilities while still keeping races separate. Advocacy groups began to push for desegregation of healthcare facilities in general throughout the 1950s. Prior to this time, the groups were more concerned about equal treatment and funding for their own facilities. Widespread desegregation in healthcare facilities persisted until the mid-1960s until Simkins v. Moses H. Cone Memorial Hospital in 1963, a federal case which held that “separate but equal” racial segregation in publicly funded hospitals was a violation of equal protection under the Constitution, and the Civil Rights Act of 1964.

Saint Elizabeth Negro Hospital

By the mid-1940s, only 175 hospital beds were readily available for blacks in Houston, which resulted in a ratio of approximately one bed for every 600 persons of color. Recognizing how desperately underserved Houston’s black population was, the pastor of Our Mother of Mercy with a group of black Catholic laymen and doctors, approached the Bishop of Galveston Christopher E. Byrne (1867-1950) in 1943 to ask for his assistance in providing better healthcare to African Americans in Houston. In November 1943, Father John Roach, the Director of Catholic Charities of the Galveston Diocese, wrote to the Superior of the Missionary Sisters of the Immaculate Conception to inform her that Bishop Byrne had given his approval and also donated the first $1,000 for a clinic. The Bishop chose the name Saint Elizabeth.

The Missionary Sisters eventually purchased a site on Lyons Street and the Sisters of Charity of the Incarnate Word donated some adjacent property. The idea for the clinic became so widely popular in the community that the idea blossomed into a fundraising campaign for a hospital. Altogether, the campaign raised over $450,000 (including a $26,000 contribution from Houston oilman and philanthropist, George W. Strake, Sr.) allowing for the construction of a sixty-bed, twenty-bassinet, three-story facility named Saint Elizabeth Hospital for Negroes. A groundbreaking ceremony was held for the hospital in June 1945, and the Missionary Sisters arrived in Houston in August 1945. Saint Elizabeth was dedicated on May 18, 1947, with Mayor Oscar Holcombe present, after the original dedication ceremony set for April 20, 1947 was postponed due to the April 16 Texas City Disaster. In June 1947, the hospital formally opened its doors.

Saint Elizabeth acted as a catalyst for change in its self-integration of black and white nurses, nuns, and physicians. However, a mere decade after it opened, the hospital suffered from overcrowding, running at 110% of it official capacity. Patients were crammed into doctor’s lounges, delivery rooms, and corridors. Federal, state, and private funds eventually allowed for the 1958 addition of a west wing and a fourth story to the main building. In 1960, a second building campaign added the east wing. In 1964-1965, a third building campaign added the east wing which included housing for the sisters. In August 1981, the Sisters of Charity took over ownership and operation of the hospital.

In 1989, Saint Elizabeth closed, but was purchased by a group of doctors for $2.3 million and renamed the Charles R. Drew Medical Center in honor of Charles R. Drew, a black physician who was a pioneer in the development of blood transfusions and the use of blood plasma. Throughout the 1980s and 1990s the hospital transitioned to a recovery campus, substance abuse treatment facility, detoxification center, and half-way house operated under the University of Texas Health and Science Center of Houston. The Riverside General Hospital System later purchased the complex in 1996 and renamed it the Barbara Jordan Healthcare Facility. In late 2014, the facility formally shut its doors due to major maintenance
and facility deficiencies, as well as fiscal and legal troubles with Riverside General. The Fifth Ward
Community Redevelopment Corporation purchased the property in early 2016.

Maurice J. Sullivan, AIA

Maurice Joseph Sullivan was born in Grand Rapids, Michigan on June 21, 1884. He attended Detroit
College (1901-1903) and the University of Michigan (1904-1906) where he trained as a civil engineer.
He moved to Texas to work as an engineer for a Fort Worth architecture firm Waller, Shaw and Field.
He also worked for Waco architects Scott and Pearson. Sullivan moved to Houston in 1912. From 1912-
1919, Sullivan was the city architect for the City of Houston. In 1919, he established his independent
practice. Sullivan specialized in the design of churches, schools, convents, and hospitals for Catholic
religious orders and institutions of the Diocese of Galveston. Sullivan designed buildings with an
eclectic style, and most frequently designed building in the Lombard Romanesque, Mediterranean, and
Neo-Gothic styles. Among his most notable buildings are:

- Eastwood Elementary School (1916)
- Sacred Heart Dominican Convent (1927 – demolished)
- St. Anne’s Church and School (1929-1940)
- Houston Negro Hospital School of Nursing (1931)
- Holy Rosary Church (1933)
- St. Thomas High School (1940)
- St. Elizabeth Negro Hospital (1947)
- St. Mary’s Seminary (1954)

Sullivan joined the American Institute of Architects in 1921, and was elected to the fellowship in 1951.
He served as the President of the South Texas Chapter of the AIA in 1924 and 1933-1934. He served as
AIA Treasurer from 1951-1954. He was the first Texas architect to be elected to national office within
the AIA.

Sullivan’s son, Charles Fitzsimon Sullivan (b. 1919) partnered with him to establish the firm Maurice J.
Sullivan-Charles F. Sullivan in 1946. Saint Elizabeth Negro Hospital was among the first collaborations

ARCHITECTURAL DESCRIPTION AND RESTORATION HISTORY

Saint Elizabeth Hospital is a ca. 1947 Neo-Gothic and Art Deco style building designed by Maurice J.
Sullivan, AIA. In less than forty years, the hospital nearly tripled in size resulting in a 120,000 square
foot complex that spans the width and depth of a city block. The original building was an approximately
44,000 square foot, two-story building with a partial raised sunlight basement and 6/12 casement
windows. Stone steps led to an over-sized entrance featuring a frieze of the hospital’s namesake in white
stone. A stone cross accented the entrance at the roof. The original building façade is covered by
geometric black and white limestone, and now has single-pane fixed windows. A chapel which was
central to the hospital’s main building separated the two wings, and a convent was constructed to the
southeast of the main building, which is now connected by a steel concourse walkway. In 1958, a $1.4
million expansion program added approximately 13,000 square feet with the construction of a west wing
and another story to the main building. In 1960, a second building campaign led to the construction of the 8,000 square foot east wing. In 1964, a 5,000 square foot south wing was added with housing for the sisters, with an additional 20,000 square feet added in 1965. An additional 30,000 square feet was added to the complex for the Charles R. Drew Medical Center. Later additions are clad in brick while the main façade at the front remains a black and white limestone.

The hospital complex has been extensively renovated throughout the past six decades to adapt for its changing use. The Fifth Ward Community Redevelopment Corporation is currently in the beginning phases of an Adaptive Reuse Preliminary Feasibility Analysis. The group envisions an adaptive mixed-use renovation project which would include commercial, public, and residential uses. Residential units would also be economically integrated to further both affordable and market rate housing demands. Much of the building’s original construction will be preserved, with the potential for non-historic additions to be removed or substantially altered. Fifth Ward CRC intends to fully engage the community in its preservation and renovation efforts.

**BIBLIOGRAPHY**


Lisa May, Director, Archives and Records of the Archdiocese of Galveston-Houston, e-mail message to HPO staff. August 31, 2016.

*Harris County Appraisal District Online*. www.hcad.org.

Houston Vertical File: Saint Elizabeth Hospital. Houston Metropolitan Research Center.

Houston Vertical File: Drew Medical Center. Houston Metropolitan Research Center.


The information and sources provided by the applicant for this application have been reviewed, verified, edited and supplemented with additional research and sources by the Historic Preservation Staff, Planning and Development Department, City of Houston.

**APPROVAL CRITERIA FOR LANDMARK DESIGNATION**

**Sec. 33-224. Criteria for designation**

(a) The HAHC, in making recommendations with respect to designation, and the city council, in making a designation, shall consider one or more of the following criteria, as appropriate for the type of designation:
<table>
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<th>S</th>
<th>NA</th>
<th>S - satisfies</th>
<th>D - does not satisfy</th>
<th>NA - not applicable</th>
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</tbody>
</table>

**AND**

(9) If less than 50 years old, or proposed historic district containing a majority of buildings, structures, or objects that are less than 50 years old, whether the building, structure, object, site, or area is of extraordinary importance to the city, state or nation for reasons not based on age (Sec. 33-224(b)).

**STAFF RECOMMENDATION**

Staff recommends that the Houston Archaeological and Historical Commission recommend to City Council the Landmark Designation of Saint Elizabeth Hospital at 4514 Lyons Avenue.

**HAHC RECOMMENDATION**

The HAHC recommends to City Council the Landmark Designation of Saint Elizabeth Hospital at 4514 Lyons Avenue.
EXHIBIT B
HISTORIC PHOTOS
EXHIBIT C
CURRENT PHOTOS
Introduction to the Area: Age of Housing Stock

Supporting documentation on code lists, subject definitions, data accuracy, and statistical testing can be found on the American Community Survey website in the Data and Documentation section.

Sample size and data quality measures (including coverage rates, allocation rates, and response rates) can be found on the American Community Survey website in the Methodology section.

Tell us what you think. Provide feedback to help make American Community Survey data more useful for you.

Although the American Community Survey (ACS) produces population, demographic and housing unit estimates, it is the Census Bureau’s Population Estimates Program that produces and disseminates the official estimates of the population for the nation, states, counties, cities and towns and estimates of housing units for states and counties.

A processing error was found in the Year Structure Built estimates since data year 2008. For more information, please see the errata note #110.

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Data are based on a sample and are subject to sampling variability. The degree of uncertainty for an estimate arising from sampling variability is represented through the use of a margin of error. The value shown here is the 90 percent margin of error. The margin of error can be interpreted roughly as providing a 90 percent probability that the interval defined by the estimate minus the margin of error and the estimate plus the margin of error (the lower and upper confidence bounds) contains the true value. In addition to sampling variability, the ACS estimates are subject to nonsampling error (for a discussion of nonsampling variability, see Accuracy of the Data). The effect of nonsampling error is not represented in these tables.

While the 2011-2015 American Community Survey (ACS) data generally reflect the February 2013 Office of Management and Budget (OMB) definitions of metropolitan and micropolitan statistical areas; in certain instances the names, codes, and boundaries of the principal cities shown in ACS tables may differ from the OMB definitions due to differences in the effective dates of the geographic entities.

Estimates of urban and rural population, housing units, and characteristics reflect boundaries of urban areas defined based on Census 2010 data. As a result, data for urban and rural areas from the ACS do not necessarily reflect the results of ongoing urbanization.

Source: U.S. Census Bureau, 2011-2015 American Community Survey 5-Year Estimates
COMMUNITY & ECONOMIC DEVELOPMENT

Making 5th Ward a better place to live, work and play

Fifth Ward CRC works with partner organizations and the business community for comprehensive neighborhood revitalization that includes quality public services and amenities as well as a healthy local economy.

The 5th Ward has historically been home to many diverse and locally owned small businesses. Today, about 1,600 businesses are located in the Greater 5th Ward. A majority are small businesses and they represent a range of industries from small restaurants to large warehouse and transportation businesses.

Poverty Alleviation: Community Resources for Economic Mobility
THE LYONS AVENUE RENAISSANCE

Today, as an established leader in the community development arena with a proven track record, Fifth Ward CRC and partners are aggressively pursuing activities designed to improve the lives of the residents of 5th Ward. Taking a holistic approach to community development, FWCRC has moved well beyond home building and commercial development. The Lyons Avenue Renaissance is truly an invitation to join a progressive journey to the 5th Ward’s next level, a multi-million dollar development strategy thru 2020. We find great value in the goal to sustain, invite and celebrate the 5th Ward as we approach this rebuilding, charged by honoring community memory while driving forward to include a future that will transform the pejorative view of the district that those in Houston - and well beyond – have held for decades.

It is no secret that 5th Ward has been economically challenged but is also a community with great economic and revitalization potential. The vision for the Lyons Avenue corridor is embodied in numerous physical changes and reinvestments that spread throughout the entire area.

This is a strategic focus on revitalizing Lyons Avenue, 5th Ward’s historic cultural and commercial corridor. Since launching the Renaissance several years ago, the Fifth Ward CRC and partner organizations have built new affordable housing, rehabilitated the historic DeLuxe Theater, developed a new park, installed public art, helped in the development of a new health clinic and high school, and attracted several other investments on Lyons Avenue.

Come celebrate the Renaissance with us at our annual Lyons Avenue Renaissance Festival in the spring!

PROMOTING THE NEIGHBORHOOD

The 5th Ward’s many assets include its rich 150-year history, a legacy of nationally known musicians and civil rights leaders, historic landmarks, its proximity to downtown Houston and the Buffalo Bayou, and welcoming community members.

To build community pride and attract investment, Fifth Ward CRC promotes the best of the 5th Ward through media outreach and cultural events. In 2016, the community voted to select a neighborhood logo, and the Fifth
Ward CRC is developing branded signage and other materials to create a unique sense of place for residents and visitors alike.

DONATE NOW

THE NICKEL CONNECTION

On the second Thursday of each month, join us for the Nickel Connection to network with other businesses and entrepreneurs from 5:30pm to 7:30pm at the DeLuxe Theater, 3303 Lyons Avenue.

Business owners highlight their goods and services and often find new customers. We host guest speakers who are experienced business planning experts. And this is where area businesses get to learn about new opportunities first-hand.

We also take the Nickel Connection on the road! We can set up the networking event at your business if you're in the 5th Ward. Just email us if you're interested!

Email Zarana about the upcoming Nickel Connection at zsanghani@fifthwardcrc.org.

GET IN TOUCH
BUSINESS SKILLS WORKSHOP SERIES

Learn how to design a useful business plan or compete for multiple financing options or market to a changing customer base in order to launch, strengthen or grow your business. Fifth Ward CRC offers these and other workshops throughout the year. The schedule is announced on Facebook or email Zarana at zsanghani@fifthwardcrc.org to learn more.

Get in Touch

SELL IN 5TH WARD:
SHOPS AT THE DELUXE

5th Ward community members are eager to support local entrepreneurs. Fifth Ward CRC helps area small businesses access this market through The Shops at the DeLuxe, a seasonal retail pop-up event where artists, artisans, and other merchants can set up a temporary shop in the gallery space at the historic DeLuxe Theater.

Call 713-674-0175 for the next opportunity to set up your shop in 5th Ward.

Get in Touch

Contact us today and start getting involved.
HOME OWNERSHIP PROMOTION
AND PRESERVATION

Get expert tips in the home buying process in our HUD-certified class on money management, credit improvement, obtaining a mortgage loan, shopping for the home, and protecting your house. Whether you’re still dreaming or scheduled to close – there’s something for everyone!

We also offer FREE consultations with the housing counselor who will conduct a complete financial analysis to help you plan your step by step path to home ownership!

This includes:

- Preparing finances
- Understand finance options
- Identifying down payment assisting opportunities.
- Referrals

Home Buying 101

CLASS SCHEDULE

Get expert tips in the home buying process in our HUD-certified class on money management, credit improvement, obtaining a mortgage loan, shopping for the home, and insuring your house. Whether you’re still dreaming or scheduled to close - there’s something for everyone!

We also offer FREE consultations with the housing adviser who will help you plan your path to home ownership! Spaces are limited, call 713-674-0175 to register today!

Saturday classes are 9a-5p on the following dates:
  
  January 6th
  January 20th
February 3
February 17
March 3rd
April 7th
April 21st
May 5th
May 19th
June 2nd
June 23rd
July 14th
July 28th
August 11th
August 25th
September 8th
September 22nd
October 6th
October 20th
November 3rd
November 17th
December 8th

Online self-guided class is
http://ehomeamerica.org/fifthwardrc

Class Fees
(Includes light breakfast and lunch or dinner, and copy of training manual)
Individual early bird discount: $35
Couples early bird discount: $45
Individual same day: $40
Couples same day: $50
Online: $100
Online: $175 with code FWCRC

FORECLOSURE PREVENTION
We offer FREE counseling services to help you understand your rights and options. We’ll also work with you and your lender to help you keep your home. Contact our housing counselor for assistance in preventing foreclosure!
Email: khasselmeier@fifthwardrc.org for more info.
LYONS VILLAGE TOWN HOMES AND COMMERCIAL DEVELOPMENT

Situated on 2.4 acres, Lyons Village is a mixed use development consisting of 24 units of 4 bedroom townhomes ranging from 1,214 to 1,330 sf. and 8 commercial/retail suites located at 3300 Lyons Avenue. The development is within three blocks of the Eastex Freeway, and has excellent access to Houston freeways. It is also on the Metro bus line and is in close proximity to the Fifth Ward Transit Center. Lyons Avenue is the most important east-west corridor in the Fifth Ward and is currently the main focus of revitalization efforts.

These units serve as incubator units for low-mod income families who wish to eventually purchase homes in the Fifth Ward. The commercial tenants in the development includes Gary Job Corp, a local barber shop, Covenant Community Capital, Executive Personnel Service, Senator Boris Miles and The Charnell Brown Acting School.

Lyons Village Amenities include a playground, picnic area, washer/dryers, project landscaping, limited-access perimeter fence, 9 foot ceilings, and security systems. It is conveniently located across the street from a local grocery store, the Historic Deluxe Theater and The Mickey Leland Preparatory Academy for Boys.
Local Crime: Neighborhood Scout Assessment

Houston, TX (Lyons Ave / Waco St)
Report date: Thursday, January 04, 2018

St. Elizabeth Place
HOUSTON, TX (LYONS AVE / WACO ST) CRIME

TOTAL CRIME INDEX

1
(100 is safest)

Safer than 1% of U.S. neighborhoods.

NEIGHBORHOOD ANNUAL CRIMES

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<th>PROPERTY</th>
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<td>317</td>
<td>490</td>
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Crime Rate (per 1,000 residents)

VIOLENT CRIME INDEX

0
(100 is safest)

Safer than 0% of U.S. neighborhoods.

VIOLENT CRIME INDEX BY TYPE

<table>
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<th>MURDER INDEX</th>
<th>RAPE INDEX</th>
<th>ROBBERY INDEX</th>
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VIOLENT CRIME COMPARISON (PER 1,000 RESIDENTS)

MY CHANCES OF BECOMING A VICTIM OF A VIOLENT CRIME

1 IN 25
In Lyons Ave / Waco St

1 IN 103
In Houston

1 IN 243
In Texas
Local Crime: HPD Resources for Crime Prevention

Emergency 9-1-1
Police Non-Emergency
713-884-3131
For more information, visit
www.houstonpolice.org

For General Information, Contact Your
Local Police Station
(Numbers Provided Below)
or

Contact Princina Brown-Thomas
Planner Leader
HPD’s Public Affairs Office
at 713-308-3200
Princina.Brown-Thomas@houstonpolice.org

HOUSTON POLICE STATIONS

Airport-Bush 281-230-6800
Airport-Hobby 713-845-6800
Central 713-247-4400
Clear Lake 281-218-3800
Eastside 713-928-4600
Kingwood 281-913-4500
Midwest 832-394-1200
North 281-405-5300
Northeast 713-635-0200
Northwest 713-744-0900
South Central 832-394-0200
South Gessner 832-394-4700
Southeast 713-731-5000
Southwest 713-314-3900
Special Ops. 832-394-0000
Westside 281-584-4700

CPTED in Commercial Settings

CPTED can be applied in commercial and institutional settings such as offices, stores, warehouses, schools and churches. The following are recommendations for these sites:

- Design and maintain the site to maximize visibility day and night.
- Clearly define entrances and exits.
- Delineate between public space and privately controlled space such as parking lots.
- Keep the property well maintained at all times. Immediately remove or paint over graffiti. Do not allow trash or debris to accumulate.

Houston Police Department
Public Affairs
1200 Travis, 21st floor
Houston, TX 77002
Crime Prevention Through Environmental Design (CPTED)

CPTED—is based on the premise that the proper design and effective use of the built environment can lead to a reduction in the incidence and fear of crime, and an improvement in the quality of life.

CPTED Key Concepts

Natural Surveillance
Natural Access Control
Territorial Reinforcement
Maintenance

Natural Surveillance—The placement of physical features, activities and people in a way that maximizes visibility.

Natural Access Control—The physical guidance of people coming and going from a space by the strategic placement of entrances, exits, fencing, landscaping, and lighting.

Territorial Reinforcement—The use of physical attributes that express ownership, such as fences, pavement treatments, art, signage, and lighting.

Maintenance—Allows for the continued use of a space for its intended purpose. Serves as an additional expression of ownership, Prevents reduction of visibility from landscaping overgrowth and obstructed or inoperative lighting.

CPTED Assessments

The Houston Police Department provides CPTED assessments at no charge to citizens within the city of Houston. CPTED techniques are used in addition to traditional crime prevention methods, such as locks and alarm systems. Together these crime prevention measures can help to improve the quality of life by reducing the fear of crime.

CPTED for Multi-Family Housing

Multi-family properties such as apartments, condominiums, and townhomes present different opportunities for CPTED applications. The surrounding area plays an integral part in the overall security picture. The following are some common examples of recommendations for multi-family sites:

- Create or modify designs so that visibility is maximized. Modifications may include lighting, landscaping and placement of windows and common areas.
- Limit the number of access points and when appropriate, install gates to further restrict passage.
- Provide occupants with the opportunity to personalize their units and thereby display a sense of ownership.
- Maintain all properties to the highest standards, particularly common areas. Quickly address any signs of blight or decay. Avoid using barbed wire.
- Provide easily monitored and highly visible play areas for children.

CPTED for Public Places

Public places include shopping malls,
blight
Blight Assessment: Last Remaining Examples of Blight

Blight 1 - Boarded up house at 4419 Hershe St

4419 Hershe St
Blight Assessment: Examples of Redevelopment and Renovation
schools
Education:
Atherton EL

TEXAS EDUCATION AGENCY
2015 Accountability Summary
ATHERTON EL (101912106) - HOUSTON ISD

Accountability Rating
Met Standard

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<th>Met Standards on</th>
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<td>- Student Achievement</td>
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<td>- Student Progress</td>
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<td>- Closing Performance Gaps</td>
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<td>- Postsecondary Readiness</td>
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In 2015, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

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<th>Points Earned</th>
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<td>2 - Student Progress</td>
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<td>33</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>STAA Score 34.0</td>
<td>Graduation Rate Score N/A</td>
<td>Graduation Plan Score N/A</td>
</tr>
</tbody>
</table>

Performance Index Summary

Distinction Designation

Academic Achievement in Reading/ELA
DISTINCTION EARNED

Academic Achievement in Mathematics
NOT ELIGIBLE

Academic Achievement in Science
NO DISTINCTION EARNED

Academic Achievement in Social Studies
NOT ELIGIBLE

Top 25 Percent Student Progress
DISTINCTION EARNED

Top 25 Percent Closing Performance Gaps
NO DISTINCTION EARNED

Postsecondary Readiness
DISTINCTION EARNED

Campus Demographics

Campus Type: Elementary
Campus Size: 546 Students
Grade Span: EE - 05
Percent Economically Disadvantaged: 95.4%
Percent English Language Learners: 7.3%
Mobility Rate: 23.4%

State System Safeguards

Number and Percent of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number Met</th>
<th>Percent Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>7 out of 10 = 70%</td>
<td></td>
</tr>
<tr>
<td>Participation Rates</td>
<td>4 out of 4 = 100%</td>
<td></td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>11 out of 14 = 79%</td>
<td></td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at http://ritter.tea.state.tx.us/perfreport/account/2015/index.html
 TexaS Education Agency  
2016 Accountability Summary  
Atherton El (101912106) - Houston Isd  

Accountability Rating  
Met Standard  

<table>
<thead>
<tr>
<th>Met Standards on</th>
<th>Did Not Meet Standards on</th>
</tr>
</thead>
</table>
| - Student Achievement  
- Student Progress  
- Closing Performance Gaps  
- Postsecondary Readiness | - NONE |

In 2016, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report  

<table>
<thead>
<tr>
<th>Index</th>
<th>Student Achievement (Target Score=60)</th>
<th>Student Progress (Target Score=32)</th>
<th>Closing Performance Gaps (Target Score=28)</th>
<th>Postsecondary Readiness (Target Score=12)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>647</td>
<td>1,000</td>
<td>1,600</td>
<td>N/A</td>
</tr>
<tr>
<td>2</td>
<td>67</td>
<td>46</td>
<td>35</td>
<td>30</td>
</tr>
<tr>
<td>3</td>
<td>30</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>30</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Performance Index Summary  

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>431</td>
<td>647</td>
<td>67</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>461</td>
<td>1,000</td>
<td>46</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>560</td>
<td>1,600</td>
<td>35</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>29.7</td>
<td>N/A</td>
<td>N/A</td>
</tr>
</tbody>
</table>

Distinction Designation  

- Academic Achievement in ELA/Reading: **DISTINCTION EARNED**  
- Academic Achievement in Mathematics: **NO DISTINCTION EARNED**  
- Academic Achievement in Science: **NO DISTINCTION EARNED**  
- Academic Achievement in Social Studies: **NOT ELIGIBLE**  
- Top 25 Percent Student Progress: **NO DISTINCTION EARNED**  
- Top 25 Percent Closing Performance Gaps: **NO DISTINCTION EARNED**  
- Postsecondary Readiness: **DISTINCTION EARNED**  

Campus Demographics  

- Campus Type: Elementary  
- Campus Size: 576 Students  
- Grade Span: EE - 05  
- Percent Economically Disadvantaged: 96.2%  
- Percent English Language Learners: 8.7%  
- Mobility Rate: 21.4%  

System Safeguards  

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number and Percentage of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>11 out of 16 = 69%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
</tr>
<tr>
<td>Total</td>
<td>23 out of 28 = 82%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at https://rptsrv1.tea.texas.gov/perfreport/account/2016/index.html  

TEA Division of Performance Reporting  
Page 1  
September 2016
**Accountability Rating**

**Met Standard**

<table>
<thead>
<tr>
<th>Met Standards on</th>
<th>Did Not Meet Standards on</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Student Achievement</td>
<td></td>
</tr>
<tr>
<td>- Student Progress</td>
<td></td>
</tr>
<tr>
<td>- Closing Performance Gaps</td>
<td></td>
</tr>
<tr>
<td>- Postsecondary Readiness</td>
<td></td>
</tr>
</tbody>
</table>

In 2017, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

**Performance Index Report**

- **Index 1 - Student Achievement**
  - Target Score: 60
  - Points Earned: 477
  - Maximum Points: 668
  - Index Score: 71

- **Index 2 - Student Progress**
  - Target Score: 32
  - Points Earned: 358
  - Maximum Points: 1,000
  - Index Score: 36

- **Index 3 - Closing Performance Gaps**
  - Target Score: 28
  - Points Earned: 679
  - Maximum Points: 1,600
  - Index Score: 42

- **Index 4 - Postsecondary Readiness**
  - Target Score: 12
  - Points Earned: 40.7
  - Maximum Points: N/A
  - Index Score: 41

**Distinction Designation**

- **Academic Achievement in ELA/Reading**
  - DISTINCTION EARNED

- **Academic Achievement in Mathematics**
  - NO DISTINCTION EARNED

- **Academic Achievement in Science**
  - NO DISTINCTION EARNED

- **Academic Achievement in Social Studies**
  - NOT ELIGIBLE

- **Top 25 Percent Student Progress**
  - NO DISTINCTION EARNED

- **Top 25 Percent Closing Performance Gaps**
  - DISTINCTION EARNED

- **Postsecondary Readiness**
  - DISTINCTION EARNED

**Campus Demographics**

- **Campus Type**: Elementary
- **Campus Size**: 581 Students
- **Grade Span**: EE - 05
- **Percent Economically Disadvantaged**: 96.9
- **Percent English Language Learners**: 8.3
- **Mobility Rate**: 19.5
- **Percent Served by Special Education**: 6.5
- **Percent Enrolled in an Early College High School Program**: 0.0

**System Safeguards**

<table>
<thead>
<tr>
<th>Number and Percentage of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
</tr>
<tr>
<td>Participation Rates</td>
</tr>
<tr>
<td>Graduation Rates</td>
</tr>
<tr>
<td><strong>Total</strong></td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting website at https://rptsvr1.tea.texas.gov/perfreport/account/2017/index.html
Fleming Middle (101912078) - Houston ISD

Accountability Rating
Met Standard

<table>
<thead>
<tr>
<th>Met Standards on</th>
<th>Did Not Meet Standards on</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Student Progress</td>
<td>- Student Achievement</td>
</tr>
<tr>
<td>- Closing Performance Gaps</td>
<td></td>
</tr>
<tr>
<td>- Postsecondary Readiness</td>
<td></td>
</tr>
</tbody>
</table>

In 2015, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

Performance Index Summary

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>474</td>
<td>831</td>
<td>57</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>287</td>
<td>800</td>
<td>36</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>612</td>
<td>1,800</td>
<td>34</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>13.0</td>
<td>N/A</td>
<td>13</td>
</tr>
</tbody>
</table>

Distinction Designation

- Academic Achievement in Reading/ELA: NO DISTINCTION EARNED
- Academic Achievement in Mathematics: DISTINCTION EARNED
- Academic Achievement in Science: NO DISTINCTION EARNED
- Academic Achievement in Social Studies: NO DISTINCTION EARNED
- Top 25 Percent Student Progress: DISTINCTION EARNED
- Top 25 Percent Closing Performance Gaps: NO DISTINCTION EARNED
- Postsecondary Readiness: NO DISTINCTION EARNED

Campus Demographics

- Campus Type: Middle School
- Campus Size: 505 Students
- Grade Span: 06 - 08
- Percent Economically Disadvantaged: 93.7
- Percent English Language Learners: 14.7
- Mobility Rate: 22.1

State System Safeguards

Number and Percent of Indicators Met

<table>
<thead>
<tr>
<th>Performance Rates</th>
<th>7 out of 18 = 39%</th>
</tr>
</thead>
<tbody>
<tr>
<td>Participation Rates</td>
<td>7 out of 7 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
</tr>
<tr>
<td>Total</td>
<td>14 out of 25 = 56%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at http://ritter.tea.state.tx.us/perfreport/account/2015/index.html
Accountability Rating

Met Standard

<table>
<thead>
<tr>
<th>Met Standards on</th>
<th>Did Not Meet Standards on</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Student Progress</td>
<td>- Student Achievement</td>
</tr>
<tr>
<td>- Closing Performance Gaps</td>
<td></td>
</tr>
<tr>
<td>- Postsecondary Readiness</td>
<td></td>
</tr>
</tbody>
</table>

In 2016, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>Index 1 - Student Achievement</td>
<td>809</td>
<td>1,392</td>
<td>58</td>
</tr>
<tr>
<td>Index 2 - Student Progress</td>
<td>390</td>
<td>1,000</td>
<td>39</td>
</tr>
<tr>
<td>Index 3 - Closing Performance Gaps</td>
<td>604</td>
<td>2,000</td>
<td>30</td>
</tr>
<tr>
<td>Index 4 - Postsecondary Readiness</td>
<td>604</td>
<td>2,000</td>
<td>30</td>
</tr>
</tbody>
</table>

System Safeguards

Number and Percentage of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number and Percentage of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>9 out of 26 = 35%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
</tr>
<tr>
<td>Total</td>
<td>21 out of 38 = 55%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at https://rptsrv1.tea.texas.gov/perfreport/account/2016/index.html
Accountability Rating

**Met Standard**

<table>
<thead>
<tr>
<th>Met Standards on</th>
<th>Did Not Meet Standards on</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Student Achievement</td>
<td>- NONE</td>
</tr>
<tr>
<td>- Student Progress</td>
<td></td>
</tr>
<tr>
<td>- Closing Performance Gaps</td>
<td></td>
</tr>
<tr>
<td>- Postsecondary Readiness</td>
<td></td>
</tr>
</tbody>
</table>

In 2017, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>804</td>
<td>1,333</td>
<td>60</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>385</td>
<td>1,000</td>
<td>39</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>643</td>
<td>2,000</td>
<td>32</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>24.0</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Performance Index Summary

```
Index | Points Earned | Maximum Points | Index Score |
1 - Student Achievement | 804           | 1,333          | 60          |
2 - Student Progress      | 385           | 1,000          | 39          |
3 - Closing Performance Gaps | 643         | 2,000          | 32          |
4 - Postsecondary Readiness | 24.0       |                |             |
```

Distinction Designation

- **Academic Achievement in ELA/Reading**: NO DISTINCTION EARNED
- **Academic Achievement in Mathematics**: DISTINCTION EARNED
- **Academic Achievement in Science**: DISTINCTION EARNED
- **Academic Achievement in Social Studies**: NO DISTINCTION EARNED
- **Top 25 Percent Student Progress**: DISTINCTION EARNED
- **Top 25 Percent Closing Performance Gaps**: NO DISTINCTION EARNED
- **Postsecondary Readiness**: DISTINCTION EARNED

Campus Demographics

- **Campus Type**: Middle School
- **Campus Size**: 510 Students
- **Grade Span**: 06 - 08
- **Percent Economically Disadvantaged**: 96.7
- **Percent English Language Learners**: 14.9
- **Mobility Rate**: 21.7
- **Percent Served by Special Education**: 13.5
- **Percent Enrolled in an Early College High School Program**: 0.0

System Safeguards

```
Number and Percentage of Indicators Met

<table>
<thead>
<tr>
<th>Category</th>
<th>Percentage Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>9 out of 24 = 38%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
</tr>
<tr>
<td>Total</td>
<td>21 out of 36 = 58%</td>
</tr>
</tbody>
</table>
```

For further information about this report, please see the Performance Reporting website at https://rptsvr1.tea.texas.gov/perfreport/account/2017/index.html
## Education:
Wheatley HS

### Texas Education Agency

**2015 Accountability Summary**

**Wheatley H S (101912018) - Houston ISD**

### Accountability Rating

**Improvement Required**

**Met Standards on**
- Postsecondary Readiness

**Did Not Meet Standards on**
- Student Achievement
- Student Progress
- Closing Performance Gaps

In 2015, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

### Distinction Designation

**Academic Achievement in Reading/ELA**
- NO DISTINCTION EARNED

**Academic Achievement in Mathematics**
- NO DISTINCTION EARNED

**Academic Achievement in Science**
- NO DISTINCTION EARNED

**Academic Achievement in Social Studies**
- NO DISTINCTION EARNED

**Top 25 Percent Student Progress**
- NO DISTINCTION EARNED

**Top 25 Percent Closing Performance Gaps**
- NO DISTINCTION EARNED

**Postsecondary Readiness**
- NO DISTINCTION EARNED

### Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>573</td>
<td>1,233</td>
<td>46</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>109</td>
<td>800</td>
<td>14</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>414</td>
<td>1,600</td>
<td>26</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>STAAR Score</td>
<td>3.8</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Rate Score</td>
<td>18.3</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Plan Score</td>
<td>18.8</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Postsecondary Component Score</td>
<td>17.2</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Campus Demographics

- **Campus Type**: High School
- **Campus Size**: 775 Students
- **Grade Span**: 09 - 12
- **Percent Economically Disadvantaged**: 84.9
- **Percent English Language Learners**: 16.5
- **Mobility Rate**: 31.7

### State System Safeguards

**Number and Percent of Indicators Met**

- **Performance Rates**: 4 out of 23 = 17%
- **Participation Rates**: 12 out of 12 = 100%
- **Graduation Rates**: 1 out of 5 = 20%

**Total**: 17 out of 40 = 43%

For further information about this report, please see the Performance Reporting Division website at [http://ritter.tea.state.tx.us/perfreport/account/2015/index.html](http://ritter.tea.state.tx.us/perfreport/account/2015/index.html)
TEXAS EDUCATION AGENCY
2016 Accountability Summary
WHEATLEY H S (101912018) - HOUSTON ISD

Accountability Rating

Improvement Required

Met Standards on
- Student Progress

Did Not Meet Standards on
- Student Achievement
- Closing Performance Gaps
- Postsecondary Readiness

In 2016, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

Performance Index Summary

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>761</td>
<td>1,533</td>
<td>50</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>189</td>
<td>1,000</td>
<td>19</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>455</td>
<td>1,600</td>
<td>28</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>STAAR Score</td>
<td>4.4</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Graduation Rate Score</td>
<td>17.1</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Graduation Plan Score</td>
<td>15.3</td>
<td></td>
</tr>
<tr>
<td></td>
<td>Postsecondary Component Score</td>
<td>19.2</td>
<td>56</td>
</tr>
</tbody>
</table>

Distinction Designation

Academic Achievement in ELA/Reading
NO DISTINCTION EARNED

Academic Achievement in Mathematics
NO DISTINCTION EARNED

Academic Achievement in Science
NO DISTINCTION EARNED

Academic Achievement in Social Studies
NO DISTINCTION EARNED

Top 25 Percent Student Progress
NO DISTINCTION EARNED

Top 25 Percent Closing Performance Gaps
NO DISTINCTION EARNED

Postsecondary Readiness
NO DISTINCTION EARNED

Campus Demographics

Campus Type: High School
Campus Size: 761 Students
Grade Span: 09 - 12
Percent Economically Disadvantaged: 69.4
Percent English Language Learners: 13.4
Mobility Rate: 31.5

System Safeguards

Number and Percentage of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Met Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>7 out of 24 = 29%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>3 out of 5 = 60%</td>
</tr>
<tr>
<td>Total</td>
<td>22 out of 41 = 54%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at https://rptsrv1.tea.texas.gov/perfreport/account/2016/index.html

TEA Division of Performance Reporting Page 1 September 2016
In 2017, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

Performance Index Summary

Index | Points Earned | Maximum Points | Index Score
--- | --- | --- | ---
1 - Student Achievement | 754 | 1,454 | 52
2 - Student Progress | 177 | 1,000 | 18
3 - Closing Performance Gaps | 473 | 1,600 | 30
4 - Postsecondary Readiness
   STAAR Score | 7.2 | 7.2 | 47
   Graduation Rate Score | 17.0 | 17.0 |
   Graduation Plan Score | 10.1 | 10.1 |
   Postsecondary Component Score | 12.6 | 12.6 |

System Safeguards

Number and Percentage of Indicators Met

<table>
<thead>
<tr>
<th>Category</th>
<th>Number Out of</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>9 out of 24</td>
<td>38%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12</td>
<td>100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>2 out of 5</td>
<td>40%</td>
</tr>
<tr>
<td>Total</td>
<td>23 out of 41</td>
<td>56%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting website at https://rptsvr1.tea.texas.gov/perfreport/account/2017/index.html
February 27, 2018

Marni Holloway  
Director of Multifamily Finance  
Texas Department of Housing and Community Affairs  
221 East 11th Street,  
Austin, Texas 78701

Re: Campus Improvement at Wheatley High School

Dear Ms. Holloway,

I am writing on behalf of the applicant for TDHCA #18020 St. Elizabeth Place to inform you of the current progress towards meeting the goals and performance objectives identified in the Targeted Improvement Plan and the 2017-2018 School Improvement Plan for Wheatley High School. Both of these improvement plans are a part of Houston Independent School District's efforts to increase student performance and to encourage long-term trends that will help us achieve a Met Standard rating by the time that St. Elizabeth Place is placed in service.

Wheatley High School, located at 4801 Providence Street, has been rated Improvement Required under the Texas Education Agency (TEA) accountability system for six consecutive years beginning in 2012 through 2017.

In an effort to improve the academic performance of Wheatley High School, the Houston Independent School District (HISD) took drastic measures. In August of 2017 HISD made a bold move in the type of support and resources provided to schools that have been underserved and underperforming for years with the implementation of the ACHIEVE 180 initiative. ACHIEVE 180 is a research-based action plan to support, strengthen, and empower underserved and underperforming HISD feeder pattern communities to increase student achievement. Best practices from successful school turnaround initiatives, including effective teachers, strong principal leadership, and an environment of high expectations for both students and staff, were incorporated into the plan's Guiding Pillars. The six Guiding Pillars for ACHIEVE 180 are Leadership Excellence, Teacher Excellence, Instructional Excellence, School Design, Social and Emotional Learning Supports, and Parent and Community Empowerment that provide the strategic framework for the transformational work that will be implemented at Wheatley High School.

Leadership Excellence includes both campus-level and executive leadership. Through mentoring, coaching, and differentiated support, we grow talented and effective instructional leaders who can improve, support, and leverage student proficiency in core academic areas. This is evidenced by leader effectiveness, effective hiring, retention of staff, data-driven progress monitoring and coaching and development of administrators and teachers. The goal is to ensure that the school has the leaders that it needs, and that leaders are supported, developed and challenged to grow.

The single most important variable in student achievement is the quality of the teacher in the classroom. Prioritization of the Human Capital actions in the ACHIEVE 180 plan will address the identification and attraction of high-quality educators through the execution of best hiring practices, as well as leverage of staffing incentives and differentiated support through
professional development centered on research-based practices. The goal is to increase teacher effectiveness and retention to ensure equity for all students at Wheatley.

Improving the quality of instruction through the engagement, acceleration and optimization of learning experiences will allow students to achieve at their highest potential. We recognize that the Texas Essential Knowledge and Skills (TEKS) are necessary but not sufficient to ensure that our students are ready for the rigor and challenges of the 21st century. The HISD Academics department provides real-time support to Wheatley in the areas of curriculum, instruction, and personalized support. The goal is to ensure that every student is equipped for success after graduation by demonstrating that they have meet the outcomes set forth in the HISD Global Graduate Profile.

Effective school design enables students to become critical thinkers, problem solvers, and meaning makers in an environment that encourage active, cooperative, and community-based approaches to teaching and learning. The space and environment where students spend a good deal of their time learning has an effect on how well they learn. The new school design is responsive to individual needs and voices. The goal is to match the structure and design of our schools to the needs, dreams and realities of every student.

The work social and emotional pillar is to remove non-academic barriers to learning that interfere with students’ ability to actively engage in classroom instruction and other school activities. A systemic approach to how schools provide learning supports ensures that school improvement efforts succeed and are sustainable. Effectively utilizing intervention assistance teams, resources, and data analysis regarding behavioral, physical and mental health at the student and campus level will connect student learning supports to academic growth and achievement. The campus has been provided a full-time Wrap-around Resource Specialist to facilitate the process. The goal is to ensure that students have the skills, supports and resources that they need to be successful.

The focus on family and community empowerment is to improve student achievement by increasing parental and community engagement. Our goal is to ensure that all schools are family-friendly learning environments that will increase parent advocacy by encouraging two-way communication from home to school.

The current supports that are in place are aligned with the School Improvement Plan, which was developed under the principal and leadership team with supervision of the area superintendent and school support officer. To monitor the progress the campus follows the HISD formative assessment calendar, which is aligned to the campus improvement plan. With all of the efforts in place our intention is for Wheatley to return to Met Standards status on or before the beginning of the 2018 school year. Should you have any questions about these efforts and our progress, please do not hesitate to contact my office.

Sincerely,

Yolanda Rodriguez
Area Superintendent, Houston ISD
Campus Name: Wheatley HS

Campus Number: 101-912-018

Principal: Shirley Rose-Gilliam

School Support Officer / Lead Principal: Natalie Blasingame

Chief School Officer: Harrison Peters

Professional Service Provider: Judy Koch

DCSI: Mark White

Date of Public Hearing / Board Meeting: October 9, 2014

Monthly Progress Reporting Version for IR3+ Schools
CAMPUS LEADERSHIP TEAM
List any additional members of the Campus Leadership Team, as warranted by the Needs Assessment, who will participate in development, implementation or monitoring of the Targeted Improvement Plan.

<table>
<thead>
<tr>
<th>Person</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>Dr. Shirley Rose-Gilliam</td>
<td>Principal</td>
</tr>
<tr>
<td>Jo Wells</td>
<td>Dean of Instruction</td>
</tr>
<tr>
<td>Jesus Acosta</td>
<td>Assistant Principal</td>
</tr>
<tr>
<td>Gerald Montgomery</td>
<td>Assistant Principal</td>
</tr>
<tr>
<td>Sandra Walker</td>
<td>Assistant Principal</td>
</tr>
<tr>
<td>Tresa Magee</td>
<td>Assistant Principal</td>
</tr>
<tr>
<td>Melodee Thomas</td>
<td>Graduation Coach</td>
</tr>
</tbody>
</table>

ACCOUNTABILITY SUMMARY
The campus must indicate on this table any unmet or narrowly met accountability standards which must be addressed in the Targeted Improvement Plan.

Texas Accountability System

<table>
<thead>
<tr>
<th>Performance Index</th>
<th>For 2014-2015 Rating Met? Y/N</th>
<th>Unmet or narrowly met* Subject(s) / Measure(s)?</th>
<th>Student Group(s) Below Standard or narrowly met*</th>
<th>Needs addressed in the following Targeted Goal(s):</th>
</tr>
</thead>
<tbody>
<tr>
<td>I. Student Achievement</td>
<td>No</td>
<td>Reading</td>
<td>All, AA, His, SpEd, EcoDis, ELL</td>
<td>Goal 1, Goal 2.</td>
</tr>
<tr>
<td>II. Student Progress</td>
<td>N/A</td>
<td>Click here to enter text.</td>
<td>Click here to enter text.</td>
<td>Click here to enter text.</td>
</tr>
<tr>
<td>III. Closing Gaps</td>
<td>No</td>
<td>Reading, Math</td>
<td>Eco Dis</td>
<td>Goal 1</td>
</tr>
<tr>
<td>IV. Postsecondary Readiness</td>
<td>No</td>
<td>Reading, Math</td>
<td>All, AA, His</td>
<td>Goal 1, Goal 2, Goal 3.</td>
</tr>
</tbody>
</table>

*indicates a subject or student group which narrowly met the standard.

Federal System Safeguards

<table>
<thead>
<tr>
<th>Performance Metric</th>
<th>For 2014-2015 Rating Met? Y/N</th>
<th>Student Group(s) Below Standard?</th>
<th>Needs addressed in the following Targeted Goal(s):</th>
</tr>
</thead>
<tbody>
<tr>
<td>Reading Performance</td>
<td>No</td>
<td>All, AA, His, SpEd, EcoDis</td>
<td>Goal 1</td>
</tr>
<tr>
<td>Reading Participation</td>
<td>No</td>
<td>All, AA, His, EcoDis</td>
<td>Goal 3</td>
</tr>
<tr>
<td>Math Performance</td>
<td>No</td>
<td>All, AA, His, SpEd, Eco Dis, ELL</td>
<td>Goal 2</td>
</tr>
<tr>
<td>------------------</td>
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<td>----------------------------------</td>
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</tr>
<tr>
<td>Math Participation</td>
<td>No</td>
<td>All, AA, His, SpEd, Eco Dis, ELL</td>
<td>Goal 3</td>
</tr>
<tr>
<td>4 Year Graduation</td>
<td>No</td>
<td>All, AA, His, SpEd, Eco Dis, ELL</td>
<td>Goal 1, 2 and 3</td>
</tr>
<tr>
<td>5 Year Graduation</td>
<td>No</td>
<td>All, AA, His, SpEd, Eco Dis, ELL</td>
<td>Goal 1, 2 and 3</td>
</tr>
</tbody>
</table>

**TEA & FEDERAL DESIGNATIONS**

- Does the campus have a 2014-2015 Texas Title I Priority Schools Grant Program (TTIPS)? Yes
  - If campus has Priority rating, which student groups contributed to the identification? AA/Hispanic

**DATA ANALYSIS & NEEDS ASSESSMENT**

**Narrative of Data Analysis and Root Causes (causal factors)**

(What do you see in your data and why do you think your data looks like this?)

<table>
<thead>
<tr>
<th>Please identify data sources used when reviewing the campus process for each Critical Success Factor below. Refer to sample sources at: CSF Data Sources</th>
<th>STAAR/EOC Results</th>
</tr>
</thead>
<tbody>
<tr>
<td>Academic Performance</td>
<td>Texas Academic Performance Reports</td>
</tr>
<tr>
<td></td>
<td>TELPAS results</td>
</tr>
<tr>
<td></td>
<td>Curriculum- Based Assessments</td>
</tr>
<tr>
<td></td>
<td>Formative assessments</td>
</tr>
<tr>
<td></td>
<td>Student self-tracking goal setting documents</td>
</tr>
<tr>
<td></td>
<td>Tutoring reports</td>
</tr>
<tr>
<td></td>
<td>SAT/ACT Scores</td>
</tr>
<tr>
<td>Use of Quality Data to Drive Instruction</td>
<td>STAAR/EOC Results</td>
</tr>
<tr>
<td></td>
<td>Curriculum- Based Assessments</td>
</tr>
<tr>
<td></td>
<td>Formative assessments</td>
</tr>
<tr>
<td>Category</td>
<td>Measures</td>
</tr>
<tr>
<td>-----------------------------------------------</td>
<td>---------------------------------------------------------------------------</td>
</tr>
<tr>
<td>Data Management Systems (DMAC/Eduphoria)</td>
<td>Classroom walkthrough data</td>
</tr>
<tr>
<td></td>
<td>Re-teaching/Tutoring</td>
</tr>
<tr>
<td><strong>Leadership Effectiveness</strong></td>
<td>STAAR/EOC Results</td>
</tr>
<tr>
<td></td>
<td>professional Development plans (including implementation and monitoring plans)</td>
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<tr>
<td></td>
<td>Teacher leader</td>
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<td></td>
<td>Principal evaluation results</td>
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<tr>
<td></td>
<td>Teacher evaluation results</td>
</tr>
<tr>
<td><strong>Increased Learning Time</strong></td>
<td>Student engagement observations</td>
</tr>
<tr>
<td></td>
<td>Enrichment sessions</td>
</tr>
<tr>
<td></td>
<td>Master schedule</td>
</tr>
<tr>
<td></td>
<td>Minutes of instructional time per day</td>
</tr>
<tr>
<td></td>
<td>Minutes of extended opportunities offered</td>
</tr>
<tr>
<td></td>
<td>Minutes offered for staff collaboration/PD</td>
</tr>
<tr>
<td><strong>Family and Community Engagement</strong></td>
<td>Family and community perception surveys</td>
</tr>
<tr>
<td></td>
<td>Number of parent/family conferences held</td>
</tr>
<tr>
<td></td>
<td>Number of family/parent focus workshops and programs offered</td>
</tr>
<tr>
<td></td>
<td>Number of home visits conducted</td>
</tr>
<tr>
<td></td>
<td>Number of modes of communication used to inform families how to support their student academic growth</td>
</tr>
<tr>
<td></td>
<td>Number of community partners</td>
</tr>
<tr>
<td><strong>School Climate</strong></td>
<td>Teacher retention rate</td>
</tr>
<tr>
<td></td>
<td>Student perception data</td>
</tr>
<tr>
<td></td>
<td>Staff perception data</td>
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<tr>
<td></td>
<td>Parent/Community perception data</td>
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<tr>
<td></td>
<td>Discipline data</td>
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<tr>
<td></td>
<td>Aggregated/disaggregated attendance data</td>
</tr>
<tr>
<td></td>
<td>Teacher attendance</td>
</tr>
<tr>
<td></td>
<td>Walk-through Observations</td>
</tr>
<tr>
<td></td>
<td>Campus cleanliness</td>
</tr>
<tr>
<td></td>
<td>Community involvement and support</td>
</tr>
<tr>
<td></td>
<td>Aggregated/disaggregated discipline referral data</td>
</tr>
<tr>
<td></td>
<td>PEIMS 425 report</td>
</tr>
</tbody>
</table>
### Teacher Quality

<table>
<thead>
<tr>
<th>STAAR/EOC results</th>
</tr>
</thead>
<tbody>
<tr>
<td>Classroom observations</td>
</tr>
<tr>
<td>Third party classroom observation</td>
</tr>
<tr>
<td>Teacher recruitment process</td>
</tr>
<tr>
<td>Increased student performance</td>
</tr>
<tr>
<td>Walk-through data</td>
</tr>
<tr>
<td>Teacher feedback</td>
</tr>
<tr>
<td>Teacher evaluation results</td>
</tr>
<tr>
<td>Professional development hours</td>
</tr>
<tr>
<td>Professional development implementation (as evidenced during walk-throughs)</td>
</tr>
<tr>
<td>Classroom engagement</td>
</tr>
<tr>
<td>Time on task</td>
</tr>
<tr>
<td>Failure Rates</td>
</tr>
<tr>
<td>Discipline referrals</td>
</tr>
</tbody>
</table>

#### Narrative of Identified Needs

(What do you need to do to address the root causes?)

<table>
<thead>
<tr>
<th>Through the data analysis process, what problems were identified?</th>
<th>What is the Root Causes for each problem?</th>
<th>What is a Priority Need to address each Root Cause?</th>
</tr>
</thead>
<tbody>
<tr>
<td>2014 STAAR indicated that 21% of Wheatley students possess adequate comprehension skills to pass an on grade level assessment.</td>
<td>70% of entering 9th graders reading level is 1-2 years behind grade level.</td>
<td>Implement a literacy program which addresses the gaps of each individual student.</td>
</tr>
<tr>
<td>No student group passed above 58% on Algebra 1 EOC on 2014 STAAR.</td>
<td>We are not filling math learning gaps of students entering 9th grade.</td>
<td>Determine individual student gaps and needs and develop learning intervention plans designed to meet those needs.</td>
</tr>
<tr>
<td>Attendance rate for the 2013-2014 school year was 89%.</td>
<td>Turnover in leadership lead to a low priority being placed on attendance.</td>
<td>Implement initiatives and incentives that will motivate students to attend school regularly and will motivate parents to send their child to school regularly.</td>
</tr>
</tbody>
</table>
**TARGETED GOAL 1**

<table>
<thead>
<tr>
<th>Priority Need:</th>
<th>Implement a literacy program which addresses the gaps of each individual student.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Critical Success Factor(s):</td>
<td>Improve academic performance; Use quality data to drive instruction; Increase learning time; Improve teacher quality;</td>
</tr>
</tbody>
</table>
| Annual Goal:                           | To increase the achievement rate of performance on STAAR/EOC exams in the following core areas to  

- 50% ELAR

<table>
<thead>
<tr>
<th>Strategy</th>
<th>Objective</th>
<th>Responsible</th>
<th>Resources</th>
<th>Timeline</th>
<th>Milestones/ Evaluation</th>
</tr>
</thead>
</table>
| Triple block ELA classes – Writing, reading and regular English are all components of the ELA classroom | Increased ELA instructional time to 110 minutes daily. | Dean of Instruction | Clark Consultants  
Christine Wilson, Consultant  
American Reading Co  
Leveled reading materials  
Kamico Supplemental materials  
Extra duty pay for tutorials  
Professional development funding | October, 2014 | STAAR data (Retester scores)  
Snapshot 1  
Collaborative based assessments |
| Tuesday and Thursday tutorials and Saturday school will be implemented | Provide additional time for prescriptive tutorials (3 hours weekly will be available to all students) | All administrators | Extra duty pay for teachers  
Kamico supplemental materials | October 2014 | Classroom assessments  
Snapshot  
Collaborative Interim assessments |
| Implement Accountable Talk Initiative for all 9th grade content areas. Students will be expected to make inferences from | 100% of all 9th grade classes will implement Accountable Talk | Principal | Suppplemental Reading Materials  
Achieve 3000 | March, 2014 | Quantified learning walks  
Student outcomes on Snapshots on |
<table>
<thead>
<tr>
<th>Priority Need:</th>
<th>Implement a literacy program which addresses the gaps of each individual student.</th>
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<tbody>
<tr>
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<td>Improve academic performance; Use quality data to drive instruction; Increase learning time; Improve teacher quality;</td>
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<tr>
<td>Annual Goal:</td>
<td>To increase the achievement rate of performance on STAAR/EOC exams in the following core areas to</td>
</tr>
<tr>
<td></td>
<td>• 50% ELAR</td>
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</tbody>
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<th>Resources</th>
<th>Timeline</th>
<th>Milestones/Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>content based text.</td>
<td><strong>UPDATE DECEMBER 2:</strong> 100% of all classes will implement Accountable Talk.</td>
<td>Principal</td>
<td>Funding for Clark Consultants Subs for teachers</td>
<td>October, 2014 (Ongoing throughout the 2014-2015 school year)</td>
<td>assessments</td>
</tr>
<tr>
<td>ELA teachers will attend professional development on literacy</td>
<td>To increase teacher capacity to teach reading effectively – provide them with tools intended to increase reading comprehension</td>
<td>Principal</td>
<td>Funding for Clark Consultants Subs for teachers</td>
<td>October, 2014 (Ongoing throughout the 2014-2015 school year)</td>
<td>Quantified learning walks Student outcomes on Snapshots on assessments</td>
</tr>
</tbody>
</table>

**August, September, October Monthly Progress Report**  
**November Monthly Progress Report**  
**December Monthly Progress Report**  
**January Monthly Progress Report**  
**February Monthly Progress Report**  
**March Monthly Progress Report**  
**April Monthly Progress Report**  
**May Monthly Progress Report**  
**June / End of Year Monthly Progress Report**

**TARGETED GOAL 2**
| Priority Need: | Determine individual student gaps and needs and develop learning intervention plans designed to meet those needs. |
| Critical Success Factor(s): | Improve Academic Performance; Use quality data to drive instruction; Increase teacher quality; Improve leadership effectiveness |
| Annual Goal: | 9th Graders will score at a 62% passing rate on Algebra 1 EOC on 2015 STAAR. |

<table>
<thead>
<tr>
<th>Strategy</th>
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<th>Responsible</th>
<th>Resources</th>
<th>Timeline</th>
<th>Milestones/ Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Through a basic skills assessment, determine the gaps in math learning for each individual 9th grader</td>
<td>Prioritize remediation</td>
<td>Instructional Specialist</td>
<td>Assessment</td>
<td>November, 2014</td>
<td>Basic skills Assessment result</td>
</tr>
<tr>
<td>Develop intervention plan using the assessment data in order to individualize instruction.</td>
<td>Provide 100% of our students individualized remediation.</td>
<td>Principal</td>
<td>Extra duty pay</td>
<td>December 2014</td>
<td>Snapshots, CBAs, mini-assessments in the classroom</td>
</tr>
<tr>
<td>Realign the Apollo Tutor program to support the needs of each individual student’s</td>
<td>Provide 100% of our students individualized remediation</td>
<td>Principal</td>
<td>Assessment results.</td>
<td>December 2014</td>
<td>Snapshots, CBAs, mini-assessments in the classroom</td>
</tr>
<tr>
<td>Implement a PLC protocol that supports collaboration between teachers and Apollo tutors so that tutoring supports classroom instruction.</td>
<td>100% of our students will receive consistent teaching which addresses their individual gaps in learning</td>
<td>Principal</td>
<td>Assessment results.</td>
<td>December 2014</td>
<td>Snapshots, CBAs, mini-assessments in the classroom</td>
</tr>
</tbody>
</table>

**August, September, October Monthly Progress Report**

**November Monthly Progress Report**
TARGETED GOAL 3

<table>
<thead>
<tr>
<th>Priority Need:</th>
<th>Implement initiatives and incentives that will motivate students to attend school regularly and will motivate parents to send their child to school regularly.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Critical Success Factor(s):</td>
<td>Improve school climate; Increase teacher quality;</td>
</tr>
<tr>
<td>Annual Goal:</td>
<td>Attendance rate of 95% will be achieved for the 2014-2015 school year</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Strategy</th>
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<th>Responsible</th>
<th>Resources</th>
<th>Timeline</th>
<th>Milestones/ Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Hire full time truancy officer.</td>
<td>Address 100% of students with 3 absences within 3 days of the 3rd absence through home visit and court warnings.</td>
<td>Sandra Walker</td>
<td>Funding for payroll</td>
<td>August, 2014</td>
<td>Attendance rates; court citations</td>
</tr>
<tr>
<td>Implement Student Incentives for Perfect Attendance for monthly attendance.</td>
<td>Increase attendance rate to 95%</td>
<td>Jo Wells, Tresa Magee</td>
<td>Incentives</td>
<td>October 31</td>
<td>Attendance rates; court citations</td>
</tr>
<tr>
<td>Improve student engagement by providing teachers with effective student engagement professional development in order to</td>
<td>Increase attendance rate to 95%; create 100% of classrooms with high student engagement</td>
<td>Shirley Rose, Tresa Magee, Jo Wells, Jesus Acosta, Gerald Montgomery, Sandra Walker</td>
<td>Funding for professional development</td>
<td>August, 2014</td>
<td>Walkthroughs, observations and teacher evaluations and attendance rate, class grades</td>
</tr>
<tr>
<td>Priority Need:</td>
<td>Implement initiatives and incentives that will motivate students to attend school regularly and will motivate parents to send their child to school regularly.</td>
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<tr>
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<td>Annual Goal:</td>
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</table>

<table>
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<tr>
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<th>Responsible</th>
<th>Resources</th>
<th>Timeline</th>
<th>Milestones/Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>make students “want” to come to school</td>
<td></td>
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</tr>
<tr>
<td>Create a classroom schedule which encourages students to come to school regularly – move from block to 8 period day</td>
<td>Increase time on task in math and reading and increase student/teacher personal time and connection</td>
<td>Shirley Rose</td>
<td>Funding for additional teachers</td>
<td>August, 2014</td>
<td>Walkthroughs, observations and teacher evaluations and attendance rate, class grades</td>
</tr>
</tbody>
</table>

**August, September, October Monthly Progress Report**

**November Monthly Progress Report**
**December Monthly Progress Report**
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**May Monthly Progress Report**
**June / End of Year Monthly Progress Report**

**TARGETED GOAL 4**

<table>
<thead>
<tr>
<th>Priority Need:</th>
<th>Increase instructional rigor to align with EOC exams in science (Biology)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Critical Success Factor(s):</td>
<td>Improve academic performance; Use quality data to drive instruction; Increase leadership effectiveness; Improve teacher quality</td>
</tr>
<tr>
<td>Annual Goal:</td>
<td>Students will achieve a 68% passing rate on 2014-2015 STAAR (Biology).</td>
</tr>
</tbody>
</table>
**Priority Need:** Increase instructional rigor to align with EOC exams in science (Biology)

**Critical Success Factor(s):** Improve academic performance; Use quality data to drive instruction; Increase leadership effectiveness; Improve teacher quality

**Annual Goal:** Students will achieve a 68% passing rate on 2014-2015 STAAR (Biology).

<table>
<thead>
<tr>
<th>Strategy</th>
<th>Objective</th>
<th>Responsible</th>
<th>Resources</th>
<th>Timeline</th>
<th>Milestones/ Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>PLCs meet weekly to plan instruction using student data and EOC blueprints</td>
<td>100% of science teachers will learn to use data to drive instruction</td>
<td>Shirley Rose, Principal</td>
<td>N/A</td>
<td>September 2014</td>
<td>CBAs, DLAs, Snapshot, EOC</td>
</tr>
<tr>
<td>Rice Science Institute</td>
<td>100% of science teachers will learn new strategies for presentation of science content</td>
<td>Shirley Rose, Principal</td>
<td>Funding for Rice Institute</td>
<td>September, 2014</td>
<td>Rice Institute attendance; CBAs, DLAs, Snapshot, EOC</td>
</tr>
<tr>
<td>Daily classroom walkthroughs by administrators</td>
<td>Science teachers will teach bell to bell with 95% student engagement.</td>
<td>Shirley Rose, Principal</td>
<td>N/A</td>
<td>September, 2014</td>
<td>CBAs, DLAs, Snapshot, EOC, Walkthrough data</td>
</tr>
<tr>
<td>TDS provides ongoing coaching and support for teachers</td>
<td>100% of science teachers will receive one on one coaching</td>
<td>Shirley Rose, Principal</td>
<td>N/A</td>
<td>September, 2014</td>
<td>TDS coaching logs</td>
</tr>
</tbody>
</table>

*August, September, October Monthly Progress Report
November Monthly Progress Report
December Monthly Progress Report
January Monthly Progress Report
February Monthly Progress Report
March Monthly Progress Report
April Monthly Progress Report
May Monthly Progress Report
June / End of Year Monthly Progress Report*
## Targeted Goal 5

**Priority Need:** Increase instructional rigor to align with EOC exams in social studies (US History).

**Critical Success Factor(s):** Improve academic performance; Use quality data to drive instruction; Increase teacher quality

**Annual Goal:** Students will achieve a 75% passing rate in social studies on 2014 STAAR.

<table>
<thead>
<tr>
<th>Strategy</th>
<th>Objective</th>
<th>Responsible</th>
<th>Resources</th>
<th>Timeline</th>
<th>Milestones/ Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>PLCs meet weekly for teachers to collaboratively plan lessons</td>
<td>100% of social studies teachers will take part in the school collaborative to plan lessons and write assessments</td>
<td>Shirley Rose, Principal</td>
<td>N/A</td>
<td>September 2014</td>
<td>CBAs, DLAs, Snapshot data, EOCs, PLC agenda and sign in sheets</td>
</tr>
<tr>
<td>Administrators meet with teachers to drive instructional planning through the use of student data</td>
<td>100% of teachers will meet with their administrator to review data and and teaching plans</td>
<td>Shirley Rose Tresa Magee Jo Wells Jesus Acosta Gerald Montgomery Sandra Walker</td>
<td>N/A</td>
<td>September 2014</td>
<td>CBAs, DLAs, Snapshot data, EOCs, PLC agenda and administrator calendar</td>
</tr>
<tr>
<td>EOC blueprints and US History TEKS are serving as the foundation for helping teachers align instruction and assessment</td>
<td>100% of social studies teachers will be able to unpack the social studies TEKS and use the info to plan lessons</td>
<td>Shirley Rose</td>
<td>EOC Blueprints; TEKS</td>
<td>September 2014</td>
<td>CBAs, DLAs, Snapshot data, EOCs,</td>
</tr>
<tr>
<td>Administrators conduct daily walk-throughs to monitor classroom instruction</td>
<td>100% of science teachers will receive daily walkthroughs</td>
<td>Shirley Rose Tresa Magee Jo Wells Jesus Acosta Gerald Montgomery Sandra Walker</td>
<td>N/A</td>
<td>September, 2014</td>
<td>Walkthrough data</td>
</tr>
</tbody>
</table>

**August, September, October Monthly Progress Report**  
November Monthly Progress Report  
December Monthly Progress Report
January Monthly Progress Report
February Monthly Progress Report
March Monthly Progress Report
April Monthly Progress Report
May Monthly Progress Report
June / End of Year Monthly Progress Report

RESOURCES
Campus Name: Wheatley High School

Campus Number: 018

Principal Name: Shirley Rose-Gilliam

School Support Officer Name: Rhonda Johnson

Chief School Officer Name: Yolanda Rodriguez

Area School Office: Superintendent’s Schools
MISSION STATEMENT

Wheatley High School’s Mission is to Improve Instruction.

SCHOOL PROFILE

Wheatley has been serving Houston and the Historic Fifth Ward community since 1928. One of Houston’s first schools, the campus opened a new building in 2005. Located in the Northeast area of Houston, Phillis Wheatley High School is an inner-city school with rich history and longstanding traditions. It is the cornerstone of Fifth Ward and Denver Harbor communities. The school is committed to student achievement, the professional development of staff, as well as parent and community engagement. Phillis Wheatley High School serves a diverse student population of approximately 956 students: 51% African American and 49% Hispanic, White .2% and Asian .2%. Economically Disadvantaged 69.5% special education population is 21%; ESL/LEP is 18%, Mobility Rate 29.9%, Attendance rate 89.3%.

Phillis Wheatley High School (PWHS) is in the process of creating a vision of success. Wheatley in an IR-6 campus and was awarded the TTIPS grant for transformation. We are currently in our fourth year of the grant. A needs assessment was conducted in February 2014 through community, parent, staff, and student meetings. The main area of concern was safety for the students and a lack of student success in all areas of school, i.e. instruction, extracurricular, fine arts, and school pride. Presently 1143 students who are zoned to the campus choose to go elsewhere because of a history of poor test scores, discipline issues, and a feeling of “discomfort” or not belonging. School culture and climate presently dictates a comprehensive plan to transform the school’s “perception” to be a safe place where learning and teaching is priority. This will be achieved by first establishing a climate of success.

Phillis Wheatley High school will be transformed through instructional improvements, addressing climate and culture, and outreach to the school zone population. PWHS has a need for highly effective teachers to support the data culture within PLC’s to drive student mastery and to specifically provide instruction that is aligned to a more rigorous curriculum.

There is an undeniable opportunity for student achievement and community growth. Over the years, scores have improved slightly as we work to coach and develop teachers. The school can be successful and the students can be reached with the assistance of TTIPS. Expectations are set for students as it relates to student conduct and behavior. A student support structure with established rules and continuous monitoring and feedback for students has been implemented to connect with all stakeholders. It is Wheatley’s goal to develop and grow the teaching staff to become a community of educators that are well equipped to service the needs of our student population.

Wheatley is also designated as a Superintendent’s School for the 2017-2018 school year. As part of Houston ISD’s Achieve 180 program, administrators and teachers will receive support from all aspects of the district. Wheatley’s teachers and administrators will pair with partner school Westside to share pedagogical strategies and best practices throughout the school year.
**Organizational Structure**

The Campus Intervention Team (CIT) is based on the Shared Decision-Making model (SDM) designed to establish, monitor, and evaluate goals for budgeting, staffing, curriculum, planning, school organization, staffing patterns, and staff development. This model is aligned to state legislation and HISD board policy. A Professional Service Provider (PSP), and a School Support Officer or Lead Principal is a member of the Campus Intervention Team for schools under state Improvement Required sanctions or federal sanctions as a Focus or Priority campus. Teacher Development Specialists and other district level personnel can serve as members of the CIT according to the campus needs. The intention of the SDMC is to pull together our community in a constructive, organized, and unified body to enhance the education of all students. The CIT is responsible for development, implementation, and monitoring of the School Improvement Plan, monitoring of student performance, and determination of student interventions and support service.

The SDMC component of the CIT is the shared decision-making body. Professional staff representatives are elected by the faculty. Principal determines number of classroom teachers; then, assigns half that number to school-based staff. This complies with 2/3 - 1/3 rule for professional staff. In addition, the committee must have one non-instructional staff, one business member, at least two parents and at least two community members. Parents are elected by the PTO, PTA or PACS membership.

The Council meets monthly and as needed to discuss issues brought forth by the administration, staff, parents, or community. It is supported by standing committees that address budgeting, staffing, curriculum, planning, school organization, staffing patterns, and staff development. Standing committees meet as needed. Parents are encouraged to serve on standing committees.

The SDMC functions under the direction of the Principal. Members of the SDMC attend SDMC meetings for the term of his/her office, monitor the implementation of the School Improvement Plan, address issues presented by the principal, present issues for discussion and recommend resolutions to the SDMC, create ad hoc committees by consensus of the SDMC, chair standing committees and ad hoc committees, submit minutes to the principal for committee meetings, and report the recommendations to the SDMC. The SDMC is responsible for approving all professional development plans for the school.

The Principal coordinates the process of shared decision making, facilitates communication for all stakeholders, considers issues and recommendations from the community, SDMC, and standing committees, and makes decisions based on those recommendations.

**Shared Decision Making Process**

Consensus is the ultimate goal of the SDMC. Agreement by all participants is not always possible or necessary for consensus. Consensus is a collective process that provides a forum for full dialogue on appropriate/applicable responses to issues.

Members of the committees discuss and make recommendations to the SDMC. The SDMC reviews recommendations and reaches consensus. Sufficient consensus is defined as a willingness to settle an issue in favor of the majority. All points of view will be considered and general agreement must be reached before decisions will be implemented. If general agreement is not reached, further study of the issue will occur and alternatives will be presented until agreement is reached. After all alternatives have been explored, a deadlock can be broken by a majority vote. As issues come up for discussion, the chairperson is responsible for ensuring that all present have a legitimate opportunity to state their case. The principal retains the authority to exercise a veto over decisions made by the SDMC.
Method of Communications

Members of the school community may submit non-personnel issues for consideration through the shared decision-making process. Written issues or concerns are submitted to any SDMC member or placed in the SDMC box located in the main office. A school community member may attend a meeting of any committee to discuss or present an issue. All meetings are on the monthly calendar. The SDMC delivers issues to appropriate standing committees for action. Communications from all committees is transmitted to faculty, staff, and parents.

All SDMC information must be included on the campus website. A list of meeting dates, committee members, agendas and minutes for each meeting must be able to be accessed. The home page of each campus website must include a link to the SDMC page for easy access.

Membership Composition of the SDMC

<table>
<thead>
<tr>
<th>Number of Classroom Teachers</th>
<th>5</th>
</tr>
</thead>
<tbody>
<tr>
<td>Number of School-based Staff (Half the number of classroom teachers)</td>
<td>2</td>
</tr>
<tr>
<td>Number of Non-Instructional Staff</td>
<td>1</td>
</tr>
</tbody>
</table>

(Modify or insert additional lines as needed)

<table>
<thead>
<tr>
<th>Name of SDMC Member</th>
<th>Position (Add Date Term expires)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Michael Goodie</td>
<td>Classroom Teacher (2019)</td>
</tr>
<tr>
<td>Gonzalo Tamez</td>
<td>Classroom Teacher (2019)</td>
</tr>
<tr>
<td>Monica Mendoza</td>
<td>School-based Staff (2019)</td>
</tr>
<tr>
<td>Benilde Gradney</td>
<td>Non-Instructional Staff (2019)</td>
</tr>
<tr>
<td>Noel Pinnok</td>
<td>Business Member (2018)</td>
</tr>
<tr>
<td>Art Smith</td>
<td>Community Member (2018)</td>
</tr>
<tr>
<td>Click here to enter text.</td>
<td>Community Member</td>
</tr>
<tr>
<td>Marissa Gomez</td>
<td>Parent (2018)</td>
</tr>
<tr>
<td>Shirley Rose-Gilliam</td>
<td>Principal</td>
</tr>
<tr>
<td>Sandra Wallace</td>
<td>Classroom Teacher (2019)</td>
</tr>
<tr>
<td>Carlos Lucero</td>
<td>Classroom Teacher (2019)</td>
</tr>
<tr>
<td>Carla Brown</td>
<td>Classroom Teacher (2019)</td>
</tr>
<tr>
<td>LaTanza Revis</td>
<td>School-based Staff (2019)</td>
</tr>
<tr>
<td>Alisha Hodge</td>
<td>Student (2019)</td>
</tr>
</tbody>
</table>

Other Campus Intervention Team members (non-SDMC):

For campuses designated for Improvement Required, Focus or Priority for 2016-2017:

<table>
<thead>
<tr>
<th>Name</th>
<th>Position</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rhonda Johnson</td>
<td>School Support Officer (SSO)</td>
</tr>
<tr>
<td>Hazel Johnson</td>
<td>Professional Service Provider (PSP)</td>
</tr>
<tr>
<td>Michael Simmons</td>
<td>Teacher Development Specialist (TDS)</td>
</tr>
<tr>
<td>Click here to enter text.</td>
<td>Other district personnel – position: Click here to</td>
</tr>
<tr>
<td>Click here to enter text.</td>
<td>Other district personnel – position: Click here to</td>
</tr>
<tr>
<td>Click here to enter text.</td>
<td>Other: Click here to enter text.</td>
</tr>
</tbody>
</table>
NEEDS ASSESSMENT

Narrative of Data Analysis and Root Causes

A review of relevant campus data was conducted. Data points included STAAR, TEA Accountability, Advanced Placement, SAT, campus attendance results from 2016-2017. Participating in this disaggregation were members of the campus SDMC, which included campus administrative and instructional leadership. Essentially, although campus instruction generally appears to effectively reach the student population, there are significant gaps in academic performance of Hispanic, special education, and ELL student groups compared to performance of “All students.” Root cause for this gap is marginalization for all Hispanic and ELL students and monitoring IEPs for special education students to ensure students are receiving consistent and appropriate accommodations. Index 4 “Meets Grade Level” measure was 29%. Root cause is failure to institute cohesive and timely systems and procedure that monitored and adjusted the instructional delivery, interventions, and remediation. Students most at risk are frequently not performing on par with their less at risk counterparts. On the other hand, students with the highest demonstrated potential, are consistently not performing up to that potential. The causes of these disparities were found, in general, to be rooted in often missing instructional differentiation, less effective instructional methodologies, intermittent formative assessment disaggregation, and less rigorous academic performance goals.

Narrative of Identified Needs – Include Special Education Needs

Although progress toward 2016-2017 goals was noted, Wheatley did not demonstrate the level of achievement anticipated. We experienced slight growth in English Language Arts on both STAAR exams during the past three years. Additionally, of continued concern is our lack of progress in assisting students to achieve at the higher Advanced Level III on any of the state sponsored tests. The conclusion is that differentiation in instruction and efforts to implement a more rigorous approach to teaching, are still missing the mark. Strategic and prescriptive interventions are necessary to target our special education and ELL populations.

Advanced Placement testing witnessed a similar struggle with students underperforming their earlier demonstrated potential. With increasing enrollment in Advanced Placement courses, we did not see a corresponding increase in students scoring a three or higher on the exams. We did, however, see an increase in the number of students who scored a two, demonstrating that we have turned a corner in offering effective instruction in these advanced courses. In general, a concern over a misalignment of instructional practices and academic expectations with student potential remains.

Data analysis of Index 4 revealed disparity in our Hispanic population. Concerns include insufficient training and lack of adherence to policies/procedures by counselors and registrar as it pertains to graduation plans, i.e. minimum plan and recommend high school plan; knowledge of process and procedures for scheduling CTE courses; Lack of promoting advanced academic enrollment especially for Hispanic students; need to promote postsecondary options for all students that include community college, vocational schools, ROTC.

As a member of the Superintendent’s Schools, Wheatley has received assistance from all departments. Our main focus is student progress and working to close the achievement gap by having our students meet grade level. Plans are in place with services provided by HISD Multilingual department and Special Education services. Additional resources and supports include embedded professional development, coaching of inclusion teachers and pull-outs as needed targeting individual special needs students. Data will be used to guide instruction for students receiving special education services. Campus content specialists will provide small group instruction to reduce/close gaps in student’s learning.

Wheatley receives wraparound services from several entities in the community, MBK, Fifth Ward Enrichment, Eyes on Me, UH Minority Male Recruitment, TAPS, and Community in Schools (on campus with two full time counselors). In addition, HISD will provide an additional Wraparound Resource Specialist to further provide needed services to our students and parents.
Following the in-depth data analysis, needs assessment and development of the campus SIP, the campus must indicate on this table that any unmet or barely met accountability standards have been addressed:

<table>
<thead>
<tr>
<th>Performance Index</th>
<th>Met?</th>
<th>Unmet or barely met Subject(s) / Measure(s)?</th>
<th>Student Group(s) Below Standard?</th>
<th>Needs addressed in the following SIP Goal(s):</th>
</tr>
</thead>
<tbody>
<tr>
<td>Texas Accountability System</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>I. Student Achievement</td>
<td>No</td>
<td>ELA, MATH, SCIENCE</td>
<td>ALL</td>
<td>Goal 1, 2, 3</td>
</tr>
<tr>
<td>II. Student Progress</td>
<td>Yes</td>
<td>ELA, MATH, SCIENCE, SOCIAL STUDIES</td>
<td>Hispanic and Special Education</td>
<td>Goal 1, 2, 3</td>
</tr>
<tr>
<td>III. Closing Gaps</td>
<td>Yes</td>
<td>READING, MATH, SCIENCE</td>
<td>Eco Disadv. And Special Education</td>
<td>Goal 1, 2, 3</td>
</tr>
<tr>
<td>IV. Postsecondary Readiness</td>
<td>No</td>
<td>READING, MATH, SCIENCE</td>
<td>Hispanic</td>
<td>Goal 1, 2, 3</td>
</tr>
<tr>
<td>Federal System Safeguards</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Reading Performance</td>
<td>No</td>
<td>ELA</td>
<td>All</td>
<td>Goal 1</td>
</tr>
<tr>
<td>Reading Participation</td>
<td>Yes</td>
<td>ELA</td>
<td>All</td>
<td>Goal 1</td>
</tr>
<tr>
<td>Reading Alt #2</td>
<td>Yes</td>
<td>ELA</td>
<td>All</td>
<td>Goal 2</td>
</tr>
<tr>
<td>Math Performance</td>
<td>No</td>
<td>Click here to enter text.</td>
<td>All</td>
<td>Goal 2</td>
</tr>
<tr>
<td>Math Participation</td>
<td>Yes</td>
<td>Click here to enter text.</td>
<td>All</td>
<td>Goal 2</td>
</tr>
<tr>
<td>Math Alt #2</td>
<td>Yes</td>
<td>Math</td>
<td>All</td>
<td>Goal 2</td>
</tr>
<tr>
<td>4 Year Graduation</td>
<td>Yes</td>
<td>Click here to enter text.</td>
<td>All</td>
<td>Goal 1, 2, 3</td>
</tr>
<tr>
<td>5 Year Graduation</td>
<td>Yes</td>
<td>Click here to enter text.</td>
<td>All</td>
<td>Goal 1, 2, 3</td>
</tr>
</tbody>
</table>

**STAFF DEVELOPMENT PLANS – INCLUDE BELOW**

To better address the needs of all student demographics and specifically those most at need, as well as those with the greatest potential, Wheatley will implement the following multi-tiered professional development plan.

Staff development will include activities to assist in working with students placed at-risk. As a member of the Superintendent’s Schools, Wheatley has received assistance from all departments. Our main focus is student progress and working to close the achievement gap by having our students meet grade level. Plans are in place with the following District services multilingual department and Special Education. Additional resources and supports include embedded professional development, coaching of inclusion teachers and in class support for pull-outs/push-ins for special populations.

As a community of educators, our work is focused on first time teaching. Instructional design consists of four core content specialists and a designated coach for novice teachers. An eight period/block schedule provides additional options for our students to receive interventions and enrichment throughout the school day. ELAI, ELAII, Algebra, USHist, and Biology teachers receive an additional period for PLC and collaboration with content teams. Administrators and TDS provide coaching and classroom support. Teachers meet weekly on campus for on-going professional development which includes, but not limited to: Relationship Building, Feedback, Curriculum Planning, Literacy, Data Driven Instruction, and Instructional Strategies focusing on effect size (Visible Learning, John Hattie research), Achieve 3000, OnTrack, and Universal Screener/Imagine Learning. Second tier of support - Wheatley is participating in the high school collaborative which meets bi-monthly on Thursdays throughout the year. Third tier of support includes distance learning with demonstration school, Westside High School.
Faculty meetings are focused on professional development reviewing fundamentals of classroom management, daily routines, research based instructional strategies with high effect sizes. It will also help teachers to understand children and allow them to view teaching as an opportunity to change the Fifth Ward community rather than a challenge to just survive. Training includes emotional and social professional development for teachers with an emphasis on Visible Learning.

“Visible learning refers to making student learning visible to teachers so they can know whether they are having an impact on this learning. Further, it also refers to making teaching visible to the student as well so that students learn to become their own teachers, an important component of becoming lifelong learners – This type of training also has the benefit of the teaching staff coming together and supporting each other in the vision of teaching every child and believing our children will be successful” John Hattie. It will also enhance, engage, and develop camaraderie among staff members causing staff members to become true stakeholders by “owning” the vision and become consistent in all aspects of our plan. Consistency is the key to sustainability. It is Wheatley’s goal to develop and grow the teaching staff to become a community of educators that are well equipped to service the needs of our student population.

SCHOOL WAIVERS FROM BOARD POLICY/GUIDELINES

Our campus has approved waivers from HISD Board Policy and/or Guidelines, as outlined below, for the 2017-2018 school year.

Yes ☐ No ☒

#1-High Schools – Credits and Curriculum Waiver of Local Board Policy EIA (LOCAL) and EIC (LOCAL)
The purpose of this waiver is to offer a pass/fail grade option to high achieving junior and senior AP/Dual Credit/Dual Enrollment/Honors students to encourage them to pursue their interests in extracurricular or multiyear programs, including their interests in physical fitness, sports, and Physical Education (PE) related courses, without having their GPA negatively affected. It is recommended by the HISD Curriculum Department that this waiver be approved, contingent upon a numerical grade being assigned to a student’s first PE course: any additional PE courses can be offered with a pass/fail grading option. The support for the calculation of GPA will not be available from the District. Students must carry a full load of AP coursework. All other eligibility requirements will be determined by the school. The specific objective is to increase the number of students taking Advanced Placement/Dual Credit/Dual Enrollment/Honors courses and is identified in the school’s SIP. The success of this waiver will be determined by the number of students that request the pass/fail option and participate in extracurricular activities as compared to the year before.

Yes ☐ No ☒

Rationale for Waiver

Metrics of Success
#2-All Schools - HISD Early Dismissal Days Waiver of Local Board Policy EB(LOCAL) and Board Approved 2017-2018 Academic Calendar

This waiver allows a school to be exempt from the district early dismissal calendar days of September 21st, October 20th, November 10th, January 26th and February 23rd of the 2017-2018 school year. Students can attend school for a full-day instead of releasing early those days. Schools will be responsible for the additional cost of transportation that is incurred by this waiver as well as the responsibility of notifications to parents of the altered schedule change that is brought about by this waiver.

| Yes | ☐ | No | ☒ |

Rationale for Waiver

Metrics of Success

#3-Alternative Schools - PTA/PTO on Campuses with Specialty Instructional Settings Waiver of Local Board Policy GE (LOCAL) and GE1 (REGULATIO

This is a request to waive the requirement for a PTA/PTO program at these unique, highly transitional alternative campuses in HISD. Students attending these campuses are assigned on an individual basis, and many times only assigned for a short duration. Since each child’s program is individualized and confidential, individual parent meetings are utilized to discuss student services that meet the needs of every single student. When possible, parents are required to participate in meetings and/or parent conferences to give consent to services rendered. Many times phone conferences are conducted in lieu of parent attendance to accommodate a particular student status. The impact of this waiver will be measured by the number of individual parent meetings held and its relation to individual student success with the ongoing and self-paced instructional services offered at the campus under the supervision of trained teacher/mentors.

| Yes | ☐ | No | ☒ |

Rationale for Waiver

Metrics of Success
#4-All Schools – Nine (9) Week Grading Cycle – Grading Cycle Waiver of Local board Policy EIA (LOCAL)
The purpose of this waiver is to use a nine week grading cycle. This will provide teachers with additional instructional time with students before grading periods. Student achievement will be positively impacted by providing students more time to improve their grades following the distribution of progress reports. The nine week cycle will align and provide for consistent communication with parents. This does not waive required UIL three week progress reporting. With a 9 week grading cycle, students have extended time to progress and have a longer opportunity to develop and demonstrate mastery on TEKS.

| Yes ☒ | No ☐ |

Rationale for Waiver

Metrics of Success

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#5-High Schools - Modified Schedule/State Assessment Days (State General Waiver)
This Waiver allows the district or charter school to modify the schedule of classes for high school students (Grades 9-12) only who are not being tested to report to and attend the school after the state assessment testing period has ended, therefore, reducing the interruptions during the testing period. All students must be scheduled for at least 240 minutes of instruction. The time students test can be included as instructional time. If this is a renewal, a statement of compliance is required.

| Yes ☒ | No ☐ |

Rationale for Waiver

Metrics of Success
#6-High Schools - Foreign Exchange Student Waiver of TEC §25.001(E)

The purpose of this waiver is to limit the number to 5 or more per high school must be submitted as a general waiver application. Districts and charter schools may request a waiver to limit the number of foreign exchange students admitted into the district under Texas Education Code §25.001(e). The approval of this waiver is not retroactive and takes effect on the date that the agency approves the application. The districts and charter schools are required to enroll foreign exchange student who arrive in the district or who have requested enrollment in the district prior to the waiver approval date.

| Yes | ☐ | No | ☒ |

Rationale for Waiver

Metrics of Success

#7-High Schools – Credits and Curriculum Waiver (School Guidelines, Section VIII)

The purpose of this waiver is to allow students to earn the one-half health credit through the designated disciplines of either physical education (PE) or Biology I by embedding health TEKS and aligning them with the designated discipline. The designated discipline teacher must be certified in Health. TEKS integration must be documented and the course syllabus must be submitted to and approved by Curriculum through the Student Health Advisory Committee (SHAC).

| Yes | ☒ | No | ☐ |

Rationale for Waiver

Metrics of Success
The SIP requires SMART Goals (which should include a summative evaluation, which outlines the factors used to measure the objective at year-end and to determine if it was attained) and measurable objectives based on the Needs Assessment. Campuses must address any unmet accountability index and any unmet System Safeguard. Based on the Data Analysis and Needs Assessment, the following Goals must be addressed. Faced with a priority need, the goal is the changed outcome the campus is planning to accomplish. All goal areas specific to your campus grade levels must be addressed.

Goal Area I: Increase Student Achievement (HISD Goal 1)
1. Reading/Language Arts
2. Mathematics
3. Accountability and Federal System Safeguards
4. Index 4 Goals
   a. Dropout Prevention / Graduation Rate Improvement (MS, HS)
   b. Ninth Grade Promotion (HS)
   c. Advanced Course / Dual Credit Enrollment (HS)
   d. AP/IB Exams Participation and Scores (HS)
   e. PSAT/SAT/ACT Participation and Scores (HS)
   f. College Readiness (ES, MS, HS)
5. Attendance

Goal Area II: Improve Safety, Public Support, and Confidence (HISD Goals 3, 5)
   a. Bullying Prevention
   b. Child Abuse & Sexual Abuse Prevention
   c. Coordinated Health Program (Elementary, Middle, and K-8 Campuses Required)
   d. Dating Violence Awareness
   e. Discipline Management – Safe Environments
      a. DAEP Referrals
      b. Special Education In-school Suspension
      c. Special Education Out-of-School Suspension
   f. Drug, Tobacco, Alcohol Prevention
   g. Suicide Prevention
   h. Parent and Community Involvement

Goal Area III: Special Population Goals & Strategies – include funding sources in the Resource Column for Special Populations
   a. Gifted & Talented Program
   b. Special Education Program
      a. STAAR/EOC Participation
      b. Representation
         i. Overall
         ii. African-American
         iii. Hispanic
         iv. ELL
      c. Placement in Instructional Setting 40/41
   c. Economically Disadvantaged
      a. STAAR/EOC Participation
   d. English Language Learners
      a. STAAR/EOC Participation
      b. TELPAS Reading and Composite Scores
   e. Dyslexia Program
<table>
<thead>
<tr>
<th>Priority Need</th>
<th>Implementation and instructional deployment that focuses on promoting student growth and performance at a minimum rate of 1.75 years.</th>
</tr>
</thead>
<tbody>
<tr>
<td>Critical Success Factor(s):</td>
<td>Improve demonstration of learning application across curriculum with a disciplinary focus and support student growth through enabling dynamic teaching and learning.</td>
</tr>
<tr>
<td>Goal and Summative Evaluation</td>
<td>Improve comprehension and evaluative skills sets measure by curricular experience demonstrations in preparation for standardized testing.</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Strategy</th>
<th>Measurable Objective</th>
<th>Title of Staff Member Responsible</th>
<th>Resources – include funding sources (i.e. GT, Title 1, State Comp. Ed., Bilingual/ESL Special Ed., CTE, etc.)</th>
<th>Veline</th>
<th>Milestones Formative Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Will use Universal Screener through Renaissance 360 to determine and establish baseline performance data and evaluate the TEKs in companion to Lexile level for strategic instruction through Imagine Learning and Achieve 3000 instructional support software with anticipated outcomes of 1.41 years growth experience.</td>
<td>Identify students progressive conceptualization and comprehension baseline.</td>
<td>PLC Team, Consultant, TDS, Instructional Coach, Dean of Instruction and Principal</td>
<td>Universal Screener, Achieve 3000, Imagine Learning, Literacy Libraries; Achieve 180, TTIPS</td>
<td>September 2017-April 2018</td>
<td>Completion of in-service trainings on software, accessibility and usage. Integrated data review of historical and performance data including STAAR results.</td>
</tr>
<tr>
<td>HISD Literacy Empowered Initiative that utilizes Lexile leveled paralleled text to practice TEKs skills. Anticipated growth of</td>
<td>Increase and improve student’s comprehension, inference and articulation of ideas present in literature for cross curricular</td>
<td>Reading Intervention teacher, PLC Team, Consultant, TDS, Instructional Coach</td>
<td>District in-service training, resources and materials.</td>
<td>August 2017-April 2018</td>
<td>Arching evaluative data from formative and summative data, benchmark/snapshot data and qualitative student performance inventory analysis</td>
</tr>
<tr>
<td>.75 years with fidelity practice.</td>
<td>application and skill acquisition incorporation.</td>
<td>leading into STAAR administration.</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>---------------------------------</td>
<td>-----------------------------------------------</td>
<td>----------------------------------</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>QTEL instructional strategies and SIOP acquisition practices implemented for all ELAR classes with intentional differentiation for students in the language acquisition phase.</td>
<td>Connect instruction to all EL students so that acquisition of academic context, knowledge and awareness if achievable and sustainable through intentional scaffolding strategies and practices.</td>
<td>September 2017-April 2018</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Utilization of qualitative and quantitative data, best practices and traditional strategies to design, implement and deliver instruction that is enriched, purposeful and aligned with readiness and supporting standards.</td>
<td>Provide insight into the students learning paradigm from an outcome focused model based on data that is performance and growth as well as potential with recursive, intervention and remediation where necessary in real time instruction.</td>
<td>September 2017-April 2018</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Intervention Plan includes administering diagnostic for individualized prescribe support application based on students’ demonstration of mastery and challenge in the designated TEKs Fig 19A, Fig 19B, 5D as they provide cross-curricular support and literacy enrichment for</td>
<td>Provide students with individualized interventions that will produce a gain of .56-1.12 in literacy and written communication competency for all language learners. EL/ESL tiered SIOP intervention and remediation plan will also include collaborative driven</td>
<td>October 2017-April 2018</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Reading Intervention**: Teacher, PLC Team, Consultant, TDS, Instructional Coach

**Resource manipulative and formatting with lesson plan creation focused on using the student driven interest and experience model to connect to TEK skills for strategic application across curriculum**

**Connect instruction to all EL students so that acquisition of academic context, knowledge and awareness if achievable and sustainable through intentional scaffolding strategies and practices.**

**Reading Intervention teacher, PLC Team, Consultant, TDS, Instructional Coach**

**Use of PLC time and agenda to evaluate data and dialogue on planning, deployment and outcomes as it pertains to individual and collective students’ performance in on assessed TEKs.**

**Provide insight into the students learning paradigm from an outcome focused model based on data that is performance and growth as well as potential with recursive, intervention and remediation where necessary in real time instruction.**

**Reading Intervention teacher, PLC Team, Consultant, TDS, Instructional Coach**

**Use of PLC time and agenda to evaluate data and dialogue on planning, deployment and outcomes as it pertains to individual and collective students’ performance in on assessed TEKs.**

**Intervention Plan includes administering diagnostic for individualized prescribe support application based on students’ demonstration of mastery and challenge in the designated TEKs Fig 19A, Fig 19B, 5D as they provide cross-curricular support and literacy enrichment for**

**Provide students with individualized interventions that will produce a gain of .56-1.12 in literacy and written communication competency for all language learners. EL/ESL tiered SIOP intervention and remediation plan will also include collaborative driven**

**PLC Team, Consultant, TDS, Instructional Coach**

**EOC Blueprint, On-Track Test Generator, Achieve 3000, Imagine Learning, Mind Play, QTEL Lesson cycles, engineered text, Learning Lab/Student recording**

**Partnered, aligned and central focused instructions based on TEKs as outlined in C&I S&S in a truncated lesson cycle deconstructed focus.**

**IDPD and professional reflection and complex data analysis to dictate future instruction**

**Snapshot/Benchmark results; student data review and conferences, formative and summative assessments by 6 weeks**
| impact instruction, acquisition and standardized test performance. EL Intervention Plan includes deployment of QTEL learning strategies; primary language bridging writing workshop cycles, measured collaborative heterogenous instruction groups to provide additional scaffolds and push-in tutorial support via Consultants utilizing course instruction materials to provide recursive and remediation reiteration as need in the small group/workstation model. Students will be given in-class reading enrichment both read aloud and SRW model using YA literature, current events article and news clips as well as personal/familial experience. | scaffolding and differentiation to utilize peer-to-peer support in furtherance of retention of acquired language and knowledge. | | |
### GOAL AREA 1: Student Achievement  
**Math**

<table>
<thead>
<tr>
<th>Priority Need</th>
<th>Increase student skills in algebra I</th>
</tr>
</thead>
<tbody>
<tr>
<td>Critical Success Factor(s):</td>
<td>Improve Academic Performance</td>
</tr>
<tr>
<td>Goal and Summative Evaluation</td>
<td>Increase all student achievement on Algebra I STAAR by 10% points</td>
</tr>
<tr>
<td>Strategy</td>
<td>Measurable Objective</td>
</tr>
<tr>
<td>----------</td>
<td>---------------------</td>
</tr>
<tr>
<td>To assist students in internalizing the skills of annotating and meaning of Mathematical terms in order to solve problems</td>
<td>Use anchor charts to support students reading of math problems</td>
</tr>
<tr>
<td>Master of academic vocabulary by 100% of students</td>
<td>Word walls Vocabulary journals</td>
</tr>
<tr>
<td>Work collaboratively with team members and principals of assigned schools to develop, update, and implement plan for re-testers in December</td>
<td>Students that passed Algebra 1 but failed the EOC STAAR will be grouped together in the same Geometry class. The teacher will review Algebra 1 content and test taking strategies. Students that failed the Algebra 1 and failed the EOC STAAR will be placed in an Algebra 1 class</td>
</tr>
<tr>
<td>To assist students in internalizing the skills of using the Ti Nspire calculator</td>
<td>Students will be placed with math tutors that will assist with helping</td>
</tr>
<tr>
<td>students learn the calculator</td>
<td>Close reading</td>
</tr>
<tr>
<td>--------------------------------</td>
<td>---------------</td>
</tr>
<tr>
<td>Improves Math scores on the STAAR test from 58% to 75% by improving reading comprehension skills</td>
<td>Math tutors Instructional coach Administrators Math tutors</td>
</tr>
</tbody>
</table>
**GOAL AREA 1: Student Achievement: Performance Index - Student Achievement /Student Progress/Closing Gaps/Postsecondary Readiness**
(mandatory, if not met)

<table>
<thead>
<tr>
<th>Priority Need</th>
<th>Increase ELL and SPED student performance on all EOC Testing Areas</th>
</tr>
</thead>
<tbody>
<tr>
<td>Critical Success Factor(s):</td>
<td>Improve Academic Performance</td>
</tr>
<tr>
<td>Goal and Summative Evaluation</td>
<td>To Meet TEA Standard of Performing Schools</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Measureable Objective</th>
<th>Strategy</th>
<th>Title of Staff Member Responsible</th>
<th>Resources – include funding sources (i.e. GT, Title 1, State Comp. Ed., Bilingual/ESL Special Ed., CTE, etc.)</th>
<th>Timeline</th>
<th>Milestones Formative Evaluation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Increase in reading levels</td>
<td>Identify ELL and SPED students using Universal Screener and develop protocol for Imagine Learning</td>
<td>Instructional Leadership team, Instructional Specialist</td>
<td>State Comp ED, Bilingual/ESL</td>
<td>October 2017- May 2018</td>
<td>Lexile level growth in reading</td>
</tr>
<tr>
<td>Student engagement</td>
<td>Lead4ward school following District protocol.</td>
<td>Principal for Advanced Academics, Instructional Coaches, PLC Teacher Leaders</td>
<td>student schedules, teacher recommendations</td>
<td>October 2017- May 2018</td>
<td>Establish a pool of interested students</td>
</tr>
<tr>
<td>Increase teacher classroom instructional effectiveness focused by providing formal and informal onsite/offsite professional development.</td>
<td>Provide Targeted Professional Development</td>
<td>Principal for Advanced Academics, Instructional Coaches, PLC Teacher Leaders</td>
<td>Funding for additional hours worked. Collaboration Time and PD via distance learning with demonstration school</td>
<td>October 2017- May 2018</td>
<td>Full year of MYP unit planners on HUB</td>
</tr>
</tbody>
</table>
SIP Part 3: Special Funding Goals

**Goal Area: Title I, Part A – 10 Required Components of Schoolwide Planning**

1. **Comprehensive Needs Assessment** All data were reviewed for all students and student groups to identify areas of strength and areas of need in terms of student achievement, staff development, and parent involvement in relation to the state academic content standards and the state student academic achievement standards.

   - Briefly summarize your campus’ needs as identified in your Comprehensive Needs Assessment.
   - Indicate the programs and resources that are being purchased out of Title I funds.

2. **Schoolwide Reform Strategies** List at least four (4) campus-specific, schoolwide reform strategies that will provide opportunities for all students to meet the advanced and proficient levels of student achievement. Strategies are based on evidence-based research to increase achievement for each sub-group on state tests.

   1)  
   2)  
   3)  
   4)

3. **Instruction by Effective Teachers** State the campus’ strategies to ensure that 100 percent of your teachers and paraprofessionals are effective teachers.

4. **High-Quality and Ongoing Professional Development** Explain the process to provide high-quality and ongoing professional development for teachers, paraprofessionals and other staff members. Professional development must include the goals and objectives of the schoolwide plan, and receive the sustained, high-quality professional development required to implement them.

   - Process of high-quality professional development:  
   - Process of ongoing professional development:

5. **Strategies to Attract and Retain Effective Teachers to High-Need Schools** Describe strategies used to retain and attract effective teachers.

   - Strategies to retain Effective teachers:  
   - Strategies to attract Effective teachers:

6. **Strategies to Increase Parental Involvement** Identify at least four (4) strategies specific to your campus to increase parental involvement activities.

   1)  
   2)  
   3)  
   4)
7. **Ensure Smooth Transition for Students (PRIMARY/ES)** Explain plans for assisting preschool children in the transition from early childhood programs to local elementary school programs. (SECONDARY) Identify transition activities for students as they enter each level (intermediate, middle, high school) and as students exit special programs (e.g. Bilingual, ESL & Special Education).
   - (PRIMARY/ES) Preschool transition:
   - (SECONDARY) Transition activities:

8. **Measures to Include Teachers in Decisions Regarding the Use of Academic Assessments** In addition to state performance data, describe measures to include teachers in making decisions about academic assessments in order to provide information on, and to improve, the achievement of individual students and the overall instructional program.
   - Describe measures:

9. **Effective, Timely Additional Assistance** Address activities to identify and ensure effective, timely assistance for all students not meeting state standards.
   - Process to identify students:
   - Activities to ensure effective and timely assistance:

10. **Coordination and Integration of Federal, State and Local Services Programs** State the strategies to coordinate programs/services/funds under ESSA to upgrade the entire educational program and increase student achievement while ensuring that the intent and purpose of each program has been met.
   - Strategies to increase program effectiveness:
<table>
<thead>
<tr>
<th>Positions Funded Out of Title I Funds</th>
</tr>
</thead>
<tbody>
<tr>
<td>(Please indicate the quantity of each position selected for the school year.)</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Position Description</th>
<th>Grade Levels</th>
</tr>
</thead>
<tbody>
<tr>
<td>Parent Engagement Rep</td>
<td></td>
</tr>
<tr>
<td>Tutor, Academic (Hourly)</td>
<td></td>
</tr>
<tr>
<td>Tutor, Associate (Hourly)</td>
<td></td>
</tr>
<tr>
<td>Tutor, Sr. Academic</td>
<td></td>
</tr>
<tr>
<td>Counselor (must have rationale that shows duties are supplemental to the regular school program)</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>Social Worker (must have rationale that shows duties are supplemental to the regular school program)</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>Psychologist (must have rationale that shows duties are supplemental to the regular school program)</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>Coach, Graduation</td>
<td></td>
</tr>
<tr>
<td>Teacher, Intervention (Hourly)</td>
<td>All grade levels - [General]</td>
</tr>
<tr>
<td>Teacher, Intervention (Hourly)</td>
<td>All grade levels - [Math]</td>
</tr>
<tr>
<td>Teacher, Intervention (Hourly)</td>
<td>All grade levels - [Reading]</td>
</tr>
<tr>
<td>Teacher, Intervention (Hourly)</td>
<td>All grade levels - [Science]</td>
</tr>
<tr>
<td>Teacher, Intervention [General]</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>Teacher, Intervention [Math]</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>Teacher, Intervention [Reading]</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>Teacher, Intervention [Science]</td>
<td>All grade levels (Cannot be primary teacher of record)</td>
</tr>
<tr>
<td>*Teacher, Class-Size Reduction [General]</td>
<td>All elementary grade levels</td>
</tr>
<tr>
<td>*Teacher, Class-Size Reduction [Bilingual]</td>
<td>All elementary grade levels</td>
</tr>
<tr>
<td>*Teacher, Class-Size Reduction [ESL]</td>
<td>All elementary grade levels</td>
</tr>
<tr>
<td>*Teacher, Class-Size Reduction [All core content areas]</td>
<td>All secondary grade levels</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Capital Outlay Requested (Y/N)?</th>
</tr>
</thead>
<tbody>
<tr>
<td>If yes, please list the items below. <strong>Please note, all capital outlay requests must receive approval from TEA prior to purchase.</strong></td>
</tr>
</tbody>
</table>
Indicate “Yes” or “No” below if your campus’ Title I funds will be utilized to fund the following items:

<table>
<thead>
<tr>
<th>Item</th>
<th>Yes or No</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. In-State Travel</td>
<td>Yes</td>
</tr>
<tr>
<td>2. Out-of-State Travel</td>
<td>No</td>
</tr>
<tr>
<td>3. Professional Development</td>
<td>Yes</td>
</tr>
<tr>
<td>4. Field Lessons</td>
<td>Yes</td>
</tr>
<tr>
<td>5. Contracted Services</td>
<td>Yes</td>
</tr>
<tr>
<td>6. Tutoring</td>
<td>Yes</td>
</tr>
<tr>
<td>7. Materials and Supplies</td>
<td>Yes</td>
</tr>
</tbody>
</table>
**Goal Area:  Mandated Health Services**

1. Immunization Monitoring  
Person Responsible for monitoring immunization requirements, data entry, and state reporting requirements: Click here to enter text.  
If your campus does not have a certified school nurse or screener, please explain how you will complete this on or before October 30, 2015 (include an estimate of number of students that must be screened): Click here to enter text.

2. Vision Screening at Grades: PK, K, 1, 3, 5, 7  
Person Responsible for screening, data entry, completing referral forms, and submitting state report: Click here to enter text.  
If your campus does not have a certified school nurse or screener, please explain how you will complete this on or before December 4, 2015 (include an estimate of number of students that must be screened): Click here to enter text.

3. Hearing Screening at Grades: PK, K, 1, 3, 5, 7  
Person Responsible for screening, data entry, completing referral forms, and submitting state report: Click here to enter text.  
If your campus does not have a certified school nurse or screener, please explain how you will complete this on or before December 4, 2015 (include an estimate of number of students that must be screened): Click here to enter text.

4. Type 2 Diabetes Screening at Grades: 1, 3, 5, 7  
Person Responsible for screening, data entry, completing referral forms, and submitting state report: Click here to enter text.  
If your campus does not have a certified school nurse or screener, please explain how you will complete this on or before December 4, 2015 (include an estimate of number of students that must be screened): Click here to enter text.

5. Spinal Screening at Grades: 6, 9  
Person Responsible for screening, data entry, completing referral forms, and submitting state report: Click here to enter text.  
If your campus does not have a certified school nurse or screener, please explain how you will complete this on or before February 1, 2016 (include an estimate of number of students that must be screened): Click here to enter text.

6. Medication Administration  
Person Responsible for administering medication including, but not limited to emergency care of students with diabetes, seizures, and life threatening anaphylaxis: Click here to enter text.  
If your campus does not have a certified school nurse, please explain your rationale for not providing this service and how you will meet this ongoing student support need for the school year of 2015-2016: Click here to enter text.

7. AED (Automated External Defibrillators) Monthly Maintenance Check  
Person certified in CPR/AED who is responsible for conducting monthly maintenance check for all AEDs and submitting report to Health and Medical Services annually: Click here to enter text.  
If your campus does not have an individual certified in CPR/AED who is conducting this monthly, please explain your rationale and how you will meet this requirement for the 2017 – 2018 school year. (Include the number of AEDs on campus: Click here to enter text.)
School Improvement Plan SharePoint Site Uploads

The following documents are uploaded to the School Improvement Plan SharePoint Site separately:

1. The School Improvement Plan—only upload one time, after your SSO has approved it
   Please use the following naming convention:
   School name, SIP 2017-2018

2. The Executive Summary - This summary is submitted to the HISD Board of Education as part of the public hearing, at which time the Board votes on approval of the SIP.
   Please use the following naming convention:
   School name, Executive Summary 2017-2018
   The Executive Summary gives a brief description of the school’s culture and ongoing developments by condensing the more detailed reports in the SIP. The following information must also be included:
   a. The title, school name, principal’s name, and administrative District;
   b. A brief description of the school, students, and community;
   c. A description of the areas in need of improvement (based on analysis of data in the needs assessment) that will be addressed in the SIP;
   d. A list of all measurable objectives, which should match those presented in Part 2 of the SIP; and
   e. A brief description of the major initiatives or strategies that will be implemented.

3. The completed Signature Page – including SSO and Chief’s signatures
   Please use the following naming convention:
   School name, Signature Page 2017-2018
3 Applicant Eligibility Certification
§10.202 of the Uniform Multifamily Rules identifies situations in which an Application or Applicant may be ineligible for Department funding. Applicants must provide disclosure of all potential instances of ineligibility, along with evidence of appropriate corrective action taken and accepted by the Department or mitigating factors to be considered. Documentation should be attached behind this tab.

Disclosure of all potential instances of ineligibility, along with evidence of appropriate corrective action is included behind this tab.

The form must be executed by all individuals included on the organizational chart who are identified under §10.204(2)(A) – (D) of the Uniform Multifamily Rules and who have the ability to exercise control over the Development.

**The form should be executed, notarized, and included in the full application document.**

The submission may include one copy of the certification along with copies of the signature pages. A signed, dated, and notarized signature page for each individual described above must be included. No hard copy is required, only a scanned copy within the final PDF file.

The form for the certification will be posted to the Department's website at [http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm](http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm)
Applicant Eligibility Certification

All defined terms used in this certification and not specifically defined herein have the meanings ascribed to them in Chapter 2306 of the Tex. Gov’t Code, §42 of the Internal Revenue Code, and §10.3 of the Uniform Multifamily Rules.

The undersigned, in each and all of the following capacities in which it may serve or exist or be contemplated to bring a new entity into existence—Applicant, Development Owner, Developer, Guarantor of any obligation of the Applicant, and/or Principal of the Applicant and hereafter referred to as “Applicant,” whether serving in one or more such capacities, is hereby submitting its Application to the Department for consideration of multifamily funding.

Applicant hereby represents, warrants, agrees, acknowledges and certifies to the Department and to the State of Texas that:

It has obtained all necessary consents and approvals, and conducted all necessary diligence to enable it to make these certifications and to perform any all agreements and to give all consents provided for or made herein.

All representations, undertakings and commitments made by Applicant in the Application process for a Development, whether with respect to Threshold Criteria, selection criteria or otherwise, expressly constitute conditions to any Commitment, Determination Notice, Carryover Allocation, or Direct Loan Commitment for such Development which the Department may issue or award, and the violation of any such condition shall be sufficient cause for the cancellation and rescission of such Commitment, Determination Notice, Carryover Allocation, or Direct Loan Commitment by the Department. To the extent allowed under §2306.6720 Tex. Gov’t Code, if any such representations, undertakings and commitments concern or relate to the ongoing features or operation of the Development, they shall each and all shall be enforceable even if not reflected in the Land Use Restriction Agreement. All such representations, undertakings and commitments are also enforceable by the Department and/or the tenants of the Development, including but not limited to enforcement by assessment of administrative penalties for failure to perform, in accordance with the Land Use Restriction Agreement, the entry of orders by the Department’s Governing Board requiring strict performance, or the obtaining of injunctive relief.

Neither Applicant nor any other member of the Development Team has been or is barred, suspended, or terminated from procurement in a state or Federal program or listed in HUD’s System for Award Management (SAM).

Neither Applicant nor any other member of the Development Team has been convicted of a
state or federal felony crime involving fraud, bribery, theft, misrepresentation of material fact, misappropriation of funds, or other similar criminal offenses within fifteen (15) years preceding the Application submission.

Neither Applicant nor any other member of the Development Team is, at the time of Application, subject to an enforcement or disciplinary action under state or federal securities law or by the NASD; is subject to a federal tax lien; and/or is the subject of a proceeding in which a Governmental Entity has issued an order to impose penalties, suspend funding, or take adverse action based on an allegation of financial misconduct or uncured violation of material laws, rules, or other legal requirements governing activities considered relevant by the Governmental Entity.

Neither Applicant nor any other member of the Development Team has breached a contract with a public agency and failed to cure that breach within the timeframe provided or allowed by contract. If such breach is permitted to be cured under the contract, notice of the breach has been given and a reasonable opportunity to cure.

Neither Applicant nor any other member of the Development Team has misrepresented to a subcontractor the extent to which the Developer has benefited from contracts or financial assistance that has been awarded by a public agency, including the scope of the Developer's participation in contracts with the agency and the amount of financial assistance awarded to the Developer by the agency.

Neither Applicant nor any other member of the Development Team has been found by the Board to be ineligible based on a previous participation review performed in accordance with 10 TAC Chapter 1 Subchapter C.

Neither Applicant nor any other member of the Development Team is delinquent in any loan, fee, or escrow payments to the Department in accordance with the terms of the loan, as amended, or is otherwise in default with any provisions of such loans.

Neither Applicant nor any other member of the Development Team has failed to cure any past due fees owed to the Department within the time frame provided by notice from the Department and at least ten (10) days prior to the Board meeting at which the decision for an award is to be made.

Neither Applicant nor any other member of the Development Team is in violation of a state revolving door or other standard of conduct or conflict of interest statute, including §2306.6733 of the Tex. Gov’t Code, or a provision of Chapter 572 of the Tex. Gov’t Code, that would prohibit the Person from participating in the Application in the manner and capacity they are participating.
Neither Applicant nor any other member of the Development Team has previous Contracts or Commitments that have been partially or fully de-obligated during the twelve (12) months prior to the submission of the Application and through the date of final allocation due to a failure to meet contractual obligations, and the Person is not on notice that such de-obligation results in ineligibility under 10 TAC Chapter 10.

Neither Applicant nor any other member of the Development Team has provided false or misleading documentation or made other intentional or negligent material misrepresentations or omissions in or in connection with an Application (and certifications contained therein), Commitment, or Determination Notice for a Development.

Neither Applicant nor any other member of the Development team has been the owner or Affiliate of the owner of a Department assisted rental development for which the federal affordability requirements were prematurely terminated and the affordability requirements have not re-affirmed or Department funds repaid.

Neither Applicant nor any other member of the Development Team has participated in the dissemination of misinformation about affordable housing and the persons it serves or about a competing Applicant that would likely have the effect of fomenting opposition to an Application where such opposition is not based on substantive and legitimate concerns that do not implicate potential violations of fair housing laws.

The Applicant will not violate §2306.1113 of the Tex. Gov’t Code relating to Ex Parte Communication and further explained in §10.202(2)(A) of the Uniform Multifamily Rules.

For any Development utilizing Housing Tax Credit or Tax-Exempt Bonds, at all times during the two-year period preceding the date the Application Round begins (or for Tax-Exempt Bond Developments any time during the two-year period preceding the date the Application is submitted to the Department), the Applicant or a Related Party is not or has not been a member of the Board or employed by the Department as the Executive Director, Chief of Staff, General Counsel, a Deputy Executive Director, the Director of Multifamily Finance, the Chief of Compliance, the Director of Real Estate Analysis, a manager over the program for which an Application has been submitted, or any person exercising such responsibilities regardless of job title; or in violation of §2306.6733 of the Tex. Gov’t Code.

For any Development utilizing Housing Tax Credits, the Applicant will not propose to replace in less than fifteen (15) years any private activity bond financing of the Development described by the Application, unless the exceptions in §2306.6703(a)(2) of the Tex. Gov’t Code are met.

All the instances in which any Principal or any entity or Person in the Development ownership structure who was or is involved as a Principal in any other affordable housing transaction, that...
has terminated voluntarily or involuntarily within the past ten years or is negotiating to terminate their relationship with any other affordable housing development have been fully disclosed pursuant to §10.202(1)(M) of the Uniform Multifamily Rules. Applicant understands that failure to disclose is grounds for termination.

All housing developments with which Applicant, Development Owner, Developer, Guarantor and/or Principal thereof participating, are in compliance with: state and federal fair housing laws, including Chapter 301, Property Code, the Texas Fair Housing Act; Title VIII of the Civil Rights Act of 1968 (42 U.S.C. Section 3601 et seq.); and the Fair Housing Amendments Act of 1988 (42 U.S.C. Section 3601 et seq.); the Civil Rights Act of 1964 (42 U.S.C. Section 2000a et seq.); the Americans with Disabilities Act of 1990 (42 U.S.C. Section 12101 et seq.); and the Rehabilitation Act of 1973 (29 U.S.C. Section 701 et seq.).

The making of an allocation or award by the Department does not constitute a finding or determination that the Development is deemed qualified to receive such allocation or award. Applicant agrees that the Department or any of its directors, officers, employees, and agents will not be held responsible or liable for any representations made to the undersigned or its investors relating to the Housing Tax Credit Program; therefore, Applicant assumes the risk of all damages, losses, costs, and expenses related thereto and agrees to indemnify and hold harmless the Department and any of its officers, employees, and agents against any and all claims, suits, losses, damages, costs, and expenses of any kind and of any nature that the Department may hereinafter suffer, incur, or pay arising out of its decisions and actions concerning this Application for Housing Tax Credits or the use of information concerning the Housing Tax Credit Program.

Applicant, Development Owner, Developer, Guarantor or other Related Party is not subject to any pending criminal proceedings and if any such proceeding or any other charges which would invalidate the certifications are finally adjudicated or otherwise disposed of prior to Carryover, the Applicant will immediately notify the Department. Such notification must be presented to the Board for consideration at the next available Board meeting.

The individual whose name is subscribed hereto, in his or her individual capacity, on behalf of Applicant, and in all other related capacities described above, as applicable, expressly represents, warrants, and certifies that all information contained in this certification and in the Application, including any and all supplements, additions, clarifications, or other materials or information submitted to the Department in connection therewith as required or deemed necessary by the materials governing the multifamily funding programs are true and correct and the Applicant has undergone sufficient investigation to affirm the validity of the statements made. The Applicant agrees that the Department may, at its discretion, request additional information and/or documentation in its evaluation of this Application and is authorized but
not obligated under this document to conduct its own investigation regarding any information required requested and or provided in relation to the Application or the Development. Further, the Applicant hereby expressly represents, warrants, and certifies that the individual whose name is subscribed hereto has read and understands all the information contained in this form of the Application.

By signing this document, the undersigned, in their individual capacity, on behalf of Applicant, whether formed or to be formed, and in all other related capacities described above, is affirming under penalty of Chapter 37 of the Texas Penal Code titled Perjury and Other Falsification and subject to criminal penalties as defined by the State of Texas. TEX. PENAL CODE ANN. §§37.01 et seq. (Vernon 2011) and subject to any and all other state or federal laws regarding the making of false statements to governmental bodies or the false statements or the providing of false information in connection with the procurement of allocations or awards that the Application and all materials relating thereto constitute government documents and that the Application and all materials relating thereto are true, correct, and complete in all material respects.
2018 Applicant Eligibility Certification

By: ________________________________

Signature of Authorized Representative

Jessica Thompson

Printed Name

Authorized Signer

Title

2/23/2018

Date

THE STATE OF _____ $  

COUNTY OF _____ $  

Before me, a notary public, on this day personally appeared  

Jessica Thompson, known to me to be the person whose name is  

subscribed to the foregoing document and, being by me first duly sworn, deaired and certified  

that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 23rd day of February 2018

(Seal)

ERIN D. JONES  
My Notary ID # 123408773  
Expires May 1, 2021  

Notary Public Signature
By: [Signature]

Signature of Authorized Representative

Charles Turner

Printed Name

Board Member, Fifth Ward Community Redevelopment Corporation

Title

February 27, 2018

Date

THE STATE OF Texas

§

COUNTY OF Harris

§

Before me, a notary public, on this day personally appeared ________________________________, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared and certified that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 24th day of February, 2018

(Seal)

[Notary Public Signature]
2018 Applicant Eligibility Certification

By: [Signature]
Signature of Authorized Representative

Bridgette Steele
Printed Name

Vice Chair, Fifth Ward Community Redevelopment Corporation
Title

Date

THE STATE OF ____________ §
COUNTY OF ________________ §

Before me, a notary public, on this day personally appeared ____________________________, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared and certified that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this _____day of ______________, ___

(Seal)

Notary Public Signature
2018 Applicant Eligibility Certification

By: __________________________
Signature of Authorized Representative

Peter W. Postlmayr
Printed Name

Member Cloudbreak Development, LLC
Title

2-20-2016
Date

THE STATE OF ____________________

§

COUNTY OF ____________________

§

Before me, a notary public, on this day personally appeared ____________________________, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared and certified that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this _____ day of _____________

(Seal)

__________________________
Notary Public Signature

SEE ATTACHED
ALL-PURPOSE
CERTIFICATE OF ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the identity of the individual who signed the document to which this certificate is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles

On February 20, 2018 before me, Yolanda J. Oliver, Public Notary, personally appeared Peter W. Postimayr, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) is/are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon which behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

Yolanda J. Oliver
Notary Public Signature (Notary Public Seal)

INSTRUCTIONS FOR COMPLETING THIS FORM
This form complies with current California statutes regarding notary wording and, if needed, should be completed and attached to the document. Acknowledgments from other states may be completed for documents being sent to that state so long as the wording does not require the California notary to violate California notary law.

- State and County information must be the State and County where the document signer(s) personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. he/she/they, is/are) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not contain text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
- Signature of the notary public must match the signature on file with the office of the county clerk.
  - Additional information is not required but could help to ensure this acknowledgment is not misused or attached to a different document.
  - Indicate title or type of attached document, number of pages and date.
  - Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document with a staple.
By: ____________________________

Signature of Authorized Representative

Randall A. Bishop

Printed Name

Member Cloudbreak Development, LLC

Title

2/22/18

Date

THE STATE OF ____________________________

§

COUNTY OF ______________________________

§

Before me, a notary public, on this day personally appeared ____________________________, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared and certified that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this _____day of ______________, __________

(Seal)

______________________________

Notary Public Signature

See attached
ALL- PURPOSE
CERTIFICATE OF ACKNOWLEDGMENT

A notary public or other officer completing this certificate verifies only the
identity of the individual who signed the document to which this certificate
is attached, and not the truthfulness, accuracy, or validity of that document.

State of California
County of Los Angeles

On February 20, 2018 before me, Yolanda J. Oliver, Public Notary, personally appeared Randall A. Bishop, who proved to me on the basis of satisfactory evidence to be the person(s) whose name(s) are subscribed to the within instrument and acknowledged to me that he/she/they executed the same in his/her/their authorized capacity(ies), and that by his/her/their signature(s) on the instrument the person(s), or the entity upon behalf of which the person(s) acted, executed the instrument.

I certify under PENALTY OF PERJURY under the laws of the State of California that the foregoing paragraph is true and correct.

WITNESS my hand and official seal.

YOLANDA J. OLIVER
Commission No. 2106294
NOTARY PUBLIC-CALIFORNIA
LOS ANGELES COUNTY
My Comm. Expires APRIL 10, 2019

INSTRUCTIONS FOR COMPLETING THIS FORM
This form complies with current California statutes regarding notary wording and, if needed, should be completed and attached to the document. Acknowledgments from other states may be completed for documents being sent to that state so long as the wording does not require the California notary to violate California notary law.

- State and County information must be the State and County where the document signers personally appeared before the notary public for acknowledgment.
- Date of notarization must be the date that the signer(s) personally appeared which must also be the same date the acknowledgment is completed.
- The notary public must print his or her name as it appears within his or her commission followed by a comma and then your title (notary public).
- Print the name(s) of document signer(s) who personally appear at the time of notarization.
- Indicate the correct singular or plural forms by crossing off incorrect forms (i.e. he/she/they is/she/they is) or circling the correct forms. Failure to correctly indicate this information may lead to rejection of document recording.
- The notary seal impression must be clear and photographically reproducible. Impression must not cover text or lines. If seal impression smudges, re-seal if a sufficient area permits, otherwise complete a different acknowledgment form.
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- Indicate title or type of attached document, number of pages and date.
- Indicate the capacity claimed by the signer. If the claimed capacity is a corporate officer, indicate the title (i.e. CEO, CFO, Secretary).
- Securely attach this document to the signed document with a staple.
2018 Applicant Eligibility Certification

By: ________________________________

Signature of Authorized Representative

Thomas R. Cantwell, Jr.

Printed Name

Guarantor

Title

Date

2/21/18

THE STATE OF Mississippi

COUNTY OF Warren

Before me, a notary public, on this day personally appeared

Thomas R. Cantwell Jr., known to me to be the person whose name is

subscribed to the foregoing document and, being by me first duly sworn, declared and certified

that the statements therein contained are true and correct.

GIVEN UNDER MY SEAL AND SEAL OF OFFICE this 21 day of February, 2018

Nancy O. Houston

Notary Public Signature
4 Multifamily Direct Loan Certification

NOT APPLICABLE
**The form should be executed, notarized, and included in the full application document.**

The form for the certification will be posted to the Department's website at

http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm
<table>
<thead>
<tr>
<th>1. Applicant Contact Information</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name:</strong> Jessica Thompson</td>
<td><strong>Phone:</strong> (713) 674-0175</td>
</tr>
<tr>
<td><strong>Email:</strong> <a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td><strong>Office Extension:</strong> na</td>
</tr>
<tr>
<td><strong>Mailing Address:</strong> 4300 Lyons Ave, Suite 300</td>
<td><strong>Mobile:</strong> (713) 674-0175</td>
</tr>
<tr>
<td><strong>Street</strong></td>
<td><strong>City:</strong> Houston</td>
</tr>
<tr>
<td><strong>State:</strong> TX</td>
<td><strong>Zip:</strong> 77020</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>2. Second Contact</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name:</strong> Tim Cantwell</td>
<td><strong>Phone:</strong> (310) 505-0055</td>
</tr>
<tr>
<td><strong>Email:</strong> <a href="mailto:tcantwell@cantwell-anderson.com">tcantwell@cantwell-anderson.com</a></td>
<td><strong>Office Extension:</strong> na</td>
</tr>
<tr>
<td><strong>Mailing Address:</strong> 702 San Antonio Street</td>
<td><strong>Mobile:</strong> (310) 505-0055</td>
</tr>
<tr>
<td><strong>Street</strong></td>
<td><strong>City:</strong> Austin</td>
</tr>
<tr>
<td><strong>State:</strong> TX</td>
<td><strong>Zip:</strong> 78701</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>3. Consultant Contact (if applicable)</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Name:</strong> Sarah Andre</td>
<td><strong>Phone:</strong> (512) 698-3369</td>
</tr>
<tr>
<td><strong>Email:</strong> <a href="mailto:sarah@structuretexas.com">sarah@structuretexas.com</a></td>
<td><strong>Office Extension:</strong> na</td>
</tr>
<tr>
<td><strong>Mailing Address:</strong></td>
<td><strong>Mobile:</strong> (512) 698-3369</td>
</tr>
<tr>
<td><strong>Street</strong></td>
<td><strong>City:</strong> Austin</td>
</tr>
<tr>
<td><strong>State:</strong> TX</td>
<td><strong>Zip:</strong> 78701</td>
</tr>
</tbody>
</table>
Competitive Housing Tax Credit Selection Self-Score
### Competitive Housing Tax Credit Selection Self-Score

This form will self-populate based on scoring selections made throughout the Application. Applicant should refer to this form to ensure that scoring selections are accurate prior to submitting the Application. Corrections must be made in the applicable section(s) of the Application. Highlighted rows indicate scoring items for both 9% HTC and Direct Loan applications. Additional scoring for Direct Loan applications can be found at 10 TAC §13.6.

#### Criteria Promoting Development of High Quality Housing

<table>
<thead>
<tr>
<th>Point Item Description</th>
<th>QAP Reference</th>
<th>Points Selected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Unit Sizes</td>
<td>§11.9(b)(1)(A)</td>
<td>8</td>
</tr>
<tr>
<td>Unit and Development Features</td>
<td>§11.9(b)(1)(B)</td>
<td>7</td>
</tr>
<tr>
<td>Sponsor Characteristics</td>
<td>§11.9(b)(2)</td>
<td>2</td>
</tr>
<tr>
<td></td>
<td><strong>High Quality Housing Total</strong></td>
<td><strong>17</strong></td>
</tr>
</tbody>
</table>

#### Criteria to Serve and Support Texans Most In Need

<table>
<thead>
<tr>
<th>Point Item Description</th>
<th>QAP Reference</th>
<th>Points Selected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Income Levels of Tenants</td>
<td>§11.9(c)(1)</td>
<td>16</td>
</tr>
<tr>
<td>Rent Levels of Tenants</td>
<td>§11.9(c)(2)</td>
<td>11</td>
</tr>
<tr>
<td>Tenant Services</td>
<td>§11.9(c)(3)</td>
<td>10</td>
</tr>
<tr>
<td>Opportunity Index</td>
<td>§11.9(c)(4)</td>
<td>0</td>
</tr>
<tr>
<td>Underserved Area</td>
<td>§11.9(c)(5)</td>
<td>1</td>
</tr>
<tr>
<td>Tenant Populations with Special Needs</td>
<td>§11.9(c)(6)</td>
<td>2</td>
</tr>
<tr>
<td>Proximity to the Urban Core</td>
<td>§11.9(c)(7)</td>
<td>5</td>
</tr>
<tr>
<td>Readiness to Proceed in Disaster Impacted Counties</td>
<td>§11.9(c)(8)</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Serve and Support Texans Most in Need Total</strong></td>
<td><strong>45</strong></td>
</tr>
</tbody>
</table>

#### Criteria Promoting Community Support and Engagement

<table>
<thead>
<tr>
<th>Point Item Description</th>
<th>QAP Reference</th>
<th>Points Selected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Local Government Support</td>
<td>§11.9(d)(1)</td>
<td></td>
</tr>
<tr>
<td><strong>Commitment of Development Funding by Local Political Subdivision</strong></td>
<td>§11.9(d)(2)</td>
<td>1</td>
</tr>
<tr>
<td>Declared Disaster Area</td>
<td>§11.9(d)(3)</td>
<td>10</td>
</tr>
<tr>
<td>Quantifiable Community Participation</td>
<td>§11.9(d)(4)</td>
<td></td>
</tr>
<tr>
<td>Community Support from State Representative</td>
<td>§11.9(d)(5)</td>
<td></td>
</tr>
<tr>
<td>Input from Community Organizations</td>
<td>§11.9(d)(6)</td>
<td></td>
</tr>
<tr>
<td>Concerted Revitalization Plan</td>
<td>§11.9(d)(7)</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Community Support and Engagement Total</strong></td>
<td><strong>11</strong></td>
</tr>
</tbody>
</table>

#### Criteria Promoting the Efficient Use of Limited Resources and Applicant Accountability

<table>
<thead>
<tr>
<th>Point Item Description</th>
<th>QAP Reference</th>
<th>Points Selected</th>
</tr>
</thead>
<tbody>
<tr>
<td>Financial Feasibility</td>
<td>§11.9(e)(1)</td>
<td>18</td>
</tr>
<tr>
<td>Cost of Development per Square Foot</td>
<td>§11.9(e)(2)</td>
<td>12</td>
</tr>
<tr>
<td>Pre-application Participation</td>
<td>§11.9(e)(3)</td>
<td>6</td>
</tr>
<tr>
<td>Leveraging of Private, State, and Federal Resources</td>
<td>§11.9(e)(4)</td>
<td>3</td>
</tr>
<tr>
<td>Extended Affordability</td>
<td>§11.9(e)(5)</td>
<td>2</td>
</tr>
<tr>
<td>Historic Preservation</td>
<td>§11.9(e)(6)</td>
<td>5</td>
</tr>
<tr>
<td>Right of First Refusal</td>
<td>§11.9(e)(7)</td>
<td>1</td>
</tr>
<tr>
<td>Funding Request Amount</td>
<td>§11.9(e)(8)</td>
<td>1</td>
</tr>
<tr>
<td></td>
<td><strong>Efficient Use of Limited Resources and Applicant Accountability Total</strong></td>
<td><strong>48</strong></td>
</tr>
<tr>
<td>Point Deductions</td>
<td>§11.9(f)</td>
<td></td>
</tr>
<tr>
<td></td>
<td><strong>Total Application Self Score</strong></td>
<td><strong>121</strong></td>
</tr>
</tbody>
</table>
Site Info Form Part I
If revised form submitted, date of submission: ____________________

Site Information Form Part I

1. Development Address (All Programs)

<table>
<thead>
<tr>
<th>Address</th>
<th>City</th>
</tr>
</thead>
<tbody>
<tr>
<td>4514 Lyons Avenue</td>
<td>Houston</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Region</th>
<th>Zip</th>
<th>County</th>
<th>Rural/Urban</th>
</tr>
</thead>
<tbody>
<tr>
<td>6</td>
<td>77202</td>
<td>Harris</td>
<td>Urban</td>
</tr>
</tbody>
</table>

Median Household Income: 16,912.00, Quartile: 4q, Poverty Rate: 51%

2. Census Tract Information (All Programs)

<table>
<thead>
<tr>
<th>Census Tract Number (11 digits)</th>
<th>QCT?</th>
<th>Median Household Income</th>
<th>Quartile</th>
<th>Poverty Rate</th>
</tr>
</thead>
<tbody>
<tr>
<td>4820111300</td>
<td>Yes</td>
<td>16,912.00</td>
<td>4q</td>
<td>51</td>
</tr>
</tbody>
</table>

The poverty rate for the census tract is above 40% (55% for Regions 11 or 13), and the Undesirable Neighborhood Characteristics Report and required documentation has been submitted.

3. Resolutions (All Programs, if applicable) - §11.3

Check the boxes of true statements below. Resolutions must be provided to demonstrate eligibility for any unchecked item.

- [X] Twice the State Average Per Capita. The proposed Development is NOT located in a municipality or a county that has more than twice the state average of units per capita supported by Tax Credits or Private activity Bonds. (QAP §11.3(c))

- [ ] One Mile Three Year Rule. The proposed Development is located outside an MSA or in a county with a population of less than one million or is NOT a New Construction or Adaptive Reuse development that will be located one mile or less from a new construction or terminated/withdrawn HTC or Bond development serving the same type of household. (QAP §11.3(d))

- [X] Limitations on Developments in Certain Census Tracts. The proposed Development is NOT a New Construction or Adaptive Reuse development that will be located in a census tract that has more than 20% HTC units per total households. (QAP §11.3(e))

4. Zoning [§10.204(11)] and Flood Zone Designation [§10.101(a)(1)] (All Programs)

Development Site is appropriately zoned? Yes

Zoning Designation: na

Entire Development Site is outside the 100 year floodplain. Yes

5. School Rating [§2306.6710(a)]; [§10.101(a)(3)(B)(iv)] (All Programs)

Residents of the proposed development will attend:

<table>
<thead>
<tr>
<th>School Name</th>
<th>Grades</th>
<th>Met Standard Rating?</th>
</tr>
</thead>
<tbody>
<tr>
<td>Atherton Elementary School</td>
<td>EE</td>
<td>2015: Yes, 2016: Yes, 2017: Yes</td>
</tr>
<tr>
<td>Fleming Middle School</td>
<td>6</td>
<td>2015: Yes, 2016: Yes, 2017: Yes</td>
</tr>
<tr>
<td>Wheatley High School</td>
<td>9</td>
<td>2015: No, 2016: No, 2017: No</td>
</tr>
</tbody>
</table>

An UNCR has been uploaded to the USERV account for this application.

- [ ] School district has no attendance zones and the closest schools are listed.

- [X] The Development Site is located within the attendance zone of an elementary school, a middle school or a high school that does not have a 2017 Met Standard rating by the Texas Education Agency, and the Undesirable Neighborhood Characteristics Report and required documentation has been submitted.

If revised form submitted, date of submission: ____________________
8 Site Info Part I – Supporting Documents
### Supporting Documentation for the Site Information Form Part I

<table>
<thead>
<tr>
<th>Item</th>
<th>Status</th>
</tr>
</thead>
<tbody>
<tr>
<td>Street Map with Site Drawn and Identified</td>
<td>X</td>
</tr>
<tr>
<td>Census Tract Map with Development Site Identified</td>
<td>X</td>
</tr>
<tr>
<td><a href="https://factfinder.census.gov/races/nrjsr/pages/searchresults.xhtml">https://factfinder.census.gov/races/nrjsr/pages/searchresults.xhtml</a></td>
<td></td>
</tr>
<tr>
<td>Twice the State Average of Units Per Capita Resolution</td>
<td>n/a</td>
</tr>
<tr>
<td>One Mile Three Year Resolution or evidence of other exception</td>
<td>X</td>
</tr>
<tr>
<td>Housing Tax Credit Units per Total Household Resolution</td>
<td>n/a</td>
</tr>
<tr>
<td>Evidence of Zoning and/or Evidence of Re-Zoning Process</td>
<td>X</td>
</tr>
<tr>
<td>Evidence of Flood Zone Designation</td>
<td>X</td>
</tr>
<tr>
<td>Educational Quality (all Applications)</td>
<td>X</td>
</tr>
<tr>
<td>School Attendance Zone Map with Development labeled;</td>
<td></td>
</tr>
<tr>
<td>2017 TEA accountability information for each school; and</td>
<td></td>
</tr>
<tr>
<td>UNCR if a school in the attendance zone has not achieved Met Standard for three consecutive years and has failed by at least one point in the most recent year.</td>
<td>X</td>
</tr>
<tr>
<td>For Tax-Exempt Bond Applications the resolution of no objection to satisfy requirements of §10.204(4) of the Uniform Multifamily Rules is included</td>
<td>na</td>
</tr>
<tr>
<td>For Tax-Exempt Bond Applications the resolution of no objection to satisfy requirements of §10.204(4) of the Uniform Multifamily Rules is not included and will be provided under separate cover no later than 14 days prior to the Board meeting selected in Tab 1b</td>
<td>na</td>
</tr>
</tbody>
</table>

*Note: A Resolution must be attached to complete this item if Item 3 on Tab 7 is not checked.*
Location Map

St. Elizabeth Place
4514 Lyons Avenue
Houston, TX 77020

Development Site
Census Tract Map

48201211300 Is a Qualified Census Tract
St. Elizabeth Place | 4514 Lyons Avenue Houston, TX 77020
A RESOLUTION ALLOWING CONSTRUCTION OF ST. ELIZABETH PLACE, AN
AFFORDABLE RENTAL HOUSING PROPERTY LOCATED NEAR 4514 LYONS
AVENUE IN THE CITY OF HOUSTON, TEXAS, THAT WILL BE LOCATED WITHIN
ONE MILE OF A SIMILAR PROPERTY RECEIVING TAX CREDITS AND BUILT IN
THE LAST THREE YEARS, AND AUTHORIZING THE ALLOCATION OF 2018 TAX
CREDITS TO SUCH DEVELOPMENT; AND MAKING VARIOUS FINDINGS AND
PROVISIONS RELATING TO THE SUBJECT.

* * *

WHEREAS, the City Council (the "City Council") of the City of Houston (the
"City") finds that St. Elizabeth Place, LP (the "Applicant") has proposed a development
for affordable rental housing named St. Elizabeth Place (the "Project"), to be located
near 4514 Lyons Avenue, in the City of Houston, Texas; and

WHEREAS, the City Council finds that the Applicant has advised that it intends
to submit an application (the "Application") to the Texas Department of Housing and
Community Affairs for 2018 Housing Tax Credits for the Project; and

WHEREAS, the City Council finds and, as provided in 10 Texas Administrative
Code § 11.3 (d), acknowledges that the proposed new construction or adaptive reuse
Project is located one linear mile or less from a development that serves the same type
of household as the Project and has received an allocation of Housing Tax Credits for
New Construction since January 5, 2015; and

WHEREAS, the City Council, as the governing body of the City, supports the
Project and the submittal of the Application related thereto; NOW, THEREFORE,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON:

Section 1. That the findings contained in the preamble of this Resolution are
determined to be true and correct and are hereby adopted as a part of this Resolution.

Section 2. That the City Council hereby (i) confirms that it supports the Project
and the submittal of the Application related thereto, (ii) allows the construction of the
Project and (iii) authorizes an allocation of Housing Tax Credits to the Project.

Section 3. That this Resolution shall take effect immediately upon its passage
and approval by the Mayor; however, in the event that the Mayor fails to sign this
Resolution within five days after its passage and adoption, it shall take effect in
accordance with Article VI, Section 6, Houston City Charter.
PASSED AND ADOPTED this 28th day of February, 2018.

[Signature]
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Resolution is ____________________________.

______________________________________
City Secretary

(Prepared by Legal Dept. Rov 7 Bill)
Assistant City Attorney

(Requested by Tom McCasland, Director, Housing and Community Development Department)
To: Whom It May Concern

From: Patrick Walsh, P.E., Director
Planning and Development Department

Effective Date: January 1, 2018

The City of Houston does not have a zoning ordinance. This is the city of Houston's no zoning letter applicable to any property inside the city of Houston. This does not address any separately filed restrictions that may be applicable to the property. You may use this letter to present to your lender. This letter will be updated on January 1, 2019.

All applicable development regulations and subdivisions laws can be obtained through a review of the City Code of Ordinances, which is located on the City of Houston internet site accessed through www.houstonplanning.com or www.houstontx.gov/planning.
Texas Education Agency
2017 Accountability Summary
Atherton EL (101912106) - Houston ISD

Accountability Rating
Met Standard

Met Standards on
- Student Achievement
- Student Progress
- Closing Performance Gaps
- Postsecondary Readiness

Did Not Meet Standards on
- NONE

In 2017, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>477</td>
<td>668</td>
<td>71</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>358</td>
<td>1,000</td>
<td>36</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>679</td>
<td>1,600</td>
<td>42</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>STAAR Score 40.7</td>
<td>Graduation Rate Score N/A</td>
<td>Graduation Plan Score N/A</td>
</tr>
</tbody>
</table>

Performance Index Summary

Distinction Designation

Academic Achievement in ELA/Reading
DISTINCTION EARNED

Academic Achievement in Mathematics
NO DISTINCTION EARNED

Academic Achievement in Science
NO DISTINCTION EARNED

Academic Achievement in Social Studies
NOT ELIGIBLE

Top 25 Percent Student Progress
NO DISTINCTION EARNED

Top 25 Percent Closing Performance Gaps
DISTINCTION EARNED

Postsecondary Readiness
DISTINCTION EARNED

Campus Demographics

Campus Type: Elementary
Campus Size: 581 Students
Grade Span: EE - 05
Percent Economically Disadvantaged: 96.9
Percent English Language Learners: 8.3
Mobility Rate: 19.5
Percent Served by Special Education: 6.5
Percent Enrolled in an Early College High School Program: 0.0

System Safeguards

Number and Percentage of Indicators Met

| Performance Rates | 12 out of 15 = 80% |
| Participation Rates | 8 out of 8 = 100% |
| Graduation Rates | N/A |
| Total | 20 out of 23 = 87% |

For further information about this report, please see the Performance Reporting website at https://rptsrv1.tea.texas.gov/perfreport/account/2017/index.html
Accountability Rating

Met Standard

Met Standards on
- Student Achievement
- Student Progress
- Closing Performance Gaps
- Postsecondary Readiness

Did Not Meet Standards on
- NONE

In 2016, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>Student Achievement (Target Score=60)</td>
<td>431</td>
<td>647</td>
<td>67</td>
</tr>
<tr>
<td>Student Progress (Target Score=32)</td>
<td>461</td>
<td>1,000</td>
<td>46</td>
</tr>
<tr>
<td>Closing Performance Gaps (Target Score=28)</td>
<td>560</td>
<td>1,600</td>
<td>35</td>
</tr>
<tr>
<td>Postsecondary Readiness (Target Score=12)</td>
<td>29.7</td>
<td>N/A</td>
<td>30</td>
</tr>
</tbody>
</table>

Distinction Designation

- Academic Achievement in ELA/Reading: DISTINCTION EARNED
- Academic Achievement in Mathematics: NO DISTINCTION EARNED
- Academic Achievement in Science: NO DISTINCTION EARNED
- Academic Achievement in Social Studies: NOT ELIGIBLE
- Top 25 Percent Student Progress: NO DISTINCTION EARNED
- Top 25 Percent Closing Performance Gaps: NO DISTINCTION EARNED
- Postsecondary Readiness: DISTINCTION EARNED

Campus Demographics

- Campus Type: Elementary
- Campus Size: 576 Students
- Grade Span: EE - 05
- Percent Economically Disadvantaged: 96.2
- Percent English Language Learners: 8.7
- Mobility Rate: 21.4

System Safeguards

<table>
<thead>
<tr>
<th>Number and Percentage of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates: 11 out of 16 = 69%</td>
</tr>
<tr>
<td>Participation Rates: 12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates: N/A</td>
</tr>
<tr>
<td>Total: 23 out of 28 = 82%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at https://rptsvr1.tea.texas.gov/perfreport/account/2016/index.html

TEA Division of Performance Reporting
Page 1

September 2016
Accountability Rating

Met Standard

Met Standards on
- Student Achievement
- Student Progress
- Closing Performance Gaps
- Postsecondary Readiness

Did Not Meet Standards on
- NONE

In 2015, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>225</td>
<td>344</td>
<td>65</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>233</td>
<td>400</td>
<td>58</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>400</td>
<td>1,200</td>
<td>33</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>STAAR Score</td>
<td>34.0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Rate Score</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Plan Score</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Postsecondary Component Score</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Performance Index Summary

Distinction Designation

- Academic Achievement in Reading/ELA: DISTINCTION EARNED
- Academic Achievement in Mathematics: NOT ELIGIBLE
- Academic Achievement in Science: NO DISTINCTION EARNED
- Academic Achievement in Social Studies: NOT ELIGIBLE
- Top 25 Percent Student Progress: DISTINCTION EARNED
- Top 25 Percent Closing Performance Gaps: NO DISTINCTION EARNED
- Postsecondary Readiness: DISTINCTION EARNED

Campus Demographics

- Campus Type: Elementary
- Campus Size: 546 Students
- Grade Span: EE - 05
- Percent Economically Disadvantaged: 95.4
- Percent English Language Learners: 7.3
- Mobility Rate: 23.4

State System Safeguards

Number and Percent of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>7 out of 10 = 70%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>4 out of 4 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
</tr>
<tr>
<td>Total</td>
<td>11 out of 14 = 79%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at http://ritter.tea.state.tx.us/perfreport/account/2015/index.html
Accountability Rating

Met Standard

Met Standards on
- Student Achievement
- Student Progress
- Closing Performance Gaps
- Postsecondary Readiness

Did Not Meet Standards on
- NONE

In 2017, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

Index 1 - Student Achievement 804 1,333 60
Index 2 - Student Progress 385 1,000 39
Index 3 - Closing Performance Gaps 643 2,000 32
Index 4 - Postsecondary Readiness

Performance Index Summary

<table>
<thead>
<tr>
<th>Index Description</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>804</td>
<td>1,333</td>
<td>60</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>385</td>
<td>1,000</td>
<td>39</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>643</td>
<td>2,000</td>
<td>32</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>STAAR Score</td>
<td>24.0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Rate Score</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Plan Score</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Postsecondary Component Score</td>
<td>N/A</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Distinction Designation

- Academic Achievement in ELA/Reading
  - NO DISTINCTION EARNED
- Academic Achievement in Mathematics
  - DISTINCTION EARNED
- Academic Achievement in Science
  - DISTINCTION EARNED
- Academic Achievement in Social Studies
  - NO DISTINCTION EARNED
- Top 25 Percent Student Progress
  - DISTINCTION EARNED
- Top 25 Percent Closing Performance Gaps
  - NO DISTINCTION EARNED
- Postsecondary Readiness
  - DISTINCTION EARNED

Campus Demographics

Campus Type: Middle School
Campus Size: 510 Students
Grade Span: 06 - 08
Percent Economically Disadvantaged: 96.7
Percent English Language Learners: 14.9
Mobility Rate: 21.7
Percent Served by Special Education: 13.5
Percent Enrolled in an Early College High School Program: 0.0

System Safeguards

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number and Percentage of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>9 out of 24 = 38%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>N/A</td>
</tr>
</tbody>
</table>

Total: 21 out of 36 = 58%

For further information about this report, please see the Performance Reporting website at https://rptsvr1.tea.texas.gov/perfreport/account/2017/index.html
Performance Index Report

Index 1
- Student Achievement (Target Score=60)
  - Points Earned: 58
  - Maximum Points: 1,392
  - Index Score: 58

Index 2
- Student Progress (Target Score=30)
  - Points Earned: 39
  - Maximum Points: 1,000
  - Index Score: 39

Index 3
- Closing Performance Gaps (Target Score=26)
  - Points Earned: 30
  - Maximum Points: 2,000
  - Index Score: 30

Index 4
- Postsecondary Readiness (Target Score=13)
  - Points Earned: 20
  - Maximum Points: 20
  - Index Score: 20

Performance Index Summary

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>809</td>
<td>1,392</td>
<td>58</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>390</td>
<td>1,000</td>
<td>39</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>604</td>
<td>2,000</td>
<td>30</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>STAAR Score 20.3</td>
<td>Graduation Rate Score N/A</td>
<td>Graduation Plan Score N/A</td>
</tr>
</tbody>
</table>

Distinction Designation

- Academic Achievement in ELA/Reading: NO DISTINCTION EARNED
- Academic Achievement in Mathematics: NO DISTINCTION EARNED
- Academic Achievement in Science: NO DISTINCTION EARNED
- Academic Achievement in Social Studies: NO DISTINCTION EARNED
- Top 25 Percent Student Progress: DISTINCTION EARNED
- Top 25 Percent Closing Performance Gaps: NO DISTINCTION EARNED
- Postsecondary Readiness: NO DISTINCTION EARNED

Campus Demographics

- Campus Type: Middle School
- Campus Size: 502 Students
- Grade Span: 06 - 08
- Percent Economically Disadvantaged: 97.8%
- Percent English Language Learners: 15.1%
- Mobility Rate: 24.8%

System Safeguards

<table>
<thead>
<tr>
<th>Number and Percentage of Indicators Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
</tr>
<tr>
<td>Participation Rates</td>
</tr>
<tr>
<td>Graduation Rates</td>
</tr>
<tr>
<td>Total</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at https://rptsvr1.tea.texas.gov/perfreport/account/2016/index.html
In 2015, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

### Performance Index Report

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>474</td>
<td>831</td>
<td>57</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>287</td>
<td>800</td>
<td>36</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>612</td>
<td>1,800</td>
<td>34</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>13.0</td>
<td>N/A</td>
<td>13</td>
</tr>
</tbody>
</table>

### Distinction Designation

- **Academic Achievement in Reading/ELA**: NO DISTINCTION EARNED
- **Academic Achievement in Mathematics**: DISTINCTION EARNED
- **Academic Achievement in Science**: NO DISTINCTION EARNED
- **Academic Achievement in Social Studies**: NO DISTINCTION EARNED
- **Top 25 Percent Student Progress**: DISTINCTION EARNED
- **Top 25 Percent Closing Performance Gaps**: NO DISTINCTION EARNED
- **Postsecondary Readiness**: NO DISTINCTION EARNED

### Campus Demographics

- **Campus Type**: Middle School
- **Campus Size**: 505 Students
- **Grade Span**: 06 - 08
- **Percent Economically Disadvantaged**: 93.7
- **Percent English Language Learners**: 14.7
- **Mobility Rate**: 22.1

### State System Safeguards

- **Number and Percent of Indicators Met**
  - Performance Rates: 7 out of 18 = 39%
  - Participation Rates: 7 out of 7 = 100%
  - Graduation Rates: N/A
  - Total: 14 out of 25 = 56%

For further information about this report, please see the Performance Reporting Division website at [http://ritter.tea.state.tx.us/perfreport/account/2015/index.html](http://ritter.tea.state.tx.us/perfreport/account/2015/index.html)
TEXAS EDUCATION AGENCY
2017 Accountability Summary
WHEATLEY H S (101912018) - HOUSTON ISD

Accountability Rating
Improvement Required

Met Standards on
- Student Progress
- Closing Performance Gaps

Did Not Meet Standards on
- Student Achievement
- Postsecondary Readiness

In 2017, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

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<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
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</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>754</td>
<td>1,454</td>
<td>52</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>177</td>
<td>1,000</td>
<td>18</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>473</td>
<td>1,600</td>
<td>30</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>STAAR Score</td>
<td>7.2</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Rate Score</td>
<td>17.0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Plan Score</td>
<td>10.1</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Postsecondary Component Score</td>
<td>12.6</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Performance Index Summary

<table>
<thead>
<tr>
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<td>Closing Performance Gaps</td>
<td>473</td>
<td>1,600</td>
<td>30</td>
</tr>
<tr>
<td>Postsecondary Readiness</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>STAAR Score</td>
<td>7.2</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Rate Score</td>
<td>17.0</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Plan Score</td>
<td>10.1</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Postsecondary Component Score</td>
<td>12.6</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Distinction Designation

Academic Achievement in ELA/Reading
NO DISTINCTION EARNED

Academic Achievement in Mathematics
NO DISTINCTION EARNED

Academic Achievement in Science
NO DISTINCTION EARNED

Academic Achievement in Social Studies
NO DISTINCTION EARNED

Top 25 Percent Student Progress
NO DISTINCTION EARNED

Top 25 Percent Closing Performance Gaps
NO DISTINCTION EARNED

Postsecondary Readiness
NO DISTINCTION EARNED

Campus Demographics

<table>
<thead>
<tr>
<th>Campus Type</th>
<th>High School</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grade Span</td>
<td>09 - 12</td>
</tr>
<tr>
<td>Campus Size</td>
<td>827 Students</td>
</tr>
<tr>
<td>Percent Economically Disadvantaged</td>
<td>69.9</td>
</tr>
<tr>
<td>Percent English Language Learners</td>
<td>18.0</td>
</tr>
<tr>
<td>Mobility Rate</td>
<td>29.9</td>
</tr>
<tr>
<td>Percent Served by Special Education</td>
<td>21.3</td>
</tr>
<tr>
<td>Percent Enrolled in an Early College High School Program</td>
<td>0.0</td>
</tr>
</tbody>
</table>

System Safeguards

Number and Percentage of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number Met</th>
<th>Percentage Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>9 out of 24 = 38%</td>
<td></td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
<td></td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>2 out of 5 = 40%</td>
<td></td>
</tr>
<tr>
<td>Total</td>
<td>23 out of 41 = 56%</td>
<td></td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting website at https://rptsvr1.tea.texas.gov/perfreport/account/2017/index.html
In 2016, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

Performance Index Summary

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>761</td>
<td>1,533</td>
<td>50</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>189</td>
<td>1,000</td>
<td>19</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>455</td>
<td>1,600</td>
<td>28</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td>4.4</td>
<td>19.2</td>
<td>56</td>
</tr>
</tbody>
</table>

STAAR Score: 4.4
Graduation Rate Score: 17.1
Graduation Plan Score: 15.3
Postsecondary Component Score: 19.2

Campus Demographics

Campus Type: High School
Campus Size: 761 Students
Grade Span: 09 - 12
Percent Economically Disadvantaged: 69.4
Percent English Language Learners: 13.4
Mobility Rate: 31.5

System Safeguards

Number and Percentage of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Number Met</th>
<th>Percentage</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>7 out of 24</td>
<td>29%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12</td>
<td>100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>3 out of 5</td>
<td>60%</td>
</tr>
<tr>
<td>Total</td>
<td>22 out of 41</td>
<td>54%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at https://rptsvr1.tea.texas.gov/perfreport/account/2016/index.html
Accountability Rating

Improvement Required

Met Standards on
- Postsecondary Readiness

Did Not Meet Standards on
- Student Achievement
- Student Progress
- Closing Performance Gaps

In 2015, to receive a Met Standard or Met Alternative Standard rating, districts and campuses must meet targets on three indexes: Index 1 or Index 2 and Index 3 and Index 4.

Performance Index Report

Performance Index Summary

<table>
<thead>
<tr>
<th>Index</th>
<th>Points Earned</th>
<th>Maximum Points</th>
<th>Index Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>1 - Student Achievement</td>
<td>573</td>
<td>1,233</td>
<td>46</td>
</tr>
<tr>
<td>2 - Student Progress</td>
<td>109</td>
<td>800</td>
<td>14</td>
</tr>
<tr>
<td>3 - Closing Performance Gaps</td>
<td>414</td>
<td>1,600</td>
<td>26</td>
</tr>
<tr>
<td>4 - Postsecondary Readiness</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>STAAR Score</td>
<td>3.8</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Rate Score</td>
<td>18.3</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Graduation Plan Score</td>
<td>18.8</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Postsecondary Component Score</td>
<td>17.2</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Distinction Designation

- Academic Achievement in Reading/ELA
  - NO DISTINCTION EARNED
- Academic Achievement in Mathematics
  - NO DISTINCTION EARNED
- Academic Achievement in Science
  - NO DISTINCTION EARNED
- Academic Achievement in Social Studies
  - NO DISTINCTION EARNED
- Top 25 Percent Student Progress
  - NO DISTINCTION EARNED
- Top 25 Percent Closing Performance Gaps
  - NO DISTINCTION EARNED
- Postsecondary Readiness
  - NO DISTINCTION EARNED

Campus Demographics

- Campus Type: High School
- Campus Size: 775 Students
- Grade Span: 09 - 12
- Percent Economically Disadvantaged: 84.9%
- Percent English Language Learners: 16.5%
- Mobility Rate: 31.7%

State System Safeguards

Number and Percent of Indicators Met

<table>
<thead>
<tr>
<th>Indicator</th>
<th>Met</th>
</tr>
</thead>
<tbody>
<tr>
<td>Performance Rates</td>
<td>4 out of 23 = 17%</td>
</tr>
<tr>
<td>Participation Rates</td>
<td>12 out of 12 = 100%</td>
</tr>
<tr>
<td>Graduation Rates</td>
<td>1 out of 5 = 20%</td>
</tr>
<tr>
<td>Total</td>
<td>17 out of 40 = 43%</td>
</tr>
</tbody>
</table>

For further information about this report, please see the Performance Reporting Division website at http://ritter.tea.state.tx.us/perfreport/account/2015/index.html
Site Info Form Part II
1. **§11.9(c)(4) - Opportunity Index (Competitive HTC and Direct Loan Applications Only)**

- Development Site is located entirely within a census tract that has a poverty rate that is less than 20% **or** that is less than the median poverty rate for the region, whichever is higher.

- The census tract has a median household income rate in the two highest quartiles within the region.

- The census tract has a median household income in the third quartile within the region, **and** is contiguous to a census tract in the first or second quartile without physical barriers such as highways or rivers between, **and** the Development Site is no more than 2 miles from the boundary between the census tracts. A map showing the Development Site, location of the border, scale showing distance, and other applicable evidence is included.

<table>
<thead>
<tr>
<th>Contiguous Census Tract #</th>
<th>Contiguous Tract Quartile</th>
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</tr>
</tbody>
</table>

- Development is Urban and Development Site is within the required radius of eligible amenities and/or services, pursuant to §11.9(c)(4)(B)(i) of the QAP. A map showing the Development Site, scale showing radius, location of the amenities, and evidence that the amenity meets all requirements of the rule, as applicable, is included.

- Development is Rural or USDA and Development Site is within the required distance of eligible amenities and/or services pursuant to §11.9(c)(4)(B)(ii) of the QAP. A map showing the Development Site, scale showing radius, location of the amenities, and evidence that the amenity meets all requirements of the rule, as applicable, is included.

- No members of the Applicant or Affiliates had an ownership position in a selected amenity or served on the board or staff of a nonprofit that owned or managed a selected amenity within the year preceding the Pre-Application Final Delivery Date.

Application is seeking points for Opportunity Index.  

<table>
<thead>
<tr>
<th>Total Points Claimed:</th>
<th>0</th>
</tr>
</thead>
</table>

If necessary, provide a brief summary of how the Development Site is justifying the points selected:

2. **§11.9(c)(5) - Underserved Area (Competitive HTC and Direct Loan Applications Only)**

Applications may qualify for up to five (5) points for proposed Developments located in one of the following areas:
4. Application

No  Wholly or partially within a Colonia (Note: Not eligible if application qualifies for Opportunity Index points);

Yes  Entirely within the boundaries of an Economically Distressed Area (Note: Not eligible if application qualifies for Opportunity Index points);

No  Entirely within a census tract that does not have a Development that was awarded less than 30 years ago according to the Department’s property inventory tab of the Site Demographic Characteristics Report;

No  Entirely within a census tract that does not have a Development that was awarded less than 15 years ago according to the Department’s property inventory tab of the Site Demographic Characteristics Report;

No  Entirely within a census tract whose boundaries are wholly within an incorporated area and the census tract itself and all of its contiguous census tracts do not have a Development that was awarded less than 15 years ago according to the Department’s property inventory tab of the Site Demographic Characteristics Report. This item will apply in Places with a population of 150,000 or more, and will not apply in the At-Risk Set-Aside.

Contiguous Census Tract #  Contiguous Census Tract #
Contiguous Census Tract #  Contiguous Census Tract #
Contiguous Census Tract #  Contiguous Census Tract #

Application is seeking points for Underserved Area.  Total Points Claimed:  

| Points Claimed | 1 |

3. §11.9(c)(7) - Proximity to the Urban Core (Competitive HTC Applications Only)

X  Development Site is located in a Place with a population over 200,000 and is not in the At-Risk Set-Aside.

AND  Population of Place is 200,000-499,999 and Development is located w/in 2 miles of the main municipal government administration building.

OR  Population of Place is 500,000 or more and Development is located w/in 4 miles of the main municipal government administration building.

Application is seeking points for Proximity to the Urban Core.  Total Points Claimed:  

| Points Claimed | 5 |

4. §11.9(d)(7) - Concerted Revitalization Plan (Competitive HTC Applications Only)

Region:  

6  Urban

X  Development is in an Urban Area.

X  Application includes a copy of the plan or a link to the online plan and a description of where specific information required can be found in the plan.

X  Plan is current at the time of Application and officially continues for a minimum of three years thereafter.

X  Plan has been adopted by the municipality or county and resolution or certification is attached.

X  Letter from appropriate local official, target area map, and supporting documentation are provided.

X  Development is explicitly identified by the municipality or county as contributing more than any other to the concerted revitalization efforts of the municipality, county or distinct district; resolution stating such is provided.

X  Evidence of sufficient, documented and committed funding to accomplish the plan’s purposes on its established timetable is provided.

X  No points were claimed for Opportunity Index, but location would qualify for at least 4 points under §11.9(c)(4)(B):

- full service grocery store (1 mile)
- licensed center serving children (2 miles)
- pharmacy (1 mile)
- public library (1 mile)

X  A map showing the Development Site, scale showing radius, location of the amenities, and evidence that the amenity meets all requirements of the rule, as applicable, is included.

X  No members of the Applicant or Affiliates had an ownership position in a selected amenity or served on the board or staff of a nonprofit that owned or managed a selected amenity within the year preceding the Pre-Application Final Delivery Date.

OR  Development is in a Rural Area.

Rehabilitation  Demolition/Reconstruction

Development has been leased at 85% or more for the six months preceding Application by low income households (excluding unlivable units identified in CNA);

AND
- Development was constructed 25 or more years prior to Application submission as either public housing or as affordable housing with support from USDA, HUD, HOME, or CDBG;  
- AND, if applicable,  
  - demolition and relocation of units has been determined locally to be necessary to comply with Affirmatively Furthering Fair Housing Rule or to create acceptable distance from Undesirable Neighborhood Characteristics.

- Development is explicitly identified in a resolution by the municipality or county as contributing more than any other to the concerted revitalization efforts of the municipality or county; letter from Governing Body stating such is provided behind this tab.

- No points were claimed for Opportunity Index, but location would qualify for at least 4 points under §11.9(c)(4)(B):

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<thead>
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</tr>
</thead>
</table>

- A map showing the Development Site, scale showing radius, location of the amenities, and evidence that the amenity meets all requirements of the rule, as applicable, is included behind this tab.

- No members of the Applicant or Affiliates had an ownership position in a selected amenity or served on the board or staff of a nonprofit that owned or managed a selected amenity within the year preceding the Pre-Application Final Delivery Date.

**Application is seeking points for Concerted Revitalization.**  
**Total Points Claimed:** 7

**5. §11.9(d)(3) -Declared Disaster Area Scoring (Competitive HTC Applications ONLY)**

- Development is located in an area that qualifies as a Declared Disaster Area as defined in §11.9(d)(3).

**Application is seeking points for Declared Disaster Area.**  
**Total Points Claimed:** 10

**6. §11.9(c)(8) - Readiness to Proceed in Disaster Impacted Counties (Competitive HTC Applications ONLY)**

- Application meets all of the following requirements:
  - Application is for a proposed Development located in a county declared by FEMA to be eligible for individual assistance within the year proceeding the Full Application Delivery Date.
  - Application includes evidence that the Applicant will close all financing on or before October 31, 2018.
  - Application includes evidence that the Applicant will fully execute the construction contract on or before October 31, 2018.
  - Application includes evidence that appropriate zoning will be in place at award.
  - Application includes a DETAILED narrative description of each piece of evidence provided and how that evidence proves that the Applicant will close all financing and fully execute the construction contract on or before October 31, 2018.

**Application is seeking points for Readiness to Proceed.**  
**Total Points Claimed:** 5
Site Info Part II – Supporting Documents
Supporting Documentation for the Site Information Form Part II

**Opportunity Index (Competitive HTC and Direct Loan Only)**
- n/a Map with Development Site boundaries indicated, relative to census tract boundaries
- n/a Map with Development Site boundaries indicated, relative to census tract boundaries; and contiguous census tract with evidence of no physical barriers between the tracts
- n/a Map(s) of Community Assets with Development, radius, and each asset labeled

**Evidence of Underserved Area (Competitive HTC and Direct Loan Only)**
- For Colonia:
  - n/a Evidence from Attorney General of Colonia boundaries; and
  - https://www.texasattorneygeneral.gov/cpd/colonias
  - n/a Letter from the appropriate local government official or other evidence that the colonia lacks infrastructure and the Development will enable the current dwellings to connect to such infrastructure; and
  - n/a Map showing development site boundaries, relative to Colonia boundaries, and distance from Rio Grande river border.
- For Economically Distressed Areas:
  - x A letter or correspondence from Texas Water Development Board indicating the boundaries of the EDA; and
  - x Map showing development site boundaries, relative to EDA boundaries.
- For other items:
  - Development must be awarded 2002 or earlier for 15-year threshold and 1987 or earlier for 30-year threshold. The Site Demographic Characteristics Report is posted on the Department’s website at http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm
  - n/a Map with Development Site boundaries indicated, relative to census tract boundaries
  - n/a Map with census tract boundaries indicated, relative to boundaries of incorporated area, if applicable
  - n/a Map with all contiguous census tracts, if applicable

**Proximity to Urban Core (Competitive HTC Only)**
- x Map with the appropriate radius, City Hall location, and evidence of meetings regularly scheduled for City Council, City Hall meetings, as applicable
**Concerted Revitalization Plan (Competitive HTC Only)**

### Urban:
- Copy of the plan, or link to electronic copy. Plan must document that 11.9(d)(7)(A)(i)(I-V) are met.
- Map of target area(s) with location of Development Site clearly identified.
- Resolution adopting the Concerted Revitalization Plan or resolution of delegation and other documentation.
- Resolution identifying Development as contributing more than any other to revitalization effort.
- Letter from appropriate local official providing documentation of measurable improvements.
- Evidence of committed funding.

- For each amenity, supporting documentation to evidence that the amenity meets each Opportunity Index requirement for the amenity.

### Rural:
- n/a Current rent roll
- n/a Evidence Development constructed 25 or more years prior to application (1992 or earlier)
- n/a Evidence Development is public housing or affordable housing supported by USDA, HUD, HOME or CDBG
- n/a Evidence demolition and relocation of units has been determined locally to be necessary to comply with Affirmatively Furthering Fair Housing Rule or to create acceptable distance from Undesirable Neighborhood Characteristics, if applicable.
- n/a Resolution from appropriate Governing Body describing concerted revitalization effort and identifying Development as contributing more than any other to such effort.
- n/a For each amenity, supporting documentation to evidence that the amenity meets each Opportunity Index requirement for the amenity.

### Declared Disaster Area:
- x The county in which the Development Site is located is listed on the 2018 List of Declared Disaster Areas (no further documentation is required).
  - The List of Declared Disaster Areas is posted on the Department’s website at [http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm](http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm)
- na Applicant believes the county in which the Development Site is located was omitted from the list and should be listed.
  - Application includes evidence that the Development Site is located in an area declared to be a disaster area under Tex. Gov’t Code §418.014 at the time of early Application submission (January 26, 2018), at the Full Application Delivery Date, or at any time within the two-year period preceding the Full Application Delivery Date (as of March 1, 2016).

### Readiness to Proceed
- x The county in which the Development Site is located is listed on the 2018 List of Declared Disaster Areas eligible for points under 10 TAC §11.9(c)(8) (no further documentation is required).
- x Evidence that the Applicant meets the requirements for Readiness to Proceed. Pursuant to 10 TAC 11.9(c)(8), the Application must include evidence that appropriate zoning will be in place at award (July 26, 2018).
- x Application includes evidence that appropriate zoning will be in place at award.

Further, the Application must include evidence that the Applicant will close all financing and fully execute the construction contract on or before the last business day of October 2018. Examples of the kinds of documentation that may be used to evidence those milestones are listed below. Applicants may select any of these items, or use the "Other" selections to describe the evidence presented.

Each piece of evidence provided must be accompanied by a detailed narrative describing how that piece of evidence will allow the Applicant to meet the requirements. If evidence is not included behind this tab, use the space to describe where in the Application the evidence can be found. Evidence may include, but is not limited to:

- Loan or equity commitments with evidence of completed due diligence
Permit-ready architectural plans

Evidence that Site Plan has been submitted for permit and received by the appropriate permitting authority

Description from architect of record of current stage of architectural plans

See attached letter from Van Meters William Pollack

Evidence that site development permit application has been submitted and received by the appropriate permitting authority

Description of timing for property acquisition

An affiliate of the Applicant owns the property and it will be purchased before 10/31/18.

Description of timing for construction permits

See attached schedule and description

Evidence of selection of construction contractor

Description of timing for execution of construction contracts

For any applicable public entity, evidence that contract procurement(s) has been issued per 2 CFR 200

does not apply

For any applicable public entity, evidence that contract procurement(s) has been completed per 2 CFR 200

does not apply

Detailed construction schedule including groundbreaking, start of site work, start of vertical construction, etc.

Project execution plan

Other (describe): Part I and Part A Historic Approval - Complete

Please see the attached in Tab 35

Other (describe): Part II Historic Submittal

Part II has been submitted to National Park Service. They have 60 days to respond.

Other (describe): Funding from City of Houston - Application Complete

Funding Application available upon request.

Other (describe): Zoning

Houston has no zoning and we are not seeking any variances

Other (describe):
<table>
<thead>
<tr>
<th>Other (describe):</th>
</tr>
</thead>
<tbody>
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</tbody>
</table>
EVIDENCE OF UNDERSERVED AREA
Harris County Receives EDAP Funds

St. Elizabeth Place | 4514 Lyons Avenue  Houston, TX 77020
Quarterly Report

Economically Distressed Areas Program
September 1, 2017 – November 30, 2017

www.twdb.texas.gov/financial/programs/edap
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EDAP Background .................................................. 2
EDAP Report Updates ............................................ 3
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Index of EDAP Projects by County ......................... 5
Summary of Active and Completed EDAP Projects .... 6
Active EDAP Projects ........................................... 7
Completed EDAP Projects ...................................... 8
Economically Distressed Areas Program (EDAP) – Background

For over 25 years, the Texas Water Development Board (TWDB), state officials, and the citizens of Texas have been working together to provide affordable funding for essential basic water and wastewater infrastructure throughout the state. With the development of the Economically Distressed Areas Program (EDAP), in conjunction with other TWDB programs, over $997 million in grants and loans have been made available to fund the planning, acquisition, design, and construction of such projects.

EDAP provides statewide financial assistance to disadvantaged political subdivisions, cities, counties, water districts and non-profit water supply corporations in the form of a grant, or a combination grant/loan. EDAP projects provide drinking water and wastewater treatment to Texas residents previously without service, and improve existing utility systems that do not meet minimum state standards.

In 1989, the 71st Legislature passed comprehensive legislation that established the EDAP and the Model Subdivision Rules (MSR) for the regulation of future residential subdivisions. These laws focused on two major goals: delivering water and wastewater services to meet the immediate health and safety concerns and stopping the proliferation of sub-standard subdivisions through tougher enforcement of development standards.

The 81st Legislature in 2009 enacted further legislation which allowed funds from the EDAP program to pay for first-time water and wastewater connections for homes in areas served by the program.

Throughout its history, the EDAP has involved collaborative funding with state and federal agencies, such as the Environmental Protection Agency, the United States Department of Agriculture-Rural Development, the Texas Department of Agriculture, North American Development Bank, the Border Environmental Cooperation Commission, and local governments including counties, cities, water and wastewater utilities, and non-profit groups.
EDAP Report Updates

Since the previous quarter:

- No new Active projects.

- City of Silverton, Project # 10417 moved from Active to Completed status. The funding was for planning, acquisition and design phases of the project. The design portion completed on 05/15/2015, and has now been marked as complete with no additional request for funding.
Counties with EDAP Funding

Counties with Approved MSRs

Note: All counties listed as containing EDAP funded projects have also adopted Model Subdivision Rules (MSRs).
<table>
<thead>
<tr>
<th>County</th>
<th>Projects</th>
</tr>
</thead>
<tbody>
<tr>
<td>BEE COUNTY</td>
<td>Bee County, Skidmore WSC, Tyんan WSC</td>
</tr>
<tr>
<td>BREWSTER COUNTY</td>
<td>Alpine, BRISCOE COUNTY</td>
</tr>
<tr>
<td>BURLESON COUNTY</td>
<td>Beaver Creek WCID 1</td>
</tr>
<tr>
<td>CAMERON COUNTY</td>
<td>Brownsville (Cameron Park), Brownsville (Hacienda Gardens), Brownsville (Valle Hermosa &amp; Valle Escondidos), Brownsville (FM 511-802), Brownsville (Villa Nueva), Cameron County Urban Regional Planning</td>
</tr>
<tr>
<td>HIDALGO COUNTY</td>
<td>Aguacito (East), Aguacito (West), Alamo (South Tower Estates), Alamo (New Wastewater Service), Alton (Phase II), Border WaterWorks (Mile 17 1/2), Border WaterWorks (Wisconsin Road), Donna, Donna (Western Colonias), Edinburg (Faysville), Edinburg (Lull), Edinburg (Northwest), Elsa, Hidalgo County (El Paraiso), Hidalgo County (DeAnda &amp; Saenz), Hidalgo County (Sanchez Ranch), Hidalgo County (Urban Regional), La Joya WC (East-Palmview area), La Joya WC (West-Sullivan City)</td>
</tr>
<tr>
<td>DANDER COUNTY</td>
<td>GRIMES COUNTY</td>
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<tr>
<td>CAMERON COUNTY</td>
<td>HALL COUNTY</td>
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<tr>
<td>HARRIS COUNTY</td>
<td>Airline ID, East Aldine MD</td>
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<tr>
<td>CAMERON COUNTY</td>
<td>CAMERON COUNTY</td>
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<tr>
<td>CAMERON COUNTY</td>
<td>County Regional Planning</td>
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<tr>
<td>CAMERON COUNTY</td>
<td>Combes</td>
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<tr>
<td>CAMERON COUNTY</td>
<td>Harlingen (Arroyo Colorado &amp; Colonia Bishop)</td>
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<td>CAMERON COUNTY</td>
<td>La Feria</td>
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<td>CAMERON COUNTY</td>
<td>Los Fresnos</td>
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<tr>
<td>CAMERON COUNTY</td>
<td>Olmito WSC (Water &amp; Wastewater)</td>
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<td>CAMERON COUNTY</td>
<td>Olmito WSC (Collection System Expansion)Primer</td>
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<td>CAMERON COUNTY</td>
<td>Rio Hondo</td>
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<td>CAMERON COUNTY</td>
<td>San Benito</td>
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<td>CAMERON COUNTY</td>
<td>Santa Rosa (Water and Wastewater)</td>
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<td>area</td>
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<td>CONCHO COUNTY</td>
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<td>Gatesville</td>
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<td>DOTTINO COUNTY</td>
<td>Asherton</td>
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<td>Carrizo Hill WSC</td>
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<td>DOTTINO COUNTY</td>
<td>Catarina WSC</td>
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<tr>
<td>DOTTINO COUNTY</td>
<td>Dimmit County Planning</td>
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<tr>
<td>DUVAL COUNTY</td>
<td>Duval County Planning</td>
</tr>
<tr>
<td>EL PASO COUNTY</td>
<td>El Paso (Canutillo), El Paso (East Montana – Phase 0), El Paso (Westway Water)</td>
</tr>
<tr>
<td>EL PASO COUNTY</td>
<td>El Paso (Westway II)</td>
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<td>Sierra Shores WCID</td>
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Summary of Active and Completed EDAP Projects
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Grand Total

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872
3,605
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7,207
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421
2,272
54,925
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14,687,245.59
61,200.00
67,297,604.16
3,028,444.00
723,937.00
13,931,022.68

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6

Residents
w/Service
Available
1,019
0
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32,759
1,200
790
2,830
0
87,189
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579
711
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0
75,048
2,330
0
66
0
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0
21,113
1,150
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3,795
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0
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67
924
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2,444
28,414
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3,804

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48,564,635.00

26

102,480

$

625,305,187.64

$

164,207,686.00

155

296,802

EDAP Funding

Bee
Brewster
Briscoe
Burleson
Cameron
Concho
Coryell
Dimmit
Duval
El Paso
Falls
Frio
Grimes
Hall
Harris
Hidalgo
Hudspeth
Kerr
Kinney
La Salle
Limestone
Lynn
Marion
Maverick
McCulloch
Menard
Newton
Palo Pinto
Polk
Real
Reeves
Sabine
San Patricio
Schleicher
Somervell
Starr
Terrell
Trinity
Uvalde
Val Verde
Van Zandt
Webb
Willacy
Zapata
Zavala

Completed

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533,862.00
26,749,475.98
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3,340,746.00
2,475,690.00
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7,780,000.00
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2,210,700.00
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942,000.00
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Other TWDB Funding

Estimate of
Residents to
be Served

Project
Totals

EDAP Funding

Other TWDB Funding

Project
Totals

Total Sum of EDAP
Funding

Total Sum of Other
TWDB Funding

Total Sum
of Projects

Estimated Future
Costs

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4,232,175.00
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212,772,321.00

181

$

155,076,810.00

1. The above figures reflect actual funds expended and current, active commitments. EDAP Funding amounts include EDAP related programs: Colonia Wastewater Treatment Assistance Program, Colonia Self Help, Community Self Help, and Research and Planning.
2. "Estimated residents with service available" avoids double counting population when served by subsequent projects. For example, residents served by a water project and counted once are not counted a second time when served by a later wastewater project.
Some projects in planning and/or design phases may not have an estimated population served.

6


### Active EDAP Commitments
#### As of November 30, 2017

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<tr>
<th>County</th>
<th>Recipient</th>
<th>Project Number</th>
<th>Project Name</th>
<th>Earliest Commitment Date</th>
<th>Estimated Completion Date*</th>
<th>Facility Plan Funding</th>
<th>PAD Funding</th>
<th>Construction Funding</th>
<th>Other TWDB Funding</th>
<th>Estimated Residents to be Served</th>
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<td>Burleson</td>
<td>Beaver Creek WCID #1</td>
<td>10418</td>
<td>New Water System</td>
<td>01/20/2011</td>
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<td>Cameron</td>
<td>Brownsville, City of</td>
<td>10344</td>
<td>FM 511-802 Project</td>
<td>02/20/2002</td>
<td>02/28/2018</td>
<td>$ 75,000.00</td>
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<td>10411</td>
<td>Canutillo Area Water &amp; Wastewater</td>
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<td>Canutillo Water - Norma &amp; Georgia</td>
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<td>Montana Vista Wastewater Planning</td>
<td>04/17/2014</td>
<td>12/31/2022</td>
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<td>New Water Source</td>
<td>03/17/2014</td>
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<td>Airline ID</td>
<td>10440</td>
<td>Service Zone 1 - Water &amp; Wastewater</td>
<td>02/20/2014</td>
<td>03/31/2018</td>
<td>$ -</td>
<td>$ -</td>
<td>$ 5,836,916.00</td>
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<td>East Aldine</td>
<td>Mngmt Dist</td>
<td>10384</td>
<td>Sherwood &amp; Benton Place Water &amp; Sewer</td>
<td>03/26/2009</td>
<td>02/28/2018</td>
<td>$ -</td>
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<td>$ 10,486,094.00</td>
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<td>Hidalgo</td>
<td>Agua SUD</td>
<td>10356</td>
<td>Eastern Wastewater System</td>
<td>07/29/2008</td>
<td>12/31/2019</td>
<td>$ -</td>
<td>$ 2,594,293.40</td>
<td>$ 29,300,000.00</td>
<td>$ 12,900,000.00</td>
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<td>City of</td>
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<td>Northwest Sewer Service</td>
<td>12/05/2013</td>
<td>$ -</td>
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<td>North Alamo</td>
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<td>06/21/2012</td>
<td>12/29/2017</td>
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<td>$ 9,800,000.00</td>
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<td>North Alamo</td>
<td>WSC</td>
<td>10445</td>
<td>North Weslaco Colonias Wastewater System</td>
<td>12/11/2014</td>
<td>$ -</td>
<td>$ 1,568,000.00</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>3,528</td>
</tr>
<tr>
<td>San Juan</td>
<td>City of</td>
<td>10441</td>
<td>Collection System Extension II</td>
<td>02/20/2014</td>
<td>07/31/2018</td>
<td>$ -</td>
<td>$ 270,000.00</td>
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<td>$ -</td>
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</tr>
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<td>Kerr</td>
<td>Kerr County</td>
<td>10366</td>
<td>Center Point Wastewater System</td>
<td>10/28/2008</td>
<td>03/17/2020</td>
<td>$ -</td>
<td>$ 242,500.00</td>
<td>$ 14,050,618.00</td>
<td>$ 19,271,273.00</td>
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<td>Kosse, City of</td>
<td>10437</td>
<td>New Wells &amp; Elevated Storage</td>
<td>06/20/2013</td>
<td>12/03/2017</td>
<td>$ -</td>
<td>$ 449,000.00</td>
<td>$ 2,100,000.00</td>
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<td>Tahoka, City of</td>
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<td>Distribution System Rehabilitation</td>
<td>08/18/2011</td>
<td>05/01/2018</td>
<td>$ -</td>
<td>$ 239,000.00</td>
<td>$ 6,314,000.00</td>
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<td>Brady, City of</td>
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<td>Radium Reduction Groundwater Treatment</td>
<td>03/26/2015</td>
<td>$ -</td>
<td>$ 1,804,000.00</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
<td>5,553</td>
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<td>Town of</td>
<td>10451</td>
<td>Radium Removal</td>
<td>03/26/2015</td>
<td>08/01/2018</td>
<td>$ -</td>
<td>$ 170,000.00</td>
<td>$ -</td>
<td>$ 539,902.00</td>
<td>179</td>
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<td>Menard</td>
<td>Menard, City of</td>
<td>10421</td>
<td>Surface Water Treatment Plant</td>
<td>05/04/2011</td>
<td>$ 92,570.00</td>
<td>$ -</td>
<td>$ 4,800,000.00</td>
<td>$ 3,200,000.00</td>
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<td>Palo Pinto</td>
<td>Co MWD #1</td>
<td>21636</td>
<td>Turkey Peak Reservoir</td>
<td>01/15/2009</td>
<td>$ -</td>
<td>$ 8,800,000.00</td>
<td>$ -</td>
<td>$ -</td>
<td>$ -</td>
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<td>Real</td>
<td>Nueces River Authority</td>
<td>72045</td>
<td>Leaky Wastewater System</td>
<td>05/27/2008</td>
<td>09/30/2018</td>
<td>$ -</td>
<td>$ 1,538,250.00</td>
<td>$ 18,713,729.20</td>
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<td>San Patricio</td>
<td>Portland, City of</td>
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<td>Doyle Wastewater Collection System</td>
<td>05/21/2009</td>
<td>01/30/2018</td>
<td>$ -</td>
<td>$ 295,020.10</td>
<td>$ 2,493,000.00</td>
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<td>08/16/2012</td>
<td>03/30/2018</td>
<td>$ -</td>
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<td>Groveton, City of</td>
<td>61314</td>
<td>Water System Improvements</td>
<td>02/25/2008</td>
<td>03/31/2018</td>
<td>$ 105,500.00</td>
<td>$ 115,200.00</td>
<td>$ 1,990,000.00</td>
<td>$ 620,000.00</td>
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<td>10443</td>
<td>Colonia Water Service</td>
<td>01/29/2015</td>
<td>12/31/2017</td>
<td>$ -</td>
<td>$ 942,000.00</td>
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<td><strong>Grand Total</strong></td>
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<td></td>
<td></td>
<td></td>
<td><strong>$ 273,070.00</strong></td>
<td><strong>$ 23,411,584.98</strong></td>
<td><strong>$ 135,945,047.20</strong></td>
<td><strong>$ 48,564,635.00</strong></td>
<td><strong>102,480</strong></td>
</tr>
</tbody>
</table>

*New projects for this quarter are in bold and italicized.*

*Projects without an estimated completion date have yet to fund construction, and may not have an established estimated completion date.*
Completed EDAP Commitments
As of November 30, 2017
County
Bee

Brewster
Briscoe
Cameron

Recipient

Project Number

Bee County
Skidmore WSC
Tynan WSC
Alpine, City Of
Silverton, City of
Brownsville, City Of

Cameron County
Combes, Town Of
Harlingen, City Of
La Feria, City Of
Los Fresnos, City Of
Olmito WSC

Concho
Coryell
Dimmit

Duval
El Paso

Primera, City Of
Rio Hondo, City Of
San Benito, City Of
Santa Rosa, City Of
Eden, City Of
Copperas Cove
Gatesville, City Of
Asherton, City Of
Carrizo Hill WSC
Catarina WSC
Dimmit Co
Duval County
El Paso Co Tornillo WID
El Paso County

El Paso WCID (WESTWAY)
El Paso, City Of
Lower Valley WD

Frio
Grimes
Harris
Hidalgo

Vinton
Moore WSC
Bedias, City Of
Iola Town Of
Airline ID
Agua SUD

New projects for this quarter are in bold and italicized.

10229
10345
10346
10372
10417
10014
10015
10063
10378
10067
10073
10246
10283
10231
10322
10017
10377
10250
10160
10018
10016
10416
10072
10092
10248
10278
10247
10046
10237
10059
10060
10066
10158
10196
10228
10410
10195
10058
10062
10055
10056
10057
10061
10315
10162
10238
10383
10422
10398
10370

Project Name
Water & Wastewater Planning
New Water & Wastewater Systems
Water & Wastewater Improvements
Collection System Improvements
New Water Source
Cameron Park
Hacienda Gardens
Valle Hermosa & Valle Escondido
Villanueva Colonia
Cameron Urban Regional Planning
Cameron County Rural Planning
New Wastewater System
Arroyo Colorado & Colonia Bishop
Water & Wastewater System Expansion
Wastewater System Expansion
Olmito Wastewater System
Collection System Expansion
Wastewater Collection System
Colonia Water & Wastewater Service
Colonia Water & Wastewater Service
Water Treatment Plant Expansion
New Water Well & Treatment System
Wastewater Collection Planning
Water & Wastewater Extensions
Water & Wastewater Improvements
Water & Wastewater Systems
Water System Construction
Asherton, Carrizo Hills & Catarina
Water & Wastewater Planning
Tornillo Wastewater System
East Montana Water System (Phase 0)
Colonia Plumbing Fixtures
East Montana Water System (Phase 1)
Colonia Assistance & Management Support
East Montana Water (Phases 2 & 3)
Turf Estates Water Line
Westway II
Westway Water Supply
Canutillo Project
LVWD Phase I ‐ Bauman Water Project
LVWD Phase II ‐ Socorro
LVWD Phase III ‐ San Elizario
Las Azaleas Planning
Cultural Resource Mgmt ‐ Socorro
Water & Wastewater Planning
New Wastewater System
New Wastewater System
New Wastewater System
Service Zone 1 ‐ Design
Western Wastewater System

Earliest
Commitment Date
05/16/1996
03/20/2002
05/15/2002
02/17/2009
08/18/2011
11/21/1991
01/31/1991
01/20/1994
05/27/2008
05/21/1998
04/21/1994
06/19/1996
12/11/1997
06/19/1996
09/15/1999
10/21/1993
04/29/2008
08/15/1996
02/16/1995
07/18/1996
01/08/1991
01/20/2011
04/21/1994
06/16/1994
08/21/2002
04/17/1997
07/18/1996
02/25/1993
10/17/1996
09/18/2002
01/19/1995
03/18/1993
01/19/1995
06/19/1996
09/19/1996
11/18/2010
07/20/1995
02/13/1992
01/01/1995
10/17/1991
05/20/1993
03/31/1993
01/20/1994
07/16/1998
10/17/1996
11/20/1996
10/28/2008
08/18/2011
02/17/2010
07/29/2008

8

Facilty Plan
Funding
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228,900.00
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90,000.00
49,000.00
18,375.00
144,750.00
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456,684.00
600,000.00
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43,311.00
22,500.00
45,250.00
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36,000.00
49,813.00
38,250.00
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37,500.00
52,188.00
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24,750.00
177,800.00
59,093.00
441,941.88
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213,250.00
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66,462.10
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245,857.00
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592,080.00
505,735.00
50,000.00
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39,100.00
48,960.00
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Construction
Funding

PAD Funding
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290,000.00
1,735,000.00
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192,932.96
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276,999.36
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807,833.13
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844,448.00
235,000.00
889,216.94
663,430.44

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4,284,880.85
331,619.86
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6,516,251.00
367,727.66
4,430,565.00
2,000,000.00
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11,396,863.61
1,370,459.00
11,454,359.00
16,020,269.91
6,562,718.98
2,093,607.77
9,779,204.26
439,506.00
1,724,382.00
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4,675,000.00
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2,883,301.00
1,289,842.75
2,506,408.00
959,760.18
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13,098,559.21
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1,368,392.29
6,321,453.00
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10,653,496.39
829,457.60
5,459,674.06
1,437,540.80
7,187,022.60
1,800,608.00
17,201,281.00
44,220,975.66
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1,200.00
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1,900,943.14
3,833,196.05
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23,113,743.76

Other TWDB
Funding
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175,000.00
185,000.00
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385,000.00
360,000.00
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1,475,000.00
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205,000.00
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1,700,000.00
‐
150,000.00
‐
102,500.00
‐
‐
‐
3,857,000.00
8,245,000.00
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‐
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‐
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‐
‐
1,990,000.00

Residents
w/Service Available
‐
905
114
‐
‐
5,282
308
1,460
283
‐
‐
2,753
977
8,739
3,300
4,044
440
4,051
328
794
‐
1,200
‐
790
1,719
872
239
‐
‐
2,368
‐
‐
16,750
‐
7,929
428
8,187
9,052
2,846
3,927
9,299
26,403
‐
‐
‐
579
711
‐
‐
7,000


Completed EDAP Commitments
As of November 30, 2017
County
Hidalgo

Recipient

Project Number

Agua SUD (La Joya)
Alamo, City Of
Alton, City Of
Border Waterworks
Donna, City Of
Edinburg, City Of

Elsa
Hildalgo County

McAllen, City Of
Mercedes, City Of
Military Highway WSC
Mission, City Of

North Alamo WSC

Pharr, City Of
San Juan, City Of
The Rensselaerville Inst TRI

The Rensselaerville Inst TRI

Weslaco, City of
Hudspeth
Kerr

Fort Hancock WCID
Hudspeth Co WCID #1
Upper Gualadupe RA

New projects for this quarter are in bold and italicized.

10031
10034
10030
10406
10025
10233
10347
10351
10037
10371
10024
10033
10065
10091
10252
10036
10027
10038
10040
10068
10039
10435
10029
10198
10284
10023
10200
10321
10251
10274
10343
10028
10446
10032
10349
10353
10354
10357
10359
10360
10361
10382
10385
10395
10026
10295
10397
10054
10367

Project Name
Eastern Project Area (Palmview)
Western Service Area (Sullivan City)
South Tower Estates Planning
Guadalupe & Campo Alto
Alton I ‐ New Wastewater System
Alton II ‐ Wastewater System Expansion
Wisconsin Road Project
Mile 17 1/2 Project
Colonia Water & Wastewater Service
Western Colonias Project
Lull Water & Wastewater Systems
Faysville Area Water & Wastewater
Colonia Plumbing Fixtures
Northwest Water & Wastewater Plans
Colonia Assistance & Management Support
Water & Wastewater Plans
El Paraiso Wastewater Planning
DeAnda & Saenz Facilities Planning
Sanchez Ranch Plan
Urban Regional Planning
Colonia Water/Wastewater Service
Northwestern Colonias
Colonia Water & Wastewater Service
DeAnda and Saenz
South Tower Estates Collection System
Madero and Granjeno
Northwest Mission Wastewater System
Colonia Assistance & Management Support
Doolittle Area Water Supply
San Juan Area Water Supply
San Carlos West Wastewater System
Las Milpas
Purchase Surface Water Rights
Northside Wastewater System
Lucky J Street Water Line
Proyecto Vecinos Unidos
Proyecto Bella Vista
Proyecto Botello
Taylor Road Collection Lines
Mike Cruz Road Water Service
Project Big 5
Unidos en Hargill ‐ Wastewater
Unidos en Hargill ‐ Water
Tri‐City Acres Wastewater
South Wastewater Treatment Plant
Sun Country Estates
Water Well & RO Treatment Facility
Sierra Blanca Wastewater System
Center Point Water System

Earliest
Commitment Date
09/28/1992
03/18/1993
10/06/1992
04/22/2010
12/13/1990
07/18/1996
06/18/2002
06/18/2002
01/20/1994
10/23/2007
11/26/1990
02/15/1993
04/15/1993
06/16/1994
08/15/1996
09/16/1993
07/18/1991
01/20/1994
03/15/1994
08/19/1993
02/17/1994
04/18/2013
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08/21/1990
05/15/2002
06/16/1999
08/15/1996
03/20/1997
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11/19/1991
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06/19/2003
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01/21/2004
02/17/2004
02/17/2004
11/14/2006
07/29/2008
07/29/2008
08/20/2009
08/19/1991
12/11/1997
04/22/2010
10/15/1992
10/28/2008

9

Facilty Plan
Funding
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36,000.00
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46,285.71
135,050.00
37,500.00
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75,000.00
32,690.00
900,000.00
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26,100.00
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39,554.50

Construction
Funding

PAD Funding
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11,210.00
15,721.00
8,014,306.34
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410,925.75
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New projects for this quarter are in bold and italicized.
Sallie Burchett <sallie@structuretexas.com>

**TDHCA EDAP Letters**

3 messages

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**Sallie Burchett** <sallie@structuretexas.com>  
To: Mireya Loewe <mireya.loewe@twdb.texas.gov>

Mon, Feb 19, 2018 at 11:03 AM

Good morning Ms. Loewe.

For our TDHCA application, will you please confirm that TWDB maintains its policy position of not providing letters confirming cities that are in receipt of EDAP funding, as the EDAP funding report is on the TWDB website? Thank you.

Sincerely,

Sallie Burchett, AICP

512.473.2527

---

**Tom Entsminger** <Tom.Entsminger@twdb.texas.gov>  
To: "sallie@structuretexas.com" <sallie@structuretexas.com>  
Cc: Mireya Loewe <Mireya.Loewe@twdb.texas.gov>

Tue, Feb 20, 2018 at 11:57 AM

Good Morning Ms. Burchett,

Mireya forwarded your email to me because I am TWDB's current EDAP Program Coordinator (she held this role previously). You are correct that the EDAP Quarterly Status Report is the best source to identify cities that have received EDAP assistance, and that we would refer inquiries to this report rather than producing an additional letter to confirm the status of EDAP borrowers. The most recent report can be found here: [http://www.twdb.texas.gov/publications/reports/edap_reports/doc/Status.pdf?d=3284.9000000005617](http://www.twdb.texas.gov/publications/reports/edap_reports/doc/Status.pdf?d=3284.9000000005617)

Thanks,

Tom Entsminger  
State Programs Coordinator  
Texas Water Development Board  
(512) 936-0802

---

From: Sallie Burchett <sallie@structuretexas.com>  
Sent: Monday, February 19, 2018 11:03:59 AM  
To: Mireya Loewe  
Subject: TDHCA EDAP Letters

[Quoted text hidden]

---

**Sallie Burchett** <sallie@structuretexas.com>  
To: Tom Entsminger <Tom.Entsminger@twdb.texas.gov>  
Cc: Mireya Loewe <Mireya.Loewe@twdb.texas.gov>

Tue, Feb 20, 2018 at 12:02 PM

Thanks Tom! Have a great day.

Sallie

512.473.2527

[Quoted text hidden]
PROXIMITY TO URBAN CORE
Urban Core Map
St. Elizabeth Place
4514 Lyons Avenue
Houston, TX 77020
The City Council is the City's legislative body, with the power to enact and enforce all ordinances and resolutions. Eleven Council Members are elected from districts and five are elected at-large, by all voters of the City.

- Meet your Council Members for January 2, 2016 to January 2, 2020

The sixteen members of Council, along with the Mayor, act only by ordinance, resolution or motion. They adopt and may alter the annual budget and confirm the Mayor’s appointments. Council is responsible for the appropriation and issuance of bonds, the awarding of contracts and the approval of City expenditures over $50,000. Council may lease or dispose of the City’s real estate and may levy assessments against property. Council determines its own rules of procedure, and its meetings are open to the public.

Sixteen Council Members, along with the Mayor and City Controller, are elected every four years. Council Members are limited to serving two terms of four years each, with each term beginning on January 2. Five Council Members are elected At-Large, or city-wide, while the other eleven are elected to geographic districts of roughly the same proportion of population.

Beginning January 2, 2016, City elected officials can serve a maximum of two four-year terms. Those who already served one two-year term are eligible to serve two more four-year terms, for a maximum of ten years, and those who already served two two-year terms are eligible to serve for one more four-year term, for a maximum of eight years.

You can write to your Council Member at: 900 Bagby / City Hall Annex / First Floor / Houston, TX 77002.

Guidelines for Attending, Speaking, and/or Viewing Houston City Council
The City of Houston City Council agenda is published on Friday afternoon and details the actions that Council will consider at its meeting the following week. Per Houston City's Charter, Council meets at 1:30 p.m. on Tuesday afternoons and 9 a.m. on Wednesday mornings in the Council Chamber on the second floor of City Hall, 901 Bagby, Houston 77002.

The Tuesday session is devoted to public comment. The Wednesday session is for consideration of actions that require Council approval. Be sure to check the Council meeting calendar at http://www.houstontx.gov/council/
Urban Core – Evidence of Regularly Scheduled City Council Meetings

Google Maps Link to Houston City Council Chambers
AGENDA - COUNCIL MEETING Tuesday, February 20, 2018 - 1:30 PM
City Hall Chamber

PRESENTATIONS

2:00 P.M. – INVOCATION AND PLEDGE OF ALLEGIANCE

Council Member Davis

ROLL CALL AND ADOPT MINUTES OF PREVIOUS MINUTES

PUBLIC SPEAKERS - Pursuant to City Council Rule 8, City Council will hear from members of the public; the names and subject matters of persons who had requested to speak at the time of posting this Agenda are attached; the names and subject matters of persons who subsequently request to speak may be obtained in the City Secretary's Office.

NOTE: If a translator is required, please advise when reserving time to speak

SP022018

RECESS

RECONVENE

WEDNESDAY - February 21, 2018 - 9:00 A. M.

DESCRIPTIONS OR CAPTIONS OF AGENDA ITEMS WILL BE READ BY THE CITY SECRETARY PRIOR TO COMMENCEMENT

MAYOR’S REPORT

CONSENT AGENDA NUMBERS 1 through 39

MISCELLANEOUS - NUMBERS 1 through 5

1. REQUEST from Mayor for confirmation of the appointment of BRENDA W. BAZAN as Director of the CONVENTION AND ENTERTAINMENT FACILITIES DEPARTMENT

2. REQUEST from Mayor for confirmation of the appointment or reappointment of the following individuals to the BOARD OF DIRECTORS OF THE FIVE CORNERS IMPROVEMENT DISTRICT (Formerly HARRIS COUNTY IMPROVEMENT DISTRICT NO. 10-B):
   Position One - EDNA DEAUVARO, reappointment, for a term to expire 6/1/2019
   Position Two - HOMER L. CLARK, reappointment, for a term to expire 6/1/2021
   Position Three - VIVIAN HARRIS, appointment, for a term to expire 6/1/2021
   Position Four - CHARLES F. MEYER, JR., appointment, for a term
Concerted Revitalization Plan: The Fifth Ward TIRZ 18 Plan

Planning Document Pages 2 - 18

Please use this link to access the full Fifth Ward TIRZ 18 Plan. Excerpts of the Plan are included on pages 2 - 18.

Resolution Adopting the Fifth Ward TIRZ 18 Pages 19 - 30

Maps of the Fifth Ward TIRZ Area Page 31

Letter from the City of Houston Housing and Community Development Department Pages 32 - 33

Resolution identifying St. Elizabeth Place as contributing more than any other Development Pages 34-37

Evidence of Committed Funding: Fiscal Year 2018 Fifth Ward TIRZ Budget Profile Pages 38-40

Evidence of Committed Funding: Capital Improvement Project 2018-2022 Budget for the Fifth Ward TIRZ Pages 41-50
AN ORDINANCE APPROVING A SECOND AMENDED PROJECT PLAN AND REINVESTMENT ZONE FINANCING PLAN FOR REINVESTMENT ZONE NUMBER EIGHTEEN, CITY OF HOUSTON, TEXAS (FIFTH WARD ZONE); AUTHORIZING THE CITY SECRETARY TO DISTRIBUTE SUCH PLANS; DETERMINING THE PORTION OF TAX INCREMENT THE CITY WILL PAY FROM THE AREA ANNEXED INTO THE ZONE; CONTAINING VARIOUS PROVISIONS RELATED TO THE FOREGOING SUBJECT; AND DECLARING AN EMERGENCY.

* * * * * * *

WHEREAS, by City Ordinance No. 1999-766, adopted July 21, 1999, the City Council of the City of Houston, Texas (the “City”) created Reinvestment Zone Number Eighteen, City of Houston, Texas ("Fifth Ward Zone") pursuant to Chapter 311 of the Texas Tax Code, as amended (the “TIRZ Act”), for the purposes of development in the Fifth Ward area of the City; and

WHEREAS, the Board of Directors of the Zone adopted and the City Council approved, by City Ordinance No. 1999-795, the Project Plan and Reinvestment Zone Financing Plan for the Zone (the “Plan”); and

WHEREAS, the Board of Directors of the Zone adopted and the City Council approved, by City Ordinance No. 2008-0766, the First Amended Project Plan and Reinvestment Zone Financing Plan for the Zone (the “Plan”); and

WHEREAS, Section 311.011 of the TIRZ Act authorizes the Board of Directors of the Zone to adopt an amendment to the Plan, and such amendment takes effect upon approval of the City Council; and

WHEREAS, the Board of Directors of the Zone, at its October 6, 2015 board meeting, considered and adopted a Second Amended Project Plan and Reinvestment
Zone Financing Plan (the “Amendment”), and requested City Council approval of the Amendment; and

WHEREAS, the Board of Directors of the Zone, at its October 6, 2015 board meeting, approved the annexation of additional area into the Zone (the “Annexed Area”) and has requested City Council approval of the annexation; and

WHEREAS, the Amendment includes projects for the Annexed Area; and

WHEREAS, before the Board of Directors of the Zone may implement this Second Amendment, the City Council must approve the Amendment; and

WHEREAS, a public hearing on the Amendment is required to be held by the provisions of Section 311.011 of the Code; and

WHEREAS, the City Council finds that notice of the public hearing was published in a newspaper of general circulation within the City in the time and manner required by law; and

WHEREAS, the City Council conducted a public hearing on the proposed Amendment on November 18, 2015; and

WHEREAS, at the public hearing, interested persons were allowed to speak for or against the proposed Amendment and the enlargement of the boundaries of the Zone; and

WHEREAS, evidence was received and presented at the public hearing in favor of the proposed Amendment and the enlargement of the boundaries of the Zone; and

WHEREAS, the City gave reasonable opportunity for the owners of property in the area proposed for inclusion in the Zone to protest the inclusion of such properties in the Zone; and
WHEREAS, the City desires to approve the Amendment; and

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY
OF HOUSTON, TEXAS:

Section 1. Findings. That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are hereby adopted as part of this Ordinance.

Section 2. Approval of the Amendment. That the Amended Project Plan and the Reinvestment Zone Financing Plan approved by City Ordinance No. 2008-0766, is hereby amended by adding “Part C,” attached to this Ordinance as Exhibit “A.” The Amendment is hereby determined to be feasible and is approved. The appropriate officials of the City are authorized to take all steps reasonably necessary to implement the Amendment.

Section 3. Approval of the City’s Level of Participation in the Expanded Zone. That the City will participate in the Annexed Area by contributing tax increments to the tax increment fund for the Zone from taxes levied and collected by the City from at the rate reflected in the Amended Project Plan and Reinvestment Zone Financing Plan, beginning January 1, 2009 and continuing for the remaining term of the Zone.

Section 4. Distribution to Taxing Units. That the City Secretary is directed to provide copies of the Amendment to each taxing unit levying ad valorem taxes in the Zone.

Section 5. Severability. That if any provision, section, subsection, sentence, clause, or phrase of this Ordinance, or the application of same to any person or set of circumstances is for any reason held to be unconstitutional, void or invalid, the validity
of the remaining provisions of this Ordinance shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or provision or regulation contained herein shall become inoperative or fail by reason of any unconstitutionality, voidness, or invalidity of any other portion hereof, and all provisions of this Ordinance are declared to be severable for that purpose.

Section 6. That the City Council officially finds, determines, recites, and declares a sufficient written notice of the date, hour, place and subject of this meeting of the City Council was posted at a place convenient and readily accessible at all times to the general public at the City Hall of the City for the time required by law preceding this meeting, as required by Texas law governing open meetings, TEX. GOV'T CODE ANN., Ch. 551, as amended, and that this meeting has been open to the public as required by law at all times during which this Ordinance and the subject matter thereof has been discussed, considered, and formally acted upon. That City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

Section 7. That there exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.
PASSED AND ADOPTED this 2nd day of December, 2015.

APPROVED this ______ day of __________________, 2015.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Ordinance is DEC 8 2015.

City Secretary

(Prepared by Legal Dept
(SEK; November 17, 2015, Senior Assistant City Attorney
(Requested by Andy Icken, Chief Development Officer)
(L. D. File No. 04201300018-005)
G:\REAL ESTATE\TIRZ1\TIRZ 18 Fifth Ward Project Plan\Second Amended Project Plan ORDINANCE 2015.doc

CAPTION PUBLISHED IN DAILY COURT
REVIEW DATE: DEC 8 2015
TAX INCREMENT REINVESTMENT ZONE NUMBER EIGHTEEN
CITY OF HOUSTON, TEXAS

FIFTH WARD ZONE

Second Amended
Project Plan and Reinvestment Zone Financing Plan

October 12, 2015
Reinvestment Zone Number Eighteen, City of Houston, Texas, also known as the Fifth Ward Zone (the "Zone") was created by the City Council on July 21, 1999 for the purposes of repositioning 70 acres of a district of the City commonly referred to as the Fifth Ward and to provide the necessary public improvements to support and sustain new and existing development. The Zone was created to facilitate the repositioning of the Fifth Ward from a blighted and deteriorated neighborhood into a viable residential community with supporting commercial and retail development. Improvements would address existing conditions, which included a substantial number of substandard, slum, deteriorated, or deteriorating structures, predominance of defective or inadequate sidewalk or street layout, faulty lot layout in relation to size, adequacy, accessibility, or usefulness, unsanitary or unsafe conditions, deterioration of site or other improvements, and conditions that endanger life or property by fire or other cause. The creation of the Fifth Ward Zone was also intended to encourage the development of retail and other commercial businesses to accommodate potential investment in the area.

Section One:

The Part A Plan:

A Project Plan and Reinvestment Zone Financing Plan (Part A Plan) was adopted by the City on July 28, 1999. The intent of the Part A Plan was to introduce public programs needed to entice new capital investment into the Fifth Ward community and which would result in the revitalization of the Lyons Avenue Corridor, the facilitation and replacement of vacant and deteriorated properties into successful single family uses, stimulate the construction of multi-family developments and aid in the
repositioning of an ailing retail sector. Planned improvements were to address existing conditions consisting of substandard or deteriorating structures, inadequate streets, utilities and sidewalks, faulty or obsolete lot layouts, safety issues, and school improvements.

The Part A plan was generally characterized by four interrelated components: (i) revitalization of the Lyons Avenue Corridor; (ii) conversion of vacant and deteriorating properties to single family use; (iii) multi-family (apartment) development/redevelopment; and (iv) Repositioning of retail sector.

Part A Plan proposed improvements include: (1) street and sidewalk reconstruction at Lyons Ave. Phase II (Waco to Sakowitz); (2) intersection improvements including turn lanes, signalization improvements at major intersections in the Zone; (3) street and sidewalk reconstruction on Coke Street to support scattered housing; (4) street and sidewalk reconstruction to support construction of a Supermarket (Market and Calles); (5) street and sidewalk reconstruction of Sakowitz (Lyons-Mulvey); (6) street and sidewalk reconstruction of Sakowitz (Colfax-Wallisville); (7) water and sanitary sewer facilities construction to support Coke Street scattered housing; (8) demolition costs of apartments on Sakowitz; (9) construction and reconstruction of pocket parks and a neighborhood park (location to be determined); (10) gateway improvements on Lyons Avenue at Jenson Drive and at Sakowitz, Waco Street at I-10, and Clinton Drive at Waco Street and Lockwood; (10) streetscape, landscape & lighting improvements on Clinton, Waco, Lyons, Lockwood and Sakowitz Street; (11) bus stop/shelter improvements on Lyons Avenue, Clinton Drive and Waco Street. Also included was construction and reconstruction of educational facilities as part of the Plan A education related items.

The Part A plan additionally called for the development of vacant property and the redevelopment of existing properties. The Part A Plan allotted $6,880,000 in Non-Education Project Costs anticipated to be expended in part through developer reimbursements. Such costs included those for Land Assembly and Historic Preservation, Roadway/Sidewalk Construction, Water/Sewer Construction, and other costs such as Brownfield Remediation, Demolition Costs, Area Park & Recreation Development, Gateway Improvements, Streetscape, Landscape and Lighting Improvements, Bus Stop Shelter Improvements and Creation Costs. As part of the terms for the participation of the Houston Independent School District in the Zone, it was anticipated one-third of its total tax participation would be reserved for educational purposes.

The Part B Plan:
On September 3, 2008, the City approved a First Amendment to the Project Plan and Reinvestment Zone Financing Plan (Part B Plan). The Part B Plan, in conjunction with the annexation of approximately 127 acres into the Zone, included provisions to fund the development of public facilities, including areas of public assembly on Lyons Avenue, provided that one-third of City revenue contributed to the Zone, be set aside for the purposes of affordable housing, and provided for the reimbursement of developer funded improvements in connection with development of affordable housing. Of the one-third City revenue to be set aside for affordable housing, preference was to be given to down-payment assistance for single-family homes purchased at prices less than the median price in the region and houses in the Fifth Ward area, including those neighborhoods near but outside the Zone (e.g., areas served by the Fifth Ward Community Redevelopment Corporation). Redevelopment of Lyons Avenue plans included expending funds for a publicly-owned or leased facility providing public services, such as health services, and included renovation of the old DeLuxe Theater to include land acquisition at a reasonable price no greater than fair market value of the property. Additional approved expenditures for Lyons Avenue redevelopment included reimbursement by a landlord of tenant improvements needed to facilitate retail development by tenants with bank credit along Lyons Avenue, with authorization to develop an economic development grant program in accordance with Chapter 380 of the Texas Local Government Code.
Developer reimbursements was provided for to be used for the reimbursement of water, sewer, drainage or street infrastructure attributable to the development of owner-occupied affordable housing whereby a developer would commit to minimum levels of private investment, exclusive of the land cost, exceeding that of the public investment in infrastructure (with developer reimbursements limited to no more than $Y:z of the increment generated by the appreciation and additional improvements as reflected in the appraised value of the developer's property within the Zone). Further, the Part B Plan also included provisions related to participation of Harris County in the Zone and provided for improvements to Finnegan Park or other public works and improvements which may be designated specifically by the County as a condition of its participation in the Zone.

Section Two:

The Part C Plan

The Zone and the City now propose the second amendment to the Zone Project Plan and Reinvestment Zone Financing Plan, the Part C Plan. The Part C Plan includes provisions for a second TIRZ expansion. The Part C Plan provides for the enhancement of and improvements to the 468 acres of land being added to the Zone and includes the areas covered by the Part A, Part B and Part C Plans. Together, the Parts A and B plans, combined with the Part C Plan, provide the tools needed to help alleviate blight, deteriorated street and site conditions, obsolete public services and facilities, and will encourage the comprehensive growth of residential (multi-family and affordable housing), retail, commercial, recreational space, and cultural development within the area. The Part C Plan zone expansion will assist with providing the financing tools needed to support the goals of the enhanced Plan. The Plan C Project Costs are intended to incorporate, replace and restate the Project Costs from Plan A and Plan B. The proposed expanded area includes approximately 383 acres, and consists primarily of vacant and underdeveloped tracts of land and public rights-of-way. The South annexation is generally bounded by Bayou Street on the west, Clinton Drive on the north, Hirsch Road on the east, and the Buffalo Bayou on the south. The Western Annexation on Lyons is generally bound by McKee Street on the west, Jensen on the east, 1-10 on the South and Southern Pacific Railroad on the North.

Goals: In addition to the goals set forth in the Part A Plan and the Part B Plan, the Plan C proposed Goals for Improvements relate to the original goals of the Zone and are as follows:

Goal 1: Land Assembly, Brownfield Remediation, and Developer Reimbursement to achieve economic development, **affordable housing**, connectivity, and public realm goals associated with Buffalo Bayou and new highway exits.

The Zone's current boundaries and its proposed expansion contain a large number of vacant and underutilized privately-owned parcels, many of which are formerly industrial land. There is also the presence of a number of parcels with substandard and deteriorating structures and improvements and possible contaminants requiring environmental remediation. Much of this land sits at highly strategic locations, including adjacent to new highway exits on Jensen and Lyons that are anticipated as a Part of TXDOT's North Houston Highway Improvement Plan, and along the Buffalo Bayou waterfront. To assist in revitalizing these locations and other areas within the Zone and its proposed expansion, the TIRZ may conduct activities including but not limited to those stated herein. TIRZ funds will be used directly and/or leveraged for strategic land acquisition for the purpose of creating recreational opportunities, affordable housing, economic development and stimulating development, including through the use of developer agreements. Some of this land may remain partially owned by the
TIRZ and its Partners long-term as part of a Community Land Trust strategy for maintaining recreational opportunities and promoting the establishment of retail and mixed-use development. The TIRZ may also use brownfield remediation dollars to enable strategic sites to be teed up for development. Finally, the TIRZ may use developer reimbursement dollars to negotiate with private developers on the character, affordable housing, affordable commercial space, and connectivity requirements for developments utilizing large tracts of vacant land.

Goal 2: Undertake Area Park and Recreation Development to establish a natural activity center along the Bayou that acts as a focus for economic development and improves public health and well-being.

Recreational assets improve public health and well-being, as well as increasing adjacent property values and enhancing the viability of residential, commercial, and retail districts. The existing Zone and its proposed expansion incorporate portions of waterfront along Buffalo Bayou and Japhet Creek, which are the focus of other planning efforts from partners including the Buffalo Bayou Partnership and the Greater East End Management District. In order to meet the need for enhanced recreational opportunities in the Zone and its proposed expansion, the TIRZ will provide funds, and/or enter into Developer Agreements with Partners, to construct and/or enhance public infrastructure, including but not limited to: pedestrian bridges, regional trail systems, shade structures, athletic facilities, wayfinding systems, and other improvements that increase the quality and promote the accessibility of recreational facilities and natural assets.

Goal 3: Improve neighborhood connectivity through the reconstruction of streets and sidewalks, the construction and enhancement of pedestrian and bicycle facilities, and providing resources to enhance connectivity through large parcels and at critical intersections.

The Zone and its expanded area have critical connectivity challenges, including missing, defective, or inadequate sidewalks on approximately half of all of block faces, a desire for new and enhanced bicycle and pedestrian facilities on major corridors to provide universal mobility options, a need for enhanced safety around freeway crossings, and a street grid that is interrupted by large privately-owned properties that limit access to natural assets like Buffalo Bayou. The TIRZ will conduct activities including but not limited to: reconstructing missing, defective and inadequate sidewalks and widen existing sidewalks (including ramps) to improve the pedestrian experience and ensure ADA compliance; striping, widening, and otherwise improving bicycle facilities on major corridors and at intersections that have posed unsafe conditions and safety challenges; reconstructing streets to improve alignments and mobility; and providing right-of-way improvements near new planned highway on- and off-ramps and crossings of I-10 and SH 59. The TIRZ may also utilize funds, including through the use of developer reimbursements, on large parcels to accomplish street grid connectivity goals, Particularly in areas adjacent to Buffalo Bayou, along commercial corridors, and on routes connecting to downtown. All improvements will be coordinated with the street reconstruction programs of the City of Houston, Harris County, METRO, TxDOT, and other public entities. Attention will be placed on the leveraging of Zone monies through the funding of elements not addressed by the CIP programs of sister agencies.

Goal 4: Improve the public realm to enhance public safety, manage stormwater, promote redevelopment, and increase visibility of the Fifth Ward as an attractive location for commercial and residential development.

The TIRZ will conduct activities that assist in creating an attractive a well-branded public realm in the Zone and its proposed expansion. These activities may include, but are not limited to: area
planning and design, installing lighting, streetscape furniture, and signage, streetscape features that assist in alleviating unsafe conditions and managing storm water runoff, and other investments in rights-of-way. These public realm improvements will help attract additional commercial, retail, and residential investment.

**Goal 5: Improve commercial corridors and residential areas through development of cultural and public facilities, historic preservation, and residential development.**

Increasing public and cultural facilities within the Lyons Avenue corridor and other focal points within the Zone, historic preservation programs, and residential development in the Fifth Ward have emerged as important public policy goals since the creation of the Zone. TIRZ funds will be used, and may be leveraged with private, public, and non-profit developer funds to encourage the acquisition and development of housing initiatives and community facilities including neighborhoods near but outside the Zone and which are served by the Fifth Ward Community Redevelopment Corporation ("FWCRC"). The acquisition and rehabilitation of historic structures and landmarks for the purposes of preservation and restoration is anticipated. These projects, along with infrastructure improvements, additions of and enhancements to fire, police, library, community health and wellness, technology and cultural facilities, will result in improved security and quality of life for existing and new residents and businesses.

**Goal 6: Reinforce pedestrian-attractive retail developments along the Lyons Avenue corridor, parts of Buffalo Bayou situated in the Zone and other focal points within the boundaries of the Zone (and outside the boundaries of the Zone, as permitted by law).**

The retention and expansion of retail and commercial developments along the Lyons Avenue corridor, Buffalo Bayou (as specified above) and other focal points within the boundaries of the Zone is of key importance to the successful redevelopment of the Fifth Ward. Retention and expansion of development beyond the Zone's boundaries and within the FWCRC service area are included as part of this goal, as permitted by law. Providing base level retail functionality, including grocery stores, retail, dining, entertainment and business enterprises, is essential to the continued expansion of residential projects in the area. The TIRZ may conduct activities including but not limited to planning and design services, providing incentives to attract developers, tenants, residents and small business enterprises, along with the development of complementary public infrastructure focal points supporting the Lyons Avenue corridor and other districts within the Zone. Examples of possible projects include the new library, a community health and wellness center, an Urban Transformation Center, enhancements to the current Deluxe Theater, JAM recreational complex and other existing TIRZ projects, and other centers of public activity. This will result in key activity centers with an enhanced pedestrian environment and an emphasis on parking, lighting, street trees, landscaping, wide sidewalks, public art and adequate pedestrian amenities.

**Goal 7: Establish an Economic Development Program.**

The Part B Plan previously authorized the establishment of an economic development incentive program in accordance with Chapter 380 of the Texas Local Government Code.

An appropriate economic development program would be nominated by the Zone or the City and subject to City approval. The Program as outlined in this Plan constitutes an economic development program of the Zone.

In areas needing additional incentive to encourage and promote private investment, economic
development and growth of business ventures, the Zone may create an economic development program that would incentivize private enterprises that affect the Zone and its proposed expansion, in order to allow these enterprises to catalyze additional entrepreneurial growth and development of retail and commercial enterprises (the "Program"). The Program would support eligible capital projects, development and maintenance of public infrastructure and facilities, including parks and recreational facilities, to develop and diversify the economy of the Zone, eliminate unemployment and underemployment in the Zone, and develop or expand transportation, business, and commercial activity in the Zone. The Program may also conduct activities including but not limited to: funding for business development and retention; business loss mitigation in cases where large public construction projects disrupt access to and operation of businesses; economic development grants to catalyze investments; and matching grants to provide leverage for other economic development funds such as state enterprise projects, state economic development bank funds, and new market tax credit allocations. The Program could be used to, among other purposes, provide reimbursement of funds and/or grants (leveraged or not) to developers and tenants to facilitate retail development. The Zone may use any available legal authority to facilitate such development.

A. PROJECT PLAN

Existing Uses of Land (Texas Tax Code §311.011(b)(1)): Map I attached hereto depicts the existing land and proposed uses in the Original and Annexed Areas of the Zone. The existing and proposed land uses include multi-family residential, commercial, office, public and institutional, transportation and utility, park and open spaces, and undeveloped land uses.

Proposed Changes of Zoning Ordinances. Master Plan of Municipality, Building Codes, and Other Municipal Ordinances (Texas Tax Code §311.011 (b)(2)): All construction will be performed in conformance with the City's existing rules and regulations. There are no proposed changes to any City ordinance, master plan, or building code.

Estimated Non-Project Costs (Texas Tax Code §311.011(b)(3)): The non-project costs reflect, in part, costs that the City of Houston Capital Improvement Program (CIP) will expend which includes provisions for public safety facilities, public libraries, parks, roadways and public utility improvements. They also reflect, in part, costs anticipated to be borne by federal and state entities that may assist by leveraging TIRZ costs for supported projects. The non-project costs reflected in prior Project Plan A and Plan B are replaced entirely by the non-project costs reflected in this Part C Plan such that costs previously estimated to be non-project costs which are being removed by Plan C may be borne by the TIRZ if otherwise included in the Plan C Project Costs.

Method of Relocating Persons to be Displaced, if any, as a Result of Implementing the Plan (Texas Tax Code §311.011 (b)(4)): It is not anticipated that any residents will be displaced by any of the projects to be undertaken in the Zone. Should any residents need to relocate due to the implementation of Zone projects, each tenant so required to relocate will have addressed any special requirements particular to such tenant's circumstances. If federal funds are being used in the project, these tenants would be treated in accordance with their rights under the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970.

B. REINVESTMENT ZONE FINANCING PLAN

Estimated Project Costs (Texas Tax Code §311.011(c)(1)): Exhibit 1 (attached) details the proposed public improvement and administrative project costs. The dollar amounts are approximate and may
be amended from time to time by City Council. The financing costs are a function of project financing needs and will vary with market conditions from the estimates shown on Exhibit I.

Proposed, Kind, Number, and Location of all proposed Public Works or Public Improvements to be Financed in the Zone (Texas Tax Code §311.011(c)(2)): These details are described throughout the Plan.

Economic Feasibility Study and Finding of Feasibility (Texas Tax Code §311.011(c)(3)): Economic feasibility studies have been completed that demonstrate the economic potential of the Zone including the Super Neighborhood Resource Assessment prepared by the City of Houston Planning and Development Department, February 1999, the Lyons Avenue Commercial Revitalization Project Preliminary Market Feasibility Study, prepared by Weingarten Realty Investors, September 1995, the Fifth Ward Housing Study, led by FWCRC and assisted by CDS Market Research, January 2011, the Fifth Ward Pedestrian and Bicyclist Special District Study, September 2011, and The Fabulous Fifth: A Revitalization Strategy for Houston's Fifth Ward, (R/UDAT/AIA Study), July 2012; a Livable Centers Study in May 2015. Exhibits 2 thru 4 constitute incremental revenue estimates for the Zone. The incremental revenue estimates are projected to be sufficient to cover the costs of the proposed redevelopment and infrastructure improvements in the Zone. The Plan estimates total project costs of $71,141,678. The Zone and the City find and determine that the Part A Plan, Part B Plan and Part C Plan are economically feasible.

Estimated Amount of Bond Indebtedness; Estimated Time When Related Costs or Monetary Obligations Incurred (Texas Tax Code §311.011(c)(4), §311.011(c)(5)): Issuance of notes and bonds by the Zone will occur as tax increment revenues allow. The value and timing of the issuance of notes or bonds will correlate to debt capacity as derived from the attached revenue and project schedules, as well as actual market conditions for the issue and sale of such notes and bonds.

Methods and Sources of Financing Project Costs and Percentage of Increment from Taxing Units Anticipated to Contribute Tax Increment to the Zone (Texas Tax Code §311.011(c)(6)): Methods and sources of financing include the issuance of notes and bonds, as well as collaboration with developers and other entities for grant funding and partnerships. Methods of financing also include pay-as-you-go financing, City financing, bank loan(s) or line of credit or any combination or variation of the foregoing. Although Harris County has not yet joined in participating as an entity levying taxes in the Zone, that prospect remains an option. TY 1999 was the base year for the Zone, and with the extension in duration of the Zone, TY2040 is the scheduled termination date. As outlined in Exhibits 2 thru 4, at least $71,760,625 of increment is estimated to be generated by the Zone for use in funding project costs. This figure is calculated using an estimated collection rate of 98% and a City contribution of $0.6012/$100 of assessed valuation in the Original and 1999 Annexed Areas and a Houston Independent School District contribution of $0.0096/$100 of assessed valuation in the Original Area. These percentages may change depending upon the conditions under which Harris County chooses to participate, should it choose to do so.

Current Total Appraised Value of Taxable Real Property (Texas Tax Code §311.011(c)(7)): The current projected appraised value of taxable real property in the Zone, as of January 11, 2015, is $77,400,000.

Estimated Captured Appraised Value of Zone during Each Year of Existence (Texas Tax Code §311.011(c)(8)): The estimated captured appraised value for the remaining duration of the Zone is set forth in Exhibit 2.
Zone Duration (Texas Tax Code § 311.01 l(c) (9)): When the TIRZ was initially created by City Council on July 21, 1999, its duration was established at 30 years. Due to the magnitude of development anticipated to occur within the TIRZ, in order to adequately address future public infrastructure needs and quality of life issues resulting from expected change in character of the area, and to implement the goals stated herein, it is recommended that the life of the TIRZ be extended to **December 31, 2040** as part of this Plan C.
### Exhibit 1

**Project Cost of Parts A, B and C Plans**

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<th>Estimated Costs 2008 (B) Plan</th>
<th>Estimated Costs 2015 (C) Plan</th>
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<td>$5,000,000</td>
<td>$8,450,000</td>
<td>$8,450,000</td>
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<td>$1,500,000</td>
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<td>$12,375,656</td>
<td>$-</td>
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<td>Facilities and Improvements to Foster Economic Development</td>
<td>$3,698,004</td>
<td>$3,698,004</td>
<td>$3,698,004</td>
<td>$3,698,004</td>
<td>$24,118</td>
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<td>Buffalo Bayou Improvements</td>
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<td>$891,100</td>
<td>$891,100</td>
<td>$891,100</td>
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<td>Cultural and Public Facilities</td>
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<td>$9,600,000</td>
<td>$9,600,000</td>
<td>$9,600,000</td>
<td>$-</td>
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<td>$54,550,861</td>
<td>$755,048</td>
<td>$53,795,813</td>
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</table>

**Total Other Costs**

| Affordable Housing                                                                  | $2,952,643                    | $2,952,643                    | $7,395,543                    | $7,395,543  | $-                       | $7,395,543      |
| Educational Facilities                                                              | $2,952,643                    | $2,952,643                    | $610,199                      | $610,199    | $-                       | $-              |
| Financing Costs                                                                     | $6,100,000                    | $1,000,000                    | $1,000,000                    | $1,000,000  | $-                       | $1,000,000      |
| Administration Costs / Professional Services                                        | $1,620,000                    | $8,690,075                    | $8,690,075                    | $937,407    | $7,752,668               |                |
| Total Other Cost                                                                    | $2,952,643                    | $14,672,643                   | $17,695,817                   | $17,695,817 | $1,547,606               | $16,148,211     |
| TOTAL PROJECT PLAN                                                                  | $9,832,643                    | $27,932,643                   | $72,246,678                   | $72,246,678 | $2,302,654               | $69,944,024     |
### Exhibit 2

#### Net Revenue and Transfer Schedule - All Jurisdictions - All Areas

<table>
<thead>
<tr>
<th>Tax Year (1)</th>
<th>City</th>
<th>Houston ISD(2)</th>
<th>Total Increment Revenue</th>
<th>Houston ISD Educational</th>
<th>City Affordable Housing</th>
<th>Total Transfers</th>
<th>Admin Fees</th>
<th>City</th>
<th>Houston ISD</th>
<th>Total</th>
<th>Net Revenue (Total Increment Revenue less Total Transfers)</th>
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<td>$240,467</td>
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Total: $66,591,400 | $5,169,226 | $71,760,626 | $1,723,075 | $7,395,543 | $3,329,570 | $739,000 | $3,704,570 | $12,823,188 | $58,937,437

**Notes:**

1. TIRZ 18 is scheduled to terminate in Tax Year 2040.
2. Houston Independent School District participation in the TIRZ ends with the collection of the Tax Year 2029 payment.
### Exhibit 3B
Revenue Schedule Original Area (2015) City of Houston

<table>
<thead>
<tr>
<th>Tax Year(1)</th>
<th>Base Value (2)</th>
<th>Projected Value (3)</th>
<th>Captured Appraised Value</th>
<th>Collection Rate (4)</th>
<th>Tax Rate</th>
<th>Increment Revenue</th>
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</thead>
<tbody>
<tr>
<td>2015</td>
<td>$77,400,000</td>
<td>$77,400,000</td>
<td>$77,400,000</td>
<td>98.00%</td>
<td>0.60112</td>
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</tr>
<tr>
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<tr>
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Notes:
1. TIRZ 18 is scheduled to terminate in Tax Year 2040
2. Base Year is Tax Year 2015
3. For Tax Years 2015 to 2040, the property value increases at an annual rate of 2%
4. Collection rate for Tax Year 2015 to Tax Year 2040 estimated at 98%

|         |         |         |         |         |         | 34,251,262 |

18
CITY OF HOUSTON, TEXAS, ORDINANCE NO. 1999-1060

AN ORDINANCE DESIGNATING A CONTIGUOUS GEOGRAPHIC AREA WITHIN THE CITY OF HOUSTON (FIFTH WARD AREA) AS A REINVESTMENT ZONE FOR TAX INCREMENT FINANCING PURPOSES PURSUANT TO CHAPTER 311 OF THE TEXAS TAX CODE; CREATING A BOARD OF DIRECTORS FOR SUCH ZONE; CONTAINING FINDINGS AND PROVISIONS RELATED TO THE FOREGOING SUBJECT; PROVIDING A SEVERABILITY CLAUSE; AND DECLARING AN EMERGENCY.

WHEREAS, pursuant to Chapter 311 of the Texas Tax Code, the City may designate a contiguous geographic area within the City as a reinvestment zone if the area satisfies the requirements of certain sections of Chapter 311 of the Texas Tax Code; and

WHEREAS, the City has prepared a preliminary reinvestment zone financing plan for the creation of a proposed reinvestment zone within a contiguous area of the City known as the Fifth Ward area (the "proposed zone"), which provides that City of Houston ad valorem taxes are to be deposited into the tax increment fund, and that taxes of other taxing units may be utilized in the financing of the proposed zone; and

WHEREAS, the City, prior to May 31, 1999, provided written notice of the City's intention to create the proposed zone, complying with the requirements of Chapter 311, Texas Tax Code, to the governing bodies of all other taxing units levying taxes on property within the proposed zone; and

WHEREAS, a notice of the June 22, 1999, public hearing on the creation of the proposed zone was published on June 15, 1999, in the Houston Chronicle, a newspaper of general circulation in the City; and
WHEREAS, Harris County, pursuant to Section 311.003, Texas Tax Code, has waived the Tax Code requirement that it receive notice of the City's intention to create the zone sixty (60) days before the public hearing on the creation of the proposed zone; and

WHEREAS, the Houston Independent School District, pursuant to Section 311.003, Texas Tax Code, has waived the requirement that it receive notice of the City's intention to create the proposed zone sixty (60) days before public hearing on the creation of the proposed zone; and

WHEREAS, at the public hearing on June 22, 1999, interested persons were allowed to speak for or against the creation of the proposed zone, its boundaries, or the concept of tax increment financing, and owners of property in the proposed zone were given a reasonable opportunity to protest the inclusion of their property in the proposed zone; and

WHEREAS, evidence was received and presented at the public hearing in favor of the creation of the proposed zone under the provisions of Chapter 311, Texas Tax Code, and no person appeared or presented evidence against the creation of the proposed zone, its boundaries or the concept of tax increment financing; and

WHEREAS, no owner of real property in the proposed zone protested the inclusion of his property in the proposed zone; and

WHEREAS, the City has provided all information and made all presentations, given all notices and done all other things required by Chapter 311, Texas Tax Code, or other
law as a condition to the creation of the proposed zone; and

WHEREAS, the total appraised value of property in the proposed zone and all other reinvestment zones previously created by the City is approximately $3,578,291,987; and

WHEREAS, the total appraised value of taxable real property in the City and in the industrial districts created by the City is approximately $59,653,340,000; and

WHEREAS, the total appraised value of real property taxable by Harris County, in which the proposed zone is located, is approximately $102,486,793,000; and

WHEREAS, the total appraised value of real property taxable by the Houston Independent School District, within those boundaries the proposed zone is located, is approximately $37,033,231,000; and

WHEREAS, the total area within the proposed zone is approximately 241 acres, excluding property that is publicly owned; and

WHEREAS, approximately 18.5 acres of the property in the proposed zone is currently used for residential purposes, as that term is defined in Section 311.006(d) of the Texas Tax Code; NOW, THEREFORE,

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF HOUSTON, TEXAS:

Section 1. Findings

(a) That the facts and recitations contained in the preamble of this Ordinance are hereby found and declared to be true and correct and are adopted as part of this Ordinance for all purposes.
(b) That the City Council further finds and declares that the proposed improvements in the zone will significantly enhance the value of all the taxable real property in the proposed zone and will be of general benefit to the City.

(c) That City Council further finds and declares that the proposed zone meets the criteria and requirements of Section 311.005 of the Texas Tax Code because the proposed zone substantially impairs and arrests the sound growth of the City, retards the provision of housing accommodations, constitutes an economic and social liability and is a menace to the public health, safety, morals, or welfare in its present condition and use because of the presence of:

a. a substantial number of substandard, slum, deteriorated, or deteriorating structures;

b. the predominance of defective or inadequate sidewalk or street layout;

c. faulty lot layout in relation to size, adequacy, accessibility or usefulness;

d. unsanitary or unsafe conditions;

e. the deterioration of site or other improvements;

f. defective of unusual conditions of title; and

g. conditions that endanger life or property by fire or other cause.

(d) That the City Council, pursuant to the requirements of Chapter 311, Texas Tax Code, further finds and declares:
(1) That the proposed zone is a contiguous geographic area located wholly within the corporate limits of the City of Houston;

(2) That less than ten percent of the property in the proposed zone is used for residential purposes within the meaning of Section 311.006(d), Texas Tax Code.

(3) That the total appraised value of taxable real property in the proposed zone, and in existing reinvestment zones of the City, does not exceed fifteen percent of the total appraised value of taxable real property in the City and in industrial districts created by the City;

(4) That the proposed zone does not contain more than fifteen percent of the total appraised value of real property taxable by Harris County or the Houston Independent School District;

(5) That development or redevelopment of the property within the boundaries of the proposed zone will not occur solely through private investment in the reasonably foreseeable future.

(e) That the description of the area included in the Zone which was the subject of the notice and hearing on the proposed creation of the Zone is substantially the same, with some slight modification for more accurate description that did not increase the area included in the Zone, as the boundaries described in Exhibit "B" attached hereto.
Section 2. **Exception to Guidelines**

That the City hereby excepts the proposed zone from compliance with any City reinvestment zone guidelines established by the City pursuant to Resolution No. 90-203 that are applicable to the proposed zone and that the zone does not satisfy. Section 1 of Resolution No. 90-203 specifically authorizes the City Council to grant exceptions on a zone-by-zone basis.

Section 3. **Designation of the Zone**

That the City, acting under the provisions of Chapter 311, Texas Tax Code (the "Act"), including Section 311.005(a), does hereby designate as a reinvestment zone, and create and designate a reinvestment zone over, the area depicted on the map attached hereto as Exhibit "A" and described in Exhibit "B" attached hereto and incorporated herein to promote the development of the area. The reinvestment zone shall hereafter be named for identification as **Reinvestment Zone Number Eighteen**, City of Houston, Texas, (the "Zone").

Section 4. **Board of Directors**

That there is hereby created a Board of Directors for the Zone, which shall consist of seven (7) members. Positions One through Five on the Board of Directors shall be reserved for the City. Positions Six and Seven shall be reserved for other taxing units levying taxes within the Zone, each of whom may appoint one director. Any taxing unit that

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1 Sequential number of Reinvestment Zone to be inserted by City Secretary upon effective date of ordinance in accordance with Chapter 311, Texas Tax Code.
appoints a director shall be assigned a Board position number in the order the appointment is received by the City. Failure of a taxing unit to appoint a director by January 1, 2000, shall be deemed a waiver of the right to appoint a director, and the City shall be entitled to appoint persons to the position, which shall be filled as provided below. If more than two taxing units levying taxes within the Zone appoint a director, the number of directors on the Board of Directors shall be increased by one for each taxing unit above two that appoints a director to the board, provided, if more than four taxing units levying taxes within the Zone appoint a director, the number of directors on the Board of Directors shall be increased by two for each taxing unit above four that appoints a director to the board, provided, further, that the maximum number of directors shall not exceed fifteen (15). The City shall be entitled to appoint a person to one position of each of the two positions created as a result of more than four taxing units appointing directors, which position shall be filled as provided below.

The Mayor is hereby authorized to nominate and appoint the directors to Positions One through Five of the Board of Directors, any position unfilled on January 1, 2000, and any City position created by the appointment of a director by more than two taxing units levying taxes within the Zone, subject to the consent and approval of the City Council.

The following persons are hereby appointed as initial directors to the Board of Directors of the Zone in the position specified below:

<table>
<thead>
<tr>
<th>Position</th>
<th>Name</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Richard Farias</td>
</tr>
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</table>
The directors appointed to odd-numbered positions shall be appointed for a two year term, beginning on the effective date of this Ordinance, while the directors appointed to even-numbered positions shall be appointed to a one year term, beginning on the effective date of this Ordinance. All subsequent appointments shall be for two-year terms. The member of the Board of Directors appointed to Position One is hereby designated to serve as the chair of the Board of Directors for a term beginning on the effective date of this Ordinance, and ending December 31, 1999. Thereafter, the Mayor shall annually nominate and appoint, subject to City Council approval, the member to serve as chair for a term of one year beginning January 1 of the following year. The City Council authorizes the Board of Directors to elect from its members a vice chairman and such other officers as the Board of Directors sees fit.

The Board of Directors shall make recommendations to the City Council concerning the administration of the Zone. The Board of Directors shall prepare or cause to be prepared and adopt a project plan and a reinvestment zone financing plan for the Zone as described in Section 311.011, Texas Tax Code, and shall submit such plans to the City Council for its approval. The City, pursuant to Section 311.010(a) of the Texas Tax Code hereby authorizes the Board of Directors to exercise all of the City’s powers necessary to
administer, manage or operate the Zone and to prepare the project plan and reinvestment zone financing plan, including the power to employ consultants, legal counsel and financial advisors, or enter into any reimbursement agreements with consultants, legal counsel and financial advisors payable solely from the Tax Increment Fund established pursuant to Section 7 of this Ordinance, subject to the approval of the Director of the Planning and Development Department, that may be reasonably necessary or convenient to assist the Board of Directors in the administration, management or operation of the Zone and the preparation of the project plan and reinvestment zone financing plan. Notwithstanding the foregoing, the Board of Directors shall not be authorized to issue bonds, impose taxes or fees, exercise the power of eminent domain or give final approval to the project plan and reinvestment zone financing plan. The Board of Directors of the Zone may not exercise any power granted to the City by Section 311.008 of the Texas Tax Code without additional authorization from the City.

Section 5. **Duration of the Zone**

That the Zone shall take effect immediately upon the passage and approval of this Ordinance, and termination of the operation of the Zone shall occur on December 31, 2029, or at an earlier time designated by subsequent ordinance, or at such time, subsequent to the issuance of tax increment bonds, if any, that all project costs, tax increment bonds, and the interest on the bonds, have been paid in full.
Section 6. **Tax Increment Base**

That the Tax Increment Base of the City or any other taxing unit participating in the Zone is the total appraised value of all real property taxable by the City or other taxing unit participating in the Zone and located in the Zone, determined as of January 1, 1999, the year in which the Zone is designated as a reinvestment zone (the “Tax Increment Base”).

Section 7. **Tax Increment Fund**

That there is hereby created and established a Tax Increment Fund for the Zone which may be divided into subaccounts as authorized by subsequent ordinances. All Tax Increments, as defined below, shall be deposited in the Tax Increment Fund. The Tax Increment Fund and any subaccount shall be maintained at the depository bank of the City and shall be secured in the manner prescribed by law for funds of Texas cities. The annual Tax Increment shall equal the property taxes levied and collected by the City or any other taxing unit participating in the Zone for that year on the captured appraised value, as defined by the Act, of real property located in the Zone that is taxable by the City or any other taxing unit participating in the Zone, less any amounts that are to be allocated from the Tax Increment pursuant to the Act. All revenues from the sale of any tax increment bonds, notes, or other obligations hereafter issued by the City for the benefit of the Zone, if any; revenues from the sale of property acquired as part of the project plan and reinvestment zone financing plan, if any; and other revenues to be used in the Zone shall be deposited into the Tax Increment Fund. Prior to termination of the Zone, money shall be disbursed from the Tax Increment Fund only to pay project costs, as defined by the
Texas Tax Code, for the Zone, to satisfy the claims of holders of tax increments bonds or notes issued for the Zone, or to pay obligations incurred pursuant to agreements entered into to implement the project plan and reinvestment zone financing plan and achieve their purposes pursuant to Section 311.010(b) of the Texas Tax Code.

Section 8. **Severability**

If any provision, section, subsection, sentence, clause or phrase of this Ordinance, or the application of same to any person to set circumstances, is for any reason held to be unconstitutional, void or invalid, the validity of the remaining provisions of this Ordinance or their application to other persons or set of circumstances shall not be affected thereby, it being the intent of the City Council in adopting this Ordinance that no portion hereof or regulations connected herein shall become operative or fail by reason of any unconstitutionality, voidness or invalidity of any portion hereof, and all provisions of this Ordinance are declared severable for that purpose.

Section 9. **Open Meetings**

It is hereby found, determined and declared that a sufficient written notice of the date, hour, place and subject of the meeting of the City Council at which this Ordinance was adopted was posted at a place convenient and readily accessible at all times to the general public at the City Hall of the City for the time required by law preceding this meeting, as required by the Open Meetings Law, Texas Government Code, ch. 551, and that this meeting has been open to the public as required by law at all times during which this Ordinance and the subject matter hereof have been discussed, considered and
formally acted upon. The City Council further ratifies, approves and confirms such written notice and the contents and posting thereof.

Section 10. Emergency

There exists a public emergency requiring that this Ordinance be passed finally on the date of its introduction as requested in writing by the Mayor; therefore, this Ordinance shall be passed finally on such date and shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Ordinance within five days of its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND APPROVED this 21st day of July, 1999.

Mayor of the City of Houston

(Prepared by Legal Dept.  
(DFM/dfm July 13, 1999  Senior Assistant City Attorney)  
(Requested by Robert Litke, Director, Planning and Development Department)  
L.D. No. 61-96061-02  

u:\wpfiles\ord\lirz\Sthward\create
February 19, 2018

Ms. Sharon Gamble
9% Competitive Housing Tax Credit Program Administrator
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, TX 78701

Re: St. Elizabeth Place 18020 Concerted Revitalization Plan
Fifth Ward TIRZ #18

Dear Ms. Gamble:

Please accept this letter as documentation in compliance with §11.9(d)(7)(A) of the 2018 Qualified Allocation Plan (“QAP”), Concerted Revitalization Plan in Urban Areas, St. Elizabeth Place, located at 4514 Lyons Avenue, is located within the City of Houston’s Fifth Ward Tax Increment Reinvestment Zone #18. City Council adopted the 30-year TIRZ on July 21, 1999 with unanimous support from all present City Council members.\(^1\) Since the adoption of the TIRZ, the City has coordinated several community development initiatives, including the creation of the Greater Fifth Ward Super Neighborhood and the Greater Fifth Ward Community Revitalization Area (CRA) Disaster Recovery Round 2 Program.

The Fifth Ward TIRZ, which is managed by the Fifth Ward Redevelopment Authority, serves as the primary financing mechanism for revitalization projects in the neighborhood. The current total appraised value of taxable real property is $117,774,882, up from the 1999 base year taxable value of $45,855,979.\(^2\) That change in value depicts a 157% increase in taxable value since the inception of the TIRZ. The board for the Redevelopment Authority is composed of seven voting directors, 5 of which are Mayor-appointed, one which is reserved for a Houston Independent School District appointee, and a final position which is reserved for the representative of another taxing unit within the Zone. These voting members act on behalf of the City of Houston to promote, develop, encourage, and maintain housing, educational facilities, employment, commerce, and economic development in the Fifth Ward and throughout the City.

Current resources for the TIRZ include $8,138,123 from a variety of funding sources, based on the Fiscal Year 2017 Budget. Those sources include incremental tax revenue, unrestricted City funds, Capital Improvement funds, and Hurricane Ike Recovery funds. The updated 2015 Project Plan estimates $72,246,679 in projects. Funds for 2017 will be allocated towards the conversion of vacant land into affordable housing, the renovation of a community cultural landmark known as the Deluxe Theater, the creation of area public pocket parks, and

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\(^1\) City of Houston, Texas, Ordinance No. 1999-795.
\(^2\) City of Houston, Economic Development Division. *Fiscal Year 2017 Budget Profile: Fifth Ward Redevelopment Authority.*
improvements to the Lyons Avenue Streetscape. To date, the TIRZ has already allocated $3,078,863 in funding towards projects of this nature, including $126,061 towards park and recreational facilities and $256,890 towards land assembly for affordable housing.

The conversion of vacant properties into affordable housing and the upgrades to the Lyons Avenue Streetscape in particular will have a major positive impact on the desirability of the community and on public safety. The vision for the future of the Fifth Ward and particularly Lyons Ave, looks towards a time when the blocks and buildings are once again filled with people, and it is a vital place to live, work and visit. By adding new street signs, upgraded street lighting, repaired sidewalks, and way-making signage, the 22-block Lyons Avenue Corridor can once again become a center of community activity. These improvements will contribute to a higher quality of life for residents of the Fifth Ward and will be part of ongoing efforts to make the area an attractive destination for residents and visitors.

The projects that are planned and implemented by the Fifth Ward Redevelopment Authority have the benefit of support from several community stakeholders, including Houston Independent School District, Harris County, The Center for Urban Transformation, the Fifth Ward Civic Club, and several non-profits and other church-affiliated community groups.

The City of Houston considers the adaptive reuse of the St. Elizabeth hospital as contributing more than any other development to concerted revitalization efforts in the Fifth Ward TIRZ#18. St. Elizabeth Place will bring new, affordable housing to the Fifth Ward, while also preserving a historically significant building that will serve as a catalyst for the Lyons Avenue Renaissance.

Sincerely,

Ray S. Miller
Executive Staff Analyst
ray.miller@houstontx.gov
832-394-6119
City of Houston, Texas, Resolution No. 2018-5

A RESOLUTION IDENTIFYING CERTAIN PROPOSED DEVELOPMENTS OF AFFORDABLE RENTAL HOUSING AS CONTRIBUTING TO THE CONCERTED REVITALIZATION EFFORTS OF THE CITY OF HOUSTON, TEXAS MORE THAN ANY OTHER IN THE AREA IN WHICH THE APPLICABLE DEVELOPMENT IS LOCATED; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT.

WHEREAS, the City Council (the "City Council") of the City of Houston (the "City") finds that each of the entities whose name is listed in the column captioned "Applicant Name" (individually referred to as "Applicant") on Schedule I attached hereto has proposed a development for affordable rental housing ("Housing Community") whose name and location are set forth on Schedule I beside the name of such Applicant in the columns captioned "Project Name" and "Project Address" (individually referred to as "Applicant's Project" with respect to the Applicant whose name is listed beside such information), each located in the City of Houston, Texas; and

WHEREAS, the City Council finds that each Applicant has advised that it has submitted or intends to submit an application, bearing the number set forth on Schedule I beside the name of such Applicant in the column captioned "TDHCA Number" (individually referred to as "Applicant's Application" with respect to the Applicant whose name is listed beside such TDHCA Number), to the Texas Department of Housing and Community Affairs (the "TDHCA") for an allocation of 2018 Competitive 9% Housing Tax Credits ("HTCs") for the Applicant's Project; and

WHEREAS, the City Council finds that HTCs are awarded by TDHCA through a competitive point scoring system and that additional points are awarded to developments that are located in an area for which a concerted revitalization plan ("CRP") has been adopted and that are explicitly identified by a municipality in a resolution as contributing more than any other to the municipality's concerted revitalization efforts within the CRP area ("CRP Area") in which the development is located; and

WHEREAS, the City Council finds that the 2018 Qualified Allocation Plan ("2018 QAP") prepared by the TDHCA for the awarding and allocation of HTCs provides that a Tax Increment Reinvestment Zone ("TIRZ") may qualify as a CRP Area, provided that the plan applicable thereto meets the requirements set forth in § 11.9(d)(7)(A)(i)(I) - (V) of the 2018 QAP; and

WHEREAS, the City Council finds that each Applicant's Project listed on Schedule I is located in a separate CRP Area whose name is set forth on Schedule I beside the name of such Applicant's Project in the column entitled "CRP Area"; and
WHEREAS, the City Council finds that only one Applicant's Project listed on Schedule I is located in each CRP Area listed on Schedule I; and

WHEREAS, the City Council, as the governing body of the City, desires to assist each Applicant and the success of each Applicant's Project by explicitly identifying each Applicant's Project as contributing more than any other to the CRP of the CRP Area in which such Applicant's Project is located; NOW, THEREFORE,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON:

Section 1. That the findings contained in the preamble of this Resolution are determined to be true and correct and are hereby adopted as a part of this Resolution.

Section 2. That the City Council hereby explicitly identifies each Applicant's Project confirms that it supports each Applicant's Project listed on Schedule I as contributing more than any other to the Consolidated Revitalization Plan for the CRP Area in which such Applicant's Project is located.

Section 3. That this Resolution shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Resolution within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.

PASSED AND ADOPTED this 14th day of February, 2018.

__________________________
Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Resolution is 02/20/2018.

__________________________
City Secretary

(Prepared by Legal Dept. ___________________________)

Senior Assistant City Attorney

(Requested by Tom McCasland, Director, Housing and Community Development Department)
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<th>AYE</th>
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<tr>
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<td>MAYOR TURNER</td>
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<td>COUNCIL MEMBERS</td>
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<tr>
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<td>CHRISTIE</td>
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**CAPTION PUBLISHED IN DAILY COURT REVIEW**
**DATE:** 02/20/2018

**ABSENT-ON PERSONAL BUSINESS**

**CAPTION ADOPTED**
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<tr>
<th>Applicant Name</th>
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<th>Project Address</th>
<th>CRP Area</th>
<th>TDHCA Number</th>
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<td>Houston DMA Housing II, LLC</td>
<td>The Greenery</td>
<td>18000 block of Imperial Valley Dr</td>
<td>Greenspoint TIRZ</td>
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<td>2222 Cleburne</td>
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<td>2800 Commerce St</td>
<td>Harrisburg TIRZ</td>
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<td>BAH Lancaster Senior Village, Ltd.</td>
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<td>Gulfgate TIRZ</td>
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**CITY OF HOUSTON**
**ECONOMIC DEVELOPMENT DIVISION**
**FISCAL YEAR 2018 BUDGET PROFILE**

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<th>Fund Summary</th>
<th>Fund Name: Fifth Ward Redevelopment Authority</th>
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</tbody>
</table>

**NARRATIVE**

Tax Increment Reinvestment Zone Number Eighteen, City of Houston, Texas was created to facilitate the revitalization of the historic Fifth Ward from a blighted and deteriorated neighborhood into a viable residential community with supporting commercial and retail development. Proposed improvements would address inadequate or deteriorated streets, utilities and sidewalks, parks and affordable housing.

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**Additional Financial Data**

<table>
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<tr>
<th>DEBT</th>
<th>FY2017 Budget</th>
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**DEBT**

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<td>$1,445,141</td>
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<th>Council District</th>
<th>CIP No.</th>
<th>Project</th>
<th>Through 2018</th>
<th>Projected 2017</th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
<th>2022</th>
<th>FY18-FY22 Total</th>
<th>Cumulative Total (as of Date)</th>
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<td>T-1821</td>
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*NOTE:
**NOTE:
***NOTE:
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<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
<th>2022</th>
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<th>Cumulative Total (To Date)</th>
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<td><strong>200,000</strong></td>
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<td><strong>2,013,500</strong></td>
<td><strong>2,954,687</strong></td>
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### Land Acquisition

**Description:** Conversion of vacant and deteriorating properties to support development outlined in the project plan.

**Justification:** Lack of adequate Affordable Housing stock constrains the ability to develop and redevelop the neighborhood. Without assistance, the community will continue to fall behind other areas of the City. Land acquisition to address the lack of retail and grocers.

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<th>Operating and Maintenance Costs: ($ Thousands)</th>
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### Fiscal Year Planned Expenses

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<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
<th>2022</th>
<th>FY18-FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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### Source of Funds

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<th>2021</th>
<th>2022</th>
<th>FY18-FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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<td>165,000</td>
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<td>-</td>
<td>$ 545,000</td>
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### Deluxe Theater

**Description:** Project provides for the renovation of the Deluxe Theater in the Fifth Ward neighborhood area.

**Justification:** The renovation of this building will create a community space integral to the development of the Fifth Ward Art District and revitalization of Lyons Avenue.

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<th>Operating and Maintenance Costs: ($ Thousands)</th>
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### Fiscal Year Planned Expenses

#### Project Allocation

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<th>Cumulative Total (To Date)</th>
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*NOTE:*
**Project:** Area Parks

Fifth Ward Jam, Legacy Park, Jensen and Lyons are public pocket parks, recreational and performance venues that offer green space and allow for the assembly of family and residents in creating a place to live, work and play in the community. The site requires improvements related to safety, utilities, and beautification.

Justification:
The parks are located within the Lyons Avenue corridor, the major artery of the Fifth Ward. Planned uses for the corridor include a mix of residential, commercial and public facilities. The parks will enhance area youth activities and improve pedestrian accessibility.

<table>
<thead>
<tr>
<th>Operating and Maintenance Costs: ($ Thousands)</th>
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**Fiscal Year Planned Expenses**

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<th>2017 Estimate</th>
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<th>2019</th>
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<th>2021</th>
<th>2022</th>
<th>FY18-FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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### Project: Lyons Avenue Streetscape

**Description:** Lyons Avenue streetscape will support new street signs and way making signage to highlight destinations in the community and a banner district.

**Justification:** Streetscape is important in place making and helping to establish an identify for the area and a major component in the Lyons Ave. Renaissance that includes 22 blocks along the Lyons Avenue corridor.

#### Operating and Maintenance Costs: ($ Thousands)

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#### Fiscal Year Planned Expenses

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**Total Allocations:** $ 110,930 $ 106,000 $ - $ 103,500 $ - $ - $ - $ - $ 103,500 $ 214,430

**Source of Funds**

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**Total Funds:** $ 110,930 $ 106,000 $ - $ 103,500 $ - $ - $ - $ - $ 103,500 $ 214,430
## Project: Environmental Remediation

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### Operating and Maintenance Costs: ($ Thousands)

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### Fiscal Year Planned Expenses

#### Phase

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<th>2022</th>
<th>FY18- FY22 Total</th>
<th>Cumulative Total (To Date)</th>
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<tbody>
<tr>
<td>1 Planning</td>
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**Total Allocations:** $ - $ - $ - $ 125,000 $ 125,000 $ - $ - $ - $ 250,000 $ 250,000

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**Total Funds:** $ - $ - $ - $ 125,000 $ 125,000 $ - $ - $ - $ 250,000 $ 250,000

*NOTE:*
### Project: Historic Preservation

**City Council District:** B, H  
**Key Map:**  
**Location:** B, H  
**Served:** B, H  
**WBS:** T-1806

#### Description:
The goal is to support development and revitalization that preserves the character and history of the Fifth Ward neighborhood including the buildings and landscape in and around the community.

#### Justification:
Historic Preservation is a strategy to thwart off the fears of gentrification in a rapidly redeveloping area. Fifth Ward is one of Houston's oldest wards and contains several landmarks that contribute greatly to the growth and success of the city and community.

#### Operating and Maintenance Costs: ($ Thousands)

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<thead>
<tr>
<th></th>
<th>2018</th>
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#### Fiscal Year Planned Expenses

<table>
<thead>
<tr>
<th>Phase</th>
<th>Projected Expenses thru 6/30/16</th>
<th>2017 Budget</th>
<th>2017 Estimate</th>
<th>2018</th>
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#### Source of Funds

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<tr>
<th>Source of Funds</th>
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</tbody>
</table>
**Project:** Sidewalks & Mobility

**Description:** Improved walkability supports safer healthier communities and improves access to critical opportunities such as jobs, open space, transit and education.

**Justification:** Fifth Ward TIRZ has a number of recommendations in the bike and pedestrian study completed with H-GAC that will enhance safety and walkability throughout the community.

### Operating and Maintenance Costs ($ Thousands)

<table>
<thead>
<tr>
<th></th>
<th>2018</th>
<th>2019</th>
<th>2020</th>
<th>2021</th>
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### Fiscal Year Planned Expenses

<table>
<thead>
<tr>
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<th>Projected Expenses thru 6/30/16</th>
<th>2017 Budget</th>
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</tr>
</thead>
</table>

**Phase**

1. Planning
2. Acquisition
3. Design
4. Construction
5. Equipment
6. Close-Out
7. Other

**Other Sub-Total:**

**Total Allocations:**

**Source of Funds**

<table>
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<tr>
<th>Source of Funds</th>
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**Total Funds:**
### Project: Arts and Culture

**City Council District:** B, H  
**Key Map:**  
**Location:** B, H  
**Served:** B, H  
**WBS:** T-1808  
**Neighborhood:**

<table>
<thead>
<tr>
<th>Description:</th>
<th>Operating and Maintenance Costs: ($ Thousands)</th>
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</thead>
<tbody>
<tr>
<td>Arts and culture is used as both an economic development strategy and a community beautification strategy. Arts and culture will be incorporated into both the development of new and existing landmarks for public enjoyment.</td>
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<td><strong>Personnel</strong></td>
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### Fiscal Year Planned Expenses

#### Project Allocation  
**Projected Expenses thru 6/30/16**  
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**2017 Estimate**  
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**2019**  
**2020**  
**2021**  
**2022**  
**FY18-FY22 Total**  
**Cumulative Total (To Date)**

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**Total Allocations** | $ - | $ - | $ - | $ - | $ 150,000 | $ - | $ - | $ - | $ - | $ 150,000 | $ 150,000 |

### Source of Funds

| TIRZ Funds | - | - | - | - | 150,000 | - | - | - | $ 150,000 | $ 150,000 |
| City of Houston | - | - | - | - | - | - | $ - | $ - | $ - | $ - |
| Grants | - | - | - | - | - | - | $ - | $ - | $ - | $ - |
| Other | - | - | - | - | - | - | - | $ - | $ - | $ - |

**Total Funds** | $ - | $ - | $ - | $ - | $ 150,000 | $ - | $ - | $ - | $ - | $ 150,000 | $ 150,000 |
EVIDENCE OF COMMUNITY ASSETS
Community Assets Map

St. Elizabeth Place
4514 Lyons Avenue
Houston, TX 77020

Public Park: Bryce-Dorian Park (0.24 mi)
Public Transport: METRO Route 11 (adjacent)
Grocery: Fiesta Mart (0.67 mi)
Pharmacy: Walgreens (0.45 mi)
Heath Center: Lyndon B Johnson Hospital (2.46 mi)
Day Care: East Orange AME Church Daycare and Learning Center (0.06 mi)
Public Library: Fifth Ward Public Library (0.35 mi)
University: University of Houston Downtown (2.10 mi)
Indoor Rec: Julia C Hester House (0.28 mi)
Outdoor Rec: Finnigan Park (0.33 mi)
Community Org: Fifth Ward CRC (0.11 mi)
Meals on Wheels: Interfaith Ministeries
Grocery Store within 1 mile

STORE 10
12201 East Fwy,
Houston, TX 77015
(713) 455-9919

See weekly ad (/weekly-ads?store_code=10)
Get directions (https://www.google.com/maps/dir/12201 East Fwy, Houston, TX 77015)
GROCERY STORE NEAR YOU
FIESTA MART - STORE 10

STORE CLOSED FOR HURRICANE HARVEY REPAIRS

Store Number: 10

ADDRESS
12201 East Fwy,
Houston, TX 77015
(713) 455-9919

GROCERY STORE HOURS
Open Daily: 7am-11pm

See weekly ad (/weekly-ads?store_code=10)

Make this my store

DEPARTMENTS
Service Center (/departments/service-center/)
Produce (/departments/produce/)
Seafood (/departments/seafood/)
Meat (/departments/meat/)
International (/departments/international/)
Deli (/departments/deli/)
Fiesta Mart Bakery (/departments/fiesta-mart-bakery/)
Hispanic Foods (/departments/hispanic-foods/)
Floral and General Merchandise (/departments/floral-and-general-
You're only 640 points away from a $1 reward.

Shop offers (/store/store/save/loyalty-points-offers.jsp)

Hi, Hilary!

Not you?

Home (/default.jsp)

Your Account (/pharmacy/order/guest-refills-check.jsp)

Health Info & Services (/pharmacy)

Contact Lenses (/store/c/contact-lenses/ID=359432-tier2clense)

Healthcare Clinic (/topic/pharmacy/healthcare-clinic.jsp)

Prescriptions

116 years of experience and still innovating how you fill prescriptions

Refill Prescriptions now › (/pharmacy/refillhub/refillhub.jsp)

Faxing a prescription?

Your health care provider will need to call the pharmacy for the fax number.

Vaccinations

Schedule an appointment, or walk in at your convenience.

Flu (/topic/pharmacy/vaccination/flu.jsp)

Pneumonia (/topic/pharmacy/vaccination/pneumonia.jsp)

Tdap (/topic/pharmacy/vaccination/tdap_whooping_cough.jsp)

See more vaccinations › (unsafe:javascript:void(0);)

Other Pharmacy Services

HIV/AIDS Support

Pharmacy Services

Shop Services

Search products at this store

Search by keyword or item #
Child Care Search Result Details

Operation Details
You may click on the question mark image to view the Frequently Asked Questions (FAQ) page.

Operation Number: 419122
Operation Type: Licensed Center
Program Provided: Child Care Program
Operation/Caregiver Name: East Orange AME Church
Location Address: 4415 ORANGE ST, HOUSTON, TX 77020
Mailing Address: 4415 ORANGE ST, HOUSTON, TX 77020
Phone Number: 713-674-6535
County: HARRIS
Website Address: Email Address:
Administrator/Director Name: Barbara Daniel
Type of Issuance: Full Permit
Issuance Date: 3/2/1994
Conditions on Permit: No
Accepts Child-Care Subsidies: Yes
Hours of Operation: 06:00 AM-06:00 PM
Days of Operation: Monday - Friday
Total Capacity: 59
Licensed to Serve Ages: Infant, Toddler, Pre-Kindergarten, School
Total Capacity: 59
Number Of Admin Penalties: 0
Corrective Action: No
Adverse Action: No
Temporarily Closed: No

Two Year Inspection Summary
- Inspectors routinely monitor compliance with Licensing standards, rules and law. At a minimum, licensed and certified operations are inspected at least once a year; Registered Child Care Homes are inspected at least once every two years, Listed Family Homes are inspected only if there is a report of abuse/neglect or if we receive a report that the home is caring for too many children.

https://www.dfps.state.tx.us/Child_Care/Search_Texas_Child_Care/ppFacilityDetails.asp?ptype=DC&fid=129267
• When operations have serious deficiencies or a significant number of deficiencies, repeat deficiencies, or fail to make corrections timely, they are inspected more frequently by licensing staff, to ensure the health and safety of children in care.

• In the last two years, Licensing conducted the following:

- 6 - Inspections ?
- 0 - Assessments ?
- 1 - Self Reported Incidents ?
- 1 - Reports ?

*Click on the inspection type to see additional details related to each inspection.*

• There are many standards that an operation must comply with; the total number varies for each type of operation. An operation or home is generally given an opportunity to correct deficiencies and has the right to request a review of a deficiency. Deficiencies pending review are not included in the two year history.

Two Year Compliance Summary

• During the last two years, 1,154 standards were evaluated for compliance at this operation.

• Of the standards evaluated 2 deficiencies were cited. ?

*Click on the number of deficiencies to see additional details.*

• Each standard is assigned a weight. The weight ensures all inspectors consider standard violations in the same way, and represents the potential impact a deficiency might have on children. Review the inspection reports to learn more about each citation. It's important to remember; weights are not assigned to an individual operation, inspection, or circumstance and are not intended to result in a ranking of operations or score.

• The weights of the standard deficiencies cited in the past two years are as follows:

  0 were weighted as High
  2 were weighted as Medium - High
  0 were weighted as Medium
  0 were weighted as Medium - Low
  0 were weighted as Low

*Click on the weight to see additional details about each deficiency.*

Disclaimer: The online compliance history includes only information after January 1, 2002. In addition, the online compliance history does not include minimum standard violations or corrective or adverse actions until after the child-care operation has had due process or waived its rights. For compliance history prior to January 1, 2002 or history with pending due process, please contact your local licensing office. Child-Care Licensing disclaims liability for any errors or omissions from the compliance history information.

Website and Email addresses are based on information given to DFPS by the Operation/Caregiver. If you experience problems with these addresses please contact the Operation/Caregiver.
Fifth Ward Neighborhood Library

Address
4014 Market St.
Houston, Texas 77020
Fully Accessible

Phone Number
832-393-1770

Hours
M 2-6 | T 2-6 | W 2-6 | Th 2-6 | F 2-5 | Sa Closed | Su Closed

Parking
Free parking. The library is in the Fifth Ward multi-service center.

Meeting Rooms
No meeting rooms available.

Bus Routes
Nearby routes: 48. For exact route information, please visit ridemetro.org and use the "Plan Your Trip" feature.
Destinations / Destinos

- Downtown Transit Center
- Fannin South Transit Center
- Fifth Ward / Denver Harbor Transit Center
- HCC – Main Campus
- HCC – Northeast Campus
- Hiram Clarke Multi-Service Center
- Hiram Clarke Transit Center
- Medical Center Station Post Office
- NRG Park
- Texas Health and Human Services
- Townwood Park
- VA Hospital

Frequent Connections / Conexiones Frecuentes

- 4 Beechnut
- 25 Richmond
- 54 Scott
- 73 Bellfort
- 80 MLK / Lockwood
- 82 Westheimer
- 85 Antoine / Washington
- 11 Almeda / Lyons
- 137 Northshore Express
- METRORail Red Line
- METRORail Green Line
- METRORail Purple Line

Additional assets - transportation

Destination Signs / Letreros Direccionales

<table>
<thead>
<tr>
<th>Northbound</th>
<th>Hacia el norte</th>
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</thead>
</table>
| 11 Almeda / Lyons
| Gellhorn & 610 |

<table>
<thead>
<tr>
<th>Southbound</th>
<th>Hacia el sur</th>
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</table>
| 11 Almeda / Lyons
| Fannin South TC / Hiram Clarke TC |

Peak / Off-Peak Frequency / Pico / Frequencia Fuera de Pico

Peak = 6:01 a.m. – 9:00 a.m.; 3:01 p.m. – 6:00 p.m.
Off-Peak = Start of service – 6:00 a.m.; 9:01 a.m. – 3:00 p.m.; 6:01 p.m. – End of service

Weekend service runs at Off-Peak frequency.

Horarios pico = 6:01 a.m. – 9:00 a.m.; 3:01 p.m. – 6:00 p.m.
Horas fuera de pico = Inicio de servicio – 6:00 a.m.; 9:01 a.m. – 3:00 p.m.; 6:01 p.m. – Final del servicio
Servicio el fin de semana opera con frecuencia fuera de horas pico.
**The Fare/Pasaje / Local**

<table>
<thead>
<tr>
<th>Fare Type</th>
<th>Full Fare*</th>
<th>Discounted**</th>
<th>Transfer***</th>
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<tbody>
<tr>
<td>Cash/Efectivo</td>
<td>$1.25</td>
<td>none/ninguno</td>
<td>none/ninguno</td>
</tr>
<tr>
<td><strong>METRO Q® Fare Card</strong>*</td>
<td>$1.25</td>
<td>$0.60**</td>
<td>3 hours/horas</td>
</tr>
<tr>
<td><strong>METRO Day Pass</strong>*</td>
<td>$3.00 a day</td>
<td>$1.50 a day</td>
<td>3 hours/horas</td>
</tr>
</tbody>
</table>

*Full fare, one-way. *Pasaje completo, sólo de ida. Children ages five and under ride free. Los niños menores de cinco años viajan gratis.

**Seniors, disabled persons, Medicare cardholders, as well as college and university students require a discounted METRO Q® Fare Card or METRO Day Pass to receive the reduced fare. Middle and high school students may pay the discounted fare in cash (bus only) by showing their current student ID card. Personas Mayores, personas con discapacidad, los titulares de tarjetas de Medicare, así como estudiantes de colegios y universidades requieren una tarjeta de tarifa METRO Q® Fare Card o METRO Day Pass para recibir la tarifa reducida. Los estudiantes de secundaria y preparatoria pueden pagar la tarifa con descuento en efectivo (sólo bus) al mostrar su tarjeta de identificación de estudiante actual.

***Transfers are free and automatic for three hours with the METRO Q® Fare Card or METRO Day Pass. Transfers are automatically added to the card with the first tap. When transferring to a service of greater cost, the difference will be deducted from the card aboard the next bus. Park and Ride paid fares do not count toward the METRO Day Pass benefit. Transferencias son gratuitas y válidas por tres horas con las tarjetas METRO Q® Fare Card o METRO Day Pass. Las transferencias se agregan automáticamente a la tarjeta con la primera pasada. Cuando realice una combinación a un servicio de mayor costo, la diferencia será debitada de la tarjeta a bordo del siguiente autobús. Las tarifas pagas de Park and Ride no se acumulan al beneficio del METRO Day Pass.

****METRO Q® Fare Card – Best value for riders using local bus, rail or commuter service just once or twice daily. Cardholders earn 5 FREE rides for every 50 paid rides. METRO Q® Fare Card – ofrece la opción más económica para los pasajeros que usan el autobús local, el tren o el servicio de viajes sólo una o dos veces por día. Los titulares de la tarjeta obtienen 5 viajes GRATIS por cada 50 viajes pagos.
Reading a Bus Schedule

1. On the top of each timetable, look for names like “Weekday Inbound” or “Saturday Westbound” to determine which timetable to use.

2. Then look at the numbered dots, called time points, with names of places where buses stop. The listing does not include all bus stops, but buses will stop at all stops along your route.

3. Find the time points closest to where you are and where you want to go.

4. Check the column of times under your destination to find the time you want to arrive.

5. Find the time point nearest the place you want to board the bus. There will be a stop along the route within two blocks of that location — just look for your route number on the bus stop signs at each corner.

6. Then move your finger left along that line to your origin to determine your departure time. If you’re not catching the bus at the time point listed, refer to the time point before your stop.

Cómo leer el horario

1. En la parte superior de cada horario, busque los nombres tales como “Llegadas los días de la semana” o “Salida hacia el oeste los sábados” para determinar cuál horario usar.

2. Después busque los puntos numerados, con los nombres de los lugares donde paran los autobuses. La lista no incluye todas las paradas de los autobuses, pero los autobuses pararán en todas las paradas a lo largo de la ruta.

3. Encuentre el punto más cercano a donde usted está y a donde quiere ir.

4. Revise la columna de las horas según su destino para encontrar la hora a la que desea llegar.

5. Encuentre el punto numerado más cercano al lugar donde desea abordar el autobús. Habrá una parada a lo largo de la ruta dentro de dos cuadras de esa ubicación — simplemente busque el número de su ruta y los letreros de parada del autobús en cada esquina.

6. Después siga la línea hacia la izquierda de su origen para determinar su hora de salida. Si no puede tomar el autobús desde el punto numerado, refiérase al punto numerado antes de su parada.
### 11 Almeda / Lyons Weekday Northbound
#### Día de semana hacia el norte

<table>
<thead>
<tr>
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### 11 Almeda / Lyons Weekday Southbound
#### Día de semana hacia el sur

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### 11 Almeda / Lyons Saturday Northbound

#### Sábado hacia el norte

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<thead>
<tr>
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<th>Almeda &amp; Broadway</th>
<th>Downtown Transit Center</th>
<th>San Jacinto &amp; Franklin</th>
<th>Fifth Wheeluppet Transit Center</th>
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### 11 Almeda / Lyons Saturday Southbound

#### Sábado hacia el sur

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<th>Fifth Wheeluppet Transit Center</th>
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<th>Almeda &amp; Broadway</th>
<th>Va Hospital</th>
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**NOTA:** Las horas están en formato de 24 horas.
### 11 Almeda / Lyons Sunday Northbound

**Domingo hacia el norte**

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<tr>
<th>1</th>
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#### Horarios de paso:
- **Blodgett**
- **Harbor Transit Center**
- **Dividend & Currency**

### 11 Almeda / Lyons Sunday Southbound

**Domingo hacia el sur**

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</table>

#### Horarios de paso:
- **Lyons & Jensen**
- **Fannin South Transit Center**
- **Almeda & Orem**
- **VA Hospital**

---

**Notas:**
- Los horarios se actualizan diariamente.
- Las paradas pueden variar dependiendo del día y la hora.
- Consulta el horario completo en línea para obtener la información más precisa.

---

**Ubicaciones:**
- **Harmon Clarke Transit Center**
- **Almeda & Orem**
- **Fannin South Transit Center**
- **Blodgett**
- **Downrevn Transit Center**
- **San Jacinto & Franklin**
- **Lyons & Jensen**
- **Fannin South Transit Center**
- **Harbor Transit Center**
- **Blodgett**
- **Fannin South Transit Center**
- **Lyons & Jensen**
- **Fannin South Transit Center**
- **Harbor Transit Center**
Park Description

Located in the heart of the Fifth Ward community, right next to the historic Julia C. Hester House, Boyce-Dorian park is dedicated to the memory of Rev. James H.M. Boyce and Louis Dorian.

Information

Park Location
2000 Erastus Street
6:00AM - 10:00PM
*Closed for Thanksgiving, Christmas and New Years

Patrolled By
Harris Co. Sheriff's Office

Park Rules

Boyce-Dorian Park
2000 Erastus St, Houston, TX 77020

4.1 27 reviews
View larger map

Amenities

Basketball
Jogging Trail
Picnic Areas
Playground
Lyndon B. Johnson Hospital

Lyndon B. Johnson Hospital is a 207 licensed-bed acute care hospital offering a full range of medical services. LBJ Hospital is a verified Level III trauma center and was the first such center designated in Texas. It also is the state's busiest Level III trauma center, with more than 70,000 emergency patient visits each year.

LBJ Hospital carries the distinction of being a regional center for neonatal intensive care for high-risk deliveries and very low birth weight infants and provides an array of specialized medical and surgical services.

LBJ Hospital is staffed by the physician faculty and residents of The University of Texas Health Science Center at Houston (UTHealth).

**Lyndon B. Johnson Hospital**
5656 Kelley Street
Houston, TX 77026
713-566-5100

Parking for patients and visitors is located in front of the hospital off Kelley Street. Parking is $6 daily. Cash and credit cards are accepted.

**LBJ Floor Maps**

Click on map to enlarge. A PDF of the map is also available.

Interactive campus map for all locations is also available.

One or more documents on this site are in PDF format. In order to view and print these document(s), you will need the Adobe Acrobat Reader software. It can be downloaded from the Adobe website.

Parking & Transportation
One Main Street, N117
Houston, TX 77002
Office: 713-221-8127
parking@uhd.edu

Mon.-Thurs.: 7 a.m.-5:30 p.m.
Friday: 7 a.m.-6 p.m.
Additional assets - community service organizations

Julia C. Hester House
Annual Report 2008

see the changes we’re making ...
building for the future

Mission
To enhance the quality of lives in Fifth Ward and the surrounding communities through programs and services promoting self-empowerment.
Julia C. Hester House is a United Way Affiliated Agency

Printing generously provided by
Met Printing, Inc.
FINNIGAN COMMUNITY CENTER

Contact Info
Address: 4900 Providence 8
Houston, TX 77020
Phone: 713.678.7385
Email: finnigan@houstontx.gov

Houston Service Helpline:
To request park repairs please call 311 or 713.837.0311 or submit your request online by clicking this link.

ONLINE REGISTRATION
INSTRUCTIONS

UPCOMING EVENTS
Sorry, no events to display at this time.

EVENT FLIERS
For more information on Finnigan Community Center programs click on the links below to view or print program fliers.

PARK AMENITIES
Adjacent to the community center building, Finnigan Park offers a playground, lighted tennis courts, lighted sports field, swimming pool, indoor gym, weight room, 0.65-mile hike and bike trail, and a meeting room.

RENTALS
Community Centers are great places to host special gatherings, such as wedding receptions, family reunions and parties for a nominal rental fee. Not all facilities are designed to accommodate all events, so please contact each individual facility to ensure that facility can accommodate your event. Deposits are required and are refundable.

Community center rental reservation forms must be completed and payments must be received in the Permits Office the earlier of 10 days after the rental reservation is completed or at least 7 days before the scheduled event date. This includes concessionaires, HPARD co-sponsored events, etc.

If security is required, community center rental reservation forms and payment must be received in the Permits Office a minimum of 14 days prior to the scheduled event, which includes private functions, birthday parties, showers, weddings, family reunions, family gatherings, meetings, special events, etc.
CONTACT THE FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION

Get in touch with Fifth Ward Community to learn more about our work and how you can get involved.

4300 Lyons Ave #300, Houston, TX 77020, USA
info@fifthwardcrc.org
(713) 674-0175
CONTACT US

General Contact Information
Interfaith Ministries for Greater Houston
3303 Main St. Houston, TX 77002
General Phone: 713-533-4900 | Fax: 713-520-4663

Quick Contacts for Meals on Wheels
To enroll in Meals on Wheels: 713-533-4978
Questions about your Meals on Wheels service: 713-533-4937
General Meals on Wheels questions: 713-533-4954

Quick Contacts for Refugee Services
To hire a refugee or learn about employment services: 713-533-4997
To donate furniture or household items: 713-533-4931
Parking Information

Covered Visitor Parking: Available in ground level parking garage. The entrance is on Francis Street between Main Street and Fannin Street.

Additional Parking: Open lots available on Francis Street and Stuart Street.
READINESS TO PROCEED NARRATIVE

If awarded, the Applicant is prepared to close on all financing on or before the last business day of October 2018. Submission for building permits is to occur in May 2018 and once plans have been approved the Applicant will fully execute the construction contract.

Zoning: The site is in the City of Houston City Limits. The City of Houston does not have zoning restrictions, as evidenced by the letter provided in the application.

Financing Partner Readiness: The lender, BBVA Compass, and equity provider, National Equity Fund, have received extensive information regarding the development and proforma. As demonstrated by the following items, the financial partners are prepared to execute quickly in order to close on the loan/partnership by the last business day of October 2018.

- Loan or equity commitments with evidence of completed due diligence
- Documentation from lender of the lenders’ critical path schedule for underwriting and approval including when application fees will be paid and third party reports reviewed

Design & Approvals: The architectural and engineering sets of plans for the development are underway, which will allow the Applicant to close by the last business day in October 2018. The following information is provided as evidence of the completeness of the design and status of the approval processes.

- Architect of Record letter containing a narrative of the design team selection, status of drawings, and a critical path schedule including the status of approvals.
- Signed architect contract with Van Meters William Pollack.
- Description from the architect of record of current stage of architectural plans

Acquisition: The St. Elizabeth Place property is already owned by 4514 Lyons LLC, which is an Affiliate of the Applicant and controlled by Fifth Ward Community Redevelopment Corporation, the General Partner.

Historic Status: St. Elizabeth Hospital was designated as a Historic Landmark by the Houston City Council on December 26, 2016. The building has also received Texas Historical Commission Part A approval on February 7, 2018 and National Park Service Part 1 approval on January 19, 2018. Applications to Part B and Part 2 have been submitted and take 30-60 days to process.

Construction: Stanley Spurling & Hamilton, the civil engineer for the Development, have identified that the process for platting the Development will take 90 days. Securing building permit approval will take 45-60 days. Based on our critical path schedule, which has the Developer submitting for site plan approval and submitting for building permits in May of 2018, the project will on track to begin construction in November 2018. The Developer will then put plans out for bid and begin to interview contractors. Upon assessing the competitiveness of the Application, the construction team will select a contractor. The schedule of development milestones provides detail on the commencement of construction and the completion of development of the project.
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<td>Pre Development Work</td>
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<td>Approval of Part I Historic Received</td>
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<td>Site Feasibility Complete</td>
</tr>
<tr>
<td></td>
<td>Appraisal Received</td>
</tr>
<tr>
<td>March 1, 2018</td>
<td>Tax Credit Application Submitted</td>
</tr>
<tr>
<td>March 2018</td>
<td>Phase II ESA Complete</td>
</tr>
<tr>
<td></td>
<td>Review Financing Proposals</td>
</tr>
<tr>
<td>April 2018</td>
<td>Remediation Plan Finalized</td>
</tr>
<tr>
<td></td>
<td>Refine Financing Proposals, Select Finance Partners</td>
</tr>
<tr>
<td>May 2018</td>
<td>Submit for Site Plan Approval</td>
</tr>
<tr>
<td></td>
<td>Submit for Building Permits</td>
</tr>
<tr>
<td>July 2018</td>
<td>Put Plans out for Bid</td>
</tr>
<tr>
<td></td>
<td>Interview Contractors</td>
</tr>
<tr>
<td>July 26, 2018</td>
<td>Tax Credit Award</td>
</tr>
<tr>
<td>August 15, 2018</td>
<td>Select Contractor</td>
</tr>
<tr>
<td>September 2018</td>
<td>Commitment Notice Submitted to TDHCA</td>
</tr>
<tr>
<td></td>
<td>Value Engineering</td>
</tr>
<tr>
<td>October 2018</td>
<td>Execute GMP with Contractor</td>
</tr>
<tr>
<td></td>
<td>Close on Construction Financing and Tax Credit Partnership</td>
</tr>
<tr>
<td>November 2018</td>
<td>Construction Begins</td>
</tr>
<tr>
<td>December 2018</td>
<td>Tax Credit Carryover Complete</td>
</tr>
<tr>
<td>December 2018</td>
<td>Demolition and Remediation Complete</td>
</tr>
<tr>
<td>January 2019</td>
<td>Site and Infrastructure Work Begins</td>
</tr>
<tr>
<td>February 2019</td>
<td>Rehabilitation of Historic Structures Begins</td>
</tr>
<tr>
<td>March 2019</td>
<td>New Construction Building Starts</td>
</tr>
<tr>
<td>June 2019</td>
<td>10% Test Turned in to TDHCA</td>
</tr>
<tr>
<td>April 2020</td>
<td>Begin Marketing for Lease Up</td>
</tr>
<tr>
<td>June 2020</td>
<td>Construction Complete</td>
</tr>
<tr>
<td>April 2018</td>
<td>Historic Part II Submitted to National Park Service</td>
</tr>
<tr>
<td>April 2021</td>
<td>Lease up Complete</td>
</tr>
<tr>
<td>June 2021</td>
<td>Stabilization Reached</td>
</tr>
<tr>
<td>July 2020</td>
<td>TDHCA Final Inspection</td>
</tr>
<tr>
<td></td>
<td>Submit Request for LURA</td>
</tr>
<tr>
<td>September 2020</td>
<td>LURA Recorded</td>
</tr>
<tr>
<td>September 2020</td>
<td>Covert to Perm Loan</td>
</tr>
<tr>
<td>November 2020</td>
<td>Cost Certification Submitted</td>
</tr>
<tr>
<td>May 2021</td>
<td>8609 Received</td>
</tr>
</tbody>
</table>
March 1, 2018

Re: Schematic Design: Current Stage of Architectural Plans for St. Elizabeth Place, Houston, TX

To Whom It May Concern:

We have completed the Schematic Design Phase for the 110 unit, St. Elizabeth Place, Houston, TX for the Fifth Ward Community Redevelopment Corporation. St. Elizabeth Place consists of the adaptive reuse of the historic hospital and convent, and the new construction of an additional residential building. Van Meter Williams Pollack, LLP and our engineering consultants are ready to proceed into the design development in early April 2018 and submit construction documents to the City of Houston for building permitting in mid August to assure complete construction documents and building permitting prior to the end of October 2018.

Sincerely,

Tim Van Meter
Partner, Architect / Urban Designer
Van Meter Williams Pollack, LLP
Site Info Form Part III
1. **Site Acreage**

   Please identify site acreage as listed in each of the following exhibits/documents.

<table>
<thead>
<tr>
<th>Site Control:</th>
<th>Site Plan:</th>
<th>Appraisal:</th>
<th>ESA:</th>
</tr>
</thead>
<tbody>
<tr>
<td>2.634</td>
<td>2.634</td>
<td>2.634</td>
<td>2.634</td>
</tr>
</tbody>
</table>

   (*) Should equal acreage indicated in site control documents less acreage intended to be dedicated, sold or used for public purpose and not to be encumbered by LURA (net acreage). The net acreage will be used for calculating density for all purposes.

   Please provide an explanation of any discrepancies in site acreage below:

   NA

2. **Site Control - §10.204(10)**

   The current owner of the Development Site is (If scattered site & more than one owner refer to Tab 13):

   **Entity Name**
   - 4514 Lyons LLC

   **Address**
   - 4300 Lyons Avenue, Suite 300

   **City**
   - Houston

   **State**
   - TX

   **Zip**
   - 77020

   **Date of Last Sale**
   - 4/4/16

   **Contact Name**
   - Charles Turner

   Is the seller affiliated with the Applicant, Principal, sponsor, or any Development Team member?
   - Yes

   If "Yes," please explain:
   - 4514 Lyons LLC is controlled by FWCRC, the 70% GP

   Did the seller acquire the property through foreclosure or deed in lieu of foreclosure?
   - No

   Identify all of the sellers of the proposed property for the 36 months prior to the first day of the Application Acceptance Period and their relationship, if any, to members of the Development Team:

<table>
<thead>
<tr>
<th>Name:</th>
<th>Relationship:</th>
</tr>
</thead>
<tbody>
<tr>
<td>Ability Insurance Company - Purchased on 5/6/2015</td>
<td>None</td>
</tr>
<tr>
<td>Riverside General Hospital Inc. - Purchased on 4/1/1996</td>
<td>None</td>
</tr>
</tbody>
</table>

   **Site Control is in the form of:**
   - [x] Contract for sale.
   - [ ] Recorded Warranty Deed with corresponding executed closing/settlement statement.
   - [ ] Contract for lease.

   **Expiration of Contract or Option:**
   - 12/31/18

   **Anticipated Closing Date:**
   - 10/31/18

   Title Commitment or Title Policy is included behind this tab (per §10.204(12)).

3. **Site Control - §10.204(10)**

   **Ingress/Egress and Easements (9% and 4% HTC Only) - §11.7**

   Is land for ingress and/or egress and any easements held separate from the property described in the site control documents?
   - No

   If yes, describe how any such land is held. Identify the land owner and describe any agreements the Applicant has or will enter into with the land owner.

   [ ]
4. **30% increase in Eligible Basis "Boost" (9% and 4% HTC Only) - §11.4(c)**

Development qualifies for the boost for:

- [X] Qualified Census tract that has less than 20% HTC Units per household
- [na] Development is located in a Small Area Difficult Development Area (SADDA)
- [na] Rural Development (Competitive HTC only)
- [na] Development is entirely Supportive Housing (Competitive HTC Only)
- [na] Development meets the criteria for the Opportunity Index as identified in §11.9(c)(4) of the Qualified Allocation Plan (Competitive HTC only)
- [na] Development is in an area covered by a concerted revitalization plan and elects and is eligible for points under §11.9(d)(7), is not Elderly, and is not located in a QCT. (Competitive HTC only)
- [na] Development includes an additional 10% of units at 30% AMI. Must be in addition to the number of units needed for any scoring item or any other funding source from MF Direct Loan requirements. (Competitive HTC only)
- [na] Development is in a QCT with 20% or greater Housing Tax Credit Units per household, and a resolution from the Governing Body of the appropriate municipality or county allowing the construction of the Development is included behind Tab 8**

** Resolution not due until Resolutions Delivery Date for Tax-Exempt Bond Developments

If a revised form is submitted, date of submission: 

[ ]
Site Info Part III – Supporting Documents
Support Documentation from Site Information Part III Should be Included Behind this Tab.

<table>
<thead>
<tr>
<th>Document Type</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>X Site Control Documentation</td>
<td></td>
</tr>
<tr>
<td>X Title Commitment or Policy</td>
<td></td>
</tr>
<tr>
<td>NA Each of the Direct Loan exhibits identified below (as applicable)</td>
<td></td>
</tr>
</tbody>
</table>

Increase in Eligible Basis (30% Boost)

<table>
<thead>
<tr>
<th>Document Type</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>na Resolution from the Governing Body of the appropriate municipality or county allowing the construction of the Development, if applicable.</td>
<td></td>
</tr>
<tr>
<td>X Census tract map that includes the 11-digit census tract number and clearly shows that the proposed Development is located within a QCT, if applicable</td>
<td></td>
</tr>
<tr>
<td>na SADDA map clearly showing the Development is located within the boundaries of a SADDA, if applicable</td>
<td></td>
</tr>
</tbody>
</table>

Site & Neighborhood Standards (New Construction Direct Loan only)

Confirm the following supporting documents are provided behind this tab.

<table>
<thead>
<tr>
<th>Document Type</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>na Letters on company letterhead from local utility providers confirming the site has access to the following services: water and wastewater/sewer, electricity, garbage disposal and natural gas, if applicable.</td>
<td></td>
</tr>
<tr>
<td>na Statement explaining how the Development will promote greater choice of housing opportunities and avoid undue concentration of assisted persons in areas containing a high proportion of low-income persons.</td>
<td></td>
</tr>
<tr>
<td>na DP-1 Profile of General Demographic Characteristics (2010) Census data for the census tract and city (and county if proposed site is located in a rural area) where the proposed site will be located. DP-1 Census data can be accessed using the Advanced Search option at <a href="http://www.census.gov">www.census.gov</a>.</td>
<td></td>
</tr>
<tr>
<td>na A statement confirming that travel time and cost via public transportation or private automobile, from the neighborhood to places of employment providing a range of jobs for lower-income workers, is not excessive. This is not applicable for Developments proposing to serve Elderly.</td>
<td></td>
</tr>
</tbody>
</table>
PURCHASE AND SALE AGREEMENT

THIS PURCHASE AND SALE AGREEMENT (this "Agreement") is executed to be effective as of January 23, 2018 (the "Effective Date"), by and between ST. ELIZABETH PLACE LP, a to-be-formed Texas limited partnership, having an address at 4300 Lyons, Suite 300, Houston, Texas 77020 (together with its successors and/or assigns, "Buyer"); and 4514 LYONS LLC, a Texas limited liability company, having an address at 4300 Lyons, Suite 300, Houston, Texas 77020 (together with its successors and/or assigns, "Seller") (Buyer and Seller are collectively referred to as the "Parties", and each a "Party").

1. **Property.** On the terms herein set forth, Buyer agrees to purchase from Seller, and Seller agrees to sell to Buyer, that tract of land located in Harris County, Texas, as more particularly described on Exhibit A, attached hereto and made a part hereof (the "Land"), together with all improvements, easements, appurtenances and rights thereunto belonging, including without limitation, all (a) roads, alleys, easements, streets and rights-of-way bounding the Land, (b) rights of ingress and egress to and from the Land (including without limitation, Seller's right, title and interest in and to all applicable cross-access and reciprocal easements and/or agreements), and (c) oil, gas and other minerals lying on or under the Land (collectively, the "Property").

2. **Purchase Price.** The purchase price of the Property shall be the greater of Four Million Six Hundred Thousand and 00/100 Dollars ($4,600,000.00) or the appraised value determined by an appraiser mutually acceptable to the Parties (the "Purchase Price"), payable at Closing by Buyer.

3. **Title Company.** American Title Company of Houston, having an address at 440 Louisiana, Suite 1880, Houston, Texas 77002, Attn: Catherine L. York; Telephone: 713-651-1996 e-mail: cyork@barnesturner.com ("Title Company") will serve as the title company.

4. **Closing.**

   a. **Delivery of Documents.** The conveyance of the Property and the closing of the transaction herein described (the "Closing") shall occur on or before December 31, 2018 (the "Closing Date"), in escrow at the offices of the Title Company; provided, however, Buyer may elect to close at any time upon five (5) days' prior written notice to Seller.

   i. **Seller shall deliver at Closing:** (A) a special warranty deed conveying good, marketable and indefeasible fee simple title in and to the Property to Buyer (or its designee) (the "Deed"); (B) all easements necessary for the development and operation of the Property for its intended purpose; (C) a lien affidavit acceptable to the Title Company; (D) an affidavit of non-foreign status; (E) any other affidavit or document required by the Title Company to delete the so-called standard exceptions to the Owner's Policy of Title Insurance (the "Title Policy"); and (F) such other customary documents, instruments, certifications and confirmations as may be reasonably required to fully effect and consummate the transactions contemplated hereby and for the Title Company to issue the Title Policy in the form required by this Agreement.
ii. **Buyer shall deliver at Closing:** (A) the remaining balance of the Purchase Price as provided by this Agreement; and (B) such other documents, instruments, certifications and confirmations as may be reasonably required to fully effect and consummate the transaction contemplated hereby.

b. **Prorations.** Buyer and Seller shall prorate all real estate taxes, personal property taxes and all other assessments related to the Property as of the Closing Date, with the Closing Date being treated as a day of ownership by Buyer. If the final tax bill is not available at Closing, the real estate taxes, personal property taxes and all other assessments related to the Property shall be prorated based upon the latest available tax assessment for the Property, which proration shall be re-prorated outside of escrow when the actual taxes are determined.

c. **Costs.** Except as may otherwise be stated herein, each Party shall bear its own expenses, including its own attorneys' fees.

5. **Miscellaneous.**

a. **Notices and Deadline Dates.** Any notice, request, demand, instruction or other document to be given or served hereunder or under any document or instrument executed pursuant to this Agreement shall be in writing and shall be (i) delivered personally, (ii) sent by United States registered or certified mail, return receipt requested, postage prepaid, (iii) sent or by overnight express courier, postage prepaid, or (iv) sent by facsimile or electronically (e-mail), provided there is proof of delivery, each addressed to the Parties at their respective addresses set forth above, and the same shall be effective upon receipt if delivered personally, by overnight courier or by facsimile or electronically (with proof of delivery), or three (3) business days after deposit in the U.S. mail. A Party may change its address for receipt of notices by service of a notice of such change in accordance herewith. If any deadline under this Agreement falls on a Saturday, Sunday or legal holiday (which for purposes of this Agreement shall be not be considered a "business day"), the deadline shall be extended to the next business day.

b. **Attorneys' Fees.** In the event either Party brings an action at law or other proceeding permitted under the terms of this Agreement against the other Party in order to enforce or interpret any of the terms, covenants or conditions hereof or any instrument executed pursuant to this Agreement or by reason of any breach or default hereunder or thereunder, the Party prevailing in any such action or proceeding shall be paid all reasonable costs and expenses, including without limitation reasonable attorneys' fees, by the non-prevailing Party.

c. **Binding Agreement.** Seller may not assign this Agreement without the written consent of Buyer. Buyer may assign this Agreement or any interest herein without the written approval of Seller. This Agreement shall be binding upon and inure to the benefit of the Parties and their respective heirs, legal representatives, successors and assignees. This Agreement constitutes the entire agreement between the Parties, and supersedes any and all prior agreements, arrangements and understanding between the Parties. This Agreement may only be amended by a written agreement executed by all of the Parties.
d. BROKERS AND COMMISSIONS. BUYER AND SELLER REPRESENT AND WARRANT TO EACH OTHER THAT NEITHER HAS DEALT WITH A BROKER, AGENT OR OTHER PERSON IN CONNECTION WITH THIS TRANSACTION.

e. Effect of Termination. This Agreement shall be void and of no further force and effect upon any proper termination under the terms hereof (other than terms herein that specifically provide that they survive termination of this Agreement).

f. Multiple Counterparts. This Agreement may be executed in one or more counterparts, and all so executed shall constitute one and the same agreement, binding upon the Parties, and notwithstanding that all of the Parties are not signatories to the same counterparts.

g. Time of the Essence. Time is of the essence of this Agreement and every provision hereof.

h. CHOICE OF LAW. THIS AGREEMENT SHALL BE GOVERNED BY THE LAWS OF THE UNITED STATES OF AMERICA AND THE INTERNAL LAWS OF THE STATE OF TEXAS, WITHOUT REGARD TO ITS CONFLICT RULES. VENUE AND JURISDICTION FOR ALL CLAIMS UNDER THIS AGREEMENT SHALL BE EXCLUSIVELY IN THE STATE OF TEXAS.

i. Severability. If any provision of this Agreement is held to be illegal, invalid or unenforceable under present or future laws, such provision shall be fully severable, and this Agreement shall be construed and enforced as if such illegal, invalid, or unenforceable provision had never comprised a part of this Agreement, and the remaining provisions of this Agreement shall remain in full force and effect and shall not be affected by the illegal, invalid or unenforceable provision or by its severance from this Agreement. Furthermore, in lieu of such illegal, invalid or unenforceable provision, there shall be added automatically as a part of this Agreement, a legal, valid and enforceable provision as similar in terms to such illegal, invalid or unenforceable provision as is possible.

j. INDEPENDENT CONSIDERATION. ONE HUNDRED AND 00/100 DOLLARS ($100.00) SHALL PAID BY BUYER TO SELLER WHICH SHALL BE DEEMED INDEPENDENT CONSIDERATION AND NON-REFUNDABLE AND RETAINED BY SELLER UNDER ALL CIRCUMSTANCES, FOR AND IN CONSIDERATION OF SELLER'S EXECUTION OF THIS AGREEMENT.

k. Complete Understanding. This Agreement represents the complete understanding between the Parties as to the subject matter hereof and supersedes all prior negotiations, statements and agreements, either written or oral, between the Parties. No inducements, representations, statements or agreements have been made or relied upon in the making of this Agreement, except those specifically set forth in this Agreement. Neither Party has any right to rely on any other prior or contemporaneous statements and/or agreements made by anyone concerning this Agreement that are not set forth herein.

6. Texas Disclosures. By its signature to this Contract, Buyer hereby acknowledges its receipt of the following notices at or before the execution of this Contract:
a. **Notice Regarding Possible Liability for Additional Taxes.** If for the current ad valorem tax year the taxable value of the Property that is the subject of this Agreement is determined by a special appraisal method that allows for appraisal of the Property at less than its market value, Buyer may not be allowed to qualify the Property for that special appraisal in a subsequent tax year and the Property may then be appraised at its full market value. In addition, the transfer of the Property or a subsequent change in the use of the Property may result in the imposition of an additional tax plus interest as a penalty for the transfer or the change in the use of the Property. The taxable value of the Property and the applicable method of appraisal for the current tax year is public information and may be obtained from the tax appraisal district established for the county in which the Property is located.

b. **Notice Regarding Possible Annexation.** If the Property that is the subject of this Agreement is located outside the limits of a municipality, the Property may now or later be included in the extraterritorial jurisdiction of a municipality and may now or later be subject to annexation by the municipality. Each municipality maintains a map that depicts its boundaries and extraterritorial jurisdiction. To determine if the Property is located within a municipality's extraterritorial jurisdiction or is likely to be located within a municipality's extraterritorial jurisdiction, Buyer should contact all municipalities located in the general proximity of the Property for further information.

c. **Property Located in a Certificated Service Area of a Utility Service Provider.** The Property may be located in a certificated water or sewer service area, which is authorized by law to provide water or sewer service to the properties in the certificated area. If the Property is located in a certificated area there may be special costs or charges that Buyer will be required to pay before Buyer can receive water or sewer service. There may be a period required to construct lines or other facilities necessary to provide water or sewer service to the Property. Buyer is advised to determine if the Property is in a certificated area and contact the utility service provider to determine the cost that Buyer will be required to pay and the period, if any, that is required to provide water or sewer service to the Property.

7. **Additional Condition to Closing.**

Seller acknowledges the Property will be subject to the Texas Department of Housing and Community Affairs Declaration ("TDHCA") of Land Use Restrictive Covenants for Low-Income Housing Tax Credits ("LURA"), which will encumber the Property as an age restricted project. The LURA will require, among other things, compliance during the HOME Affordability Period (i.e., twenty years from the date of project completion in accordance with the Cranston-Gonzalez National Affordable Act), and during the Extended Affordability Period (i.e., an additional twenty years to the HOME Affordability Period) with certain occupancy, rent and other restrictions.

Beginning on the first business day after the Effective Date of this Agreement, Buyer shall be bound by and shall comply with the 2018 timeline established by the TDHCA for submission of an application for a reservation of housing tax credits ("HTCs"). Buyer shall provide Seller with reasonably satisfactory evidence it has submitted its application in a timely manner, and Buyer’s failure to do so shall result in Seller having the right to terminate this Agreement pursuant
to the terms hereof. If Buyer fails to obtain a reservation of HTCs, Buyer may terminate this Agreement by delivering written notice of termination to Seller within thirty (30) days following TDHCA Board approval of the final ranking which evidences approval of funding for the project. In such event Buyer shall receive a full refund of all refundable Earnest Money.

[Signatures begin on the next page]
IN WITNESS WHEREOF, the Parties have executed this Agreement as of the day and year first above written.

Seller: 4514 LYONS, LLC, a Texas limited liability company

By: Fifth Ward Community Redevelopment Corporation, a Texas non-profit corporation

By: Charles Turner, Chairman of the Board

Buyer: ST. ELIZABETH PLACE LP, a to-be-formed Texas limited partnership

By: 

Name: JESSICA THOMPSON
Title: Authorized Representative
TITLE COMPANY'S ACCEPTANCE AND RECEIPT

By signing this Acceptance and Receipt, the Title Company (a) acknowledges that it has received a copy of this Agreement executed by both Buyer and Seller, and (b) agrees to act as escrow agent hereunder.

AMERICAN TITLE COMPANY OF HOUSTON

By: ____________________________

Name: Catherine L. York
Title: Escrow Officer

Date: January __, 2018
EXHIBIT A

A TRACT OF LAND CONTAINING 2,634 ACRES (114,730 SQUARE FEET), SITUATED IN THE HARRIS AND WILSON SURVEY, ABSTRACT NO. 32, IN HARRIS COUNTY, TEXAS, COMPRISING OF ALL OF LOTS 1 THROUGH 10, INCLUSIVE, BLOCK 117, AUGUSTA ADDITION RECORDED IN VOLUME 56, PAGE 139 OF THE HARRIS COUNTY DEED RECORDS (H.C.D.R.); ALL OF THAT LAND COMMONLY KNOWN AS LOTS 1 THROUGH 10, INCLUSIVE, BLOCK 121, AUGUSTA ADDITION, AN UNRECORDED SUBDIVISION, IN HARRIS COUNTY, TEXAS AND ALL OF THAT CERTAIN TRACT FORMERLY KNOWN AS FARMER AVENUE LOCATED BETWEEN SAID BLOCKS AND BOUNDED BY THE EAST LINE OF ST. ELIZABETH STREET (ALSO KNOWN AS DAN STREET) AND THE WEST LINE OF YATES STREET AS DESCRIBED IN QUITCLAIM DEED RECORDED IN VOLUME 1396, PAGE 161 H.C.D.R. SAID 2.634 ACRE TRACT ALSO BEING THAT SAME TRACT RECORDED IN HARRIS COUNTY CLERKS FILE NUMBER (H.C.C.F. NO.) R865982 AND BEING MORE PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS: (BEARINGS ARE BASED IN H.C.C.F. NO. R865982)

BEGINNING at a 1/2 inch iron rod found at the intersection of the south right-of-way (R.O.W.) line of Lyons Avenue (60 feet R.O.W.) with the west R.O.W. Yates Street (60 feet R.O.W.) marking the northeast corner of said Block 117 and the herein described tract;

THENCE S 00 08 00 W, along with the west R.O.W. line of said Yates Street and the east line of the herein described tract, at 200.00 feet passing the southeast corner of said Block 117 and the north line of said Farmer Avenue tract as quitclaimed in the above reference deed, at 260.00 feet passing the northeast corner of said Block 121 and the south line of said Farmer Avenue and continuing for a total distance of 458.92 feet to a 3/8 inch capped iron rod found (Landtech) marking the southeast corner of said Block 121 and the herein described tract and the intersection of the west R.O.W. line of said Yates Street with the north R.O.W. line of Chisum Street (50 feet R.O.W.) from which an iron pipe found at South, a distance of 1.44 feet;

THENCE N 89 56 01 W, along with the south line of said Block 121 and the herein described tract and the north R.O.W. line of said Chisum Street, a distance of 250.00 feet to a 3/8 inch iron rod found (Landtech) marking the southwest corner of said Block 121 and the herein described tract and the intersection of the east R.O.W. line of St. Elizabeth Street (30 feet R.O.W.) with the north R.O.W. line of said Chisum Street;

THENCE N 00 08 00 E, along with the east R.O.W. line of said St. Elizabeth Street and the west line of the herein described tract, at 198.92 feet passing the northwest corner of said Block 121 and the south line of said Farmer Avenue, at 258.92 feet passing the southwest corner of said Block 117 and the north line of said Farmer Avenue and continuing for a total distance of 458.92 feet to a 1/2 inch capped rod found (Precision) marking the northwest corner of said Block 117 and the herein described tract and the intersection of the east R.O.W. line of said St. Elizabeth Street with the south R.O.W. line of said Lyons Avenue;

THENCE S 89 56 01 E, along with the north line of said Block 117 and the herein described tract and the south R.O.W. line of said Lyons Avenue, a distance of 250.00 feet to the POINT OF BEGINNING containing 2.634 acres of land.
RECEIPT

Date: 1/8/2018

4514 Lyons LLC
4300 Lyons Ave., Suite 300
Houston, Texas 77020

Sold to: St. Elizabeth Place LP
4300 Lyons Ave., Suite 300
Houston, Texas 77020

<table>
<thead>
<tr>
<th>Payment Method</th>
<th>Amount</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cash</td>
<td>$100.00</td>
<td>Earnest Money</td>
</tr>
</tbody>
</table>
COMMITMENT FOR TITLE INSURANCE

Issued by
American Title Company of Houston

File Number 3070918-00057

We, Title Resources Guaranty Company, will issue our title insurance policy or policies (the Policy) to You (the proposed insured) upon payment of the premium and other charges due, and compliance with the requirements in Schedule C. Our Policy will be in the form approved by the Texas Department of Insurance at the date of issuance, and will insure your interest in the land described in Schedule A. The estimated premium for our Policy and applicable endorsements is shown on Schedule D. There may be additional charges such as recording fees, and expedited delivery expenses.

This Commitment ends ninety (90) days from the effective date, unless the Policy is issued sooner, or failure to issue the Policy is our fault. Our liability and obligations to you are under the express terms of this Commitment and end when this Commitment expires.

THE FOLLOWING COMMITMENT FOR TITLE INSURANCE IS NOT VALID UNLESS YOUR NAME AND THE POLICY AMOUNT ARE SHOWN IN SCHEDULE A, AND OUR AUTHORIZED REPRESENTATIVE HAS COUNTERSIGNED BELOW.

American Title Company of Houston

Title Resources Guaranty Company

An Authorized Signature

By: [Signature]
Vice President/Asst. Secretary

By: [Signature]
Secretary
TEXAS TITLE INSURANCE INFORMATION

<table>
<thead>
<tr>
<th>Title insurance insures you against loss resulting from certain risks to your title.</th>
<th>El seguro de título le asegura en relación a pérdidas resultantes de ciertos riesgos que pueden afectar el título de su propiedad.</th>
</tr>
</thead>
<tbody>
<tr>
<td>The commitment for Title insurance is the title insurance company's promise to issue the title insurance policy. The commitment is a legal document. You should review it carefully to completely understand it before your closing date.</td>
<td>El Compromiso para Seguro de Título es la promesa de la compañía aseguradora de emitir la póliza de seguro de título. El Compromiso es un documento legal. Usted debe leerlo cuidadosamente y entenderlo completamente antes de la fecha para finalizar su transacción.</td>
</tr>
</tbody>
</table>

Your Commitment for Title Insurance is a legal contract between you and us. The Commitment is not an opinion or report of your title. It is a contract to issue you a policy subject to the Commitment’s terms and requirements.

Before issuing a Commitment for Title Insurance (the Commitment) or a Title Insurance Policy (the Policy), the Title Insurance Company (the Company) determines whether the title is insurable. This determination has already been made. Part of that determination involves the Company’s decision to insure the title except for certain risks that will not be covered by the Policy. Some of these risks are listed in Schedule B of the attached Commitment as Exceptions. Other risks are stated in the Policy as Exclusions. These risks will not be covered by the Policy. The Policy is not an abstract of title nor does a Company have an obligation to determine the ownership of any mineral interest.

Minerals and Mineral Rights may not be covered by the Policy. The Company may be unwilling to insure title unless there is an exclusion or an exception as to Minerals and Mineral Rights in the Policy. Optional endorsements insuring certain risks involving minerals, and the use of improvements (excluding lawns, shrubbery and trees) and permanent buildings may be available for purchase. If the title insurer issues the title policy with an exclusion or exception to the minerals and mineral rights, neither this Policy, nor the optional endorsements, ensure that the purchaser has title to the mineral rights related to the surface estate.

Another part of the determination involves whether the promise to insure is conditioned upon certain requirements being met. Schedule C of the Commitment lists these requirements that must be satisfied or the Company will refuse to cover them. You may want to discuss any matters shown in Schedules B and C of the Commitment with an attorney. These matters will affect your title and your use of the land.

When your Policy is issued, the coverage will be limited by the Policy’s Exceptions, Exclusions and Conditions, defined below:

- **EXCEPTIONS** are title risks that a Policy generally covers but does not cover in a particular instance. Exceptions are shown on Schedule B or discussed in Schedule C of the Commitment. They can also be added if you do not comply with the Conditions section of the Commitment. When the Policy is issued, all Exceptions will be on Schedule B of the Policy.

- **EXCLUSIONS** are title risks that a Policy generally does not cover. Exclusions are contained in the Policy but not shown or discussed in the Commitment.

- **CONDITIONS** are additional provisions that qualify or limit your coverage. Conditions include your responsibilities and those of the Company. They are contained in the Policy but not shown or discussed in the Commitment. The Policy Conditions are not the same as the Commitment Conditions.

You can get a copy of the policy form approved by the Texas Department of Insurance by calling the Title Insurance Company at 1-800-526-6018 or by calling the title insurance agent that issued the Commitment. The Texas Department of Insurance may revise the policy form from time to time.

You can also get a brochure that explains the policy from the Texas Department of Insurance by calling 1-800-252-3439.

Before the Policy is issued, you may request changes in the policy. Some of the changes to consider are:
- Request amendment of the "area and boundary" exception (Schedule B, paragraph 2). To get this amendment, you must furnish a survey and comply with other requirements of the Company. On the Owner's Policy, you must pay an additional premium for the amendment. If the survey is acceptable to the Company and if the Company's other requirements are met, your Policy will insure you against loss because of discrepancies or conflicts in boundary lines, encroachments or protrusions, or overlapping of improvements. The Company may then decide not to insure against specific boundary or survey problems by making special exceptions in the Policy. Whether or not you request amendment of the "area and boundary" exception, you should determine whether you want to purchase and review a survey if a survey is not being provided to you.

- Allow the Company to add an exception to "rights of parties in possession." If you refuse this exception, the Company or the title insurance agent may inspect the property. The Company may except to and not insure you against the rights of specific persons, such as renters, adverse owners or easement holders who occupy the land. The Company may charge you for the inspection. If you want to make your own inspection, you must sign a Waiver of Inspection form and allow the Company to add this exception to your Policy.

The entire premium for a Policy must be paid when the Policy is issued. You will not owe any additional premiums unless you want to increase your coverage at a later date and the Company agrees to add an Increased Value Endorsement.

CONDITIONS AND STIPULATIONS

1. If you have actual knowledge of any matter which may affect the title or mortgage covered by this Commitment, that is not shown in Schedule B, you must notify us in writing. If you do not notify us in writing, our liability to you is ended or reduced to the extent that your failure to notify us affects our liability. If you do notify us, or we learn of such matter, we may amend Schedule B, but we will not be relieved of liability already incurred.

2. Our liability is only to you, and others who are included in the definition of Insured in the Policy to be issued. Our liability is only for actual loss incurred in your reliance on this Commitment to comply with its requirements, or to acquire the interest in the land. Our liability is limited to the amount shown in Schedule A of this Commitment and will be subject to the following terms of the Policy: Insuring Provisions, Conditions and Stipulations.
IMPORTANT NOTICE

To obtain information or make a complaint:
You may call Title Resources Guaranty Company's toll-free telephone number for information or to make a complaint at:

1-800-526-8018

You may also write to Title Resources Guaranty Company at:
Attention: Claims Department
8111 LBJ Freeway, Suite 1200
Dallas, TX 75251

You may contact the Texas Department of Insurance to obtain information on companies, coverages, rights, or complaints at:

1-800-252-3439

You may write the Texas Department of Insurance:
P. O. Box 149104
Austin, TX 78714-9104
Fax: (512) 490-1007
Web: www.tdi.texas.gov
E-mail: ConsumerProtection@tdi.texas.gov

PREMIUM OR CLAIM DISPUTES:
Should you have a dispute concerning your premium or about a claim, you should contact the company first. If the dispute is not resolved, you may contact the Texas Department of Insurance.

ATTACH THIS NOTICE TO YOUR POLICY:
This notice is for information only and does not become a part or condition of the attached document.

AVISO IMPORTANTE

Para obtener información o para presentar una queja:
Usted puede llamar al número de teléfono gratuito de Title Resources Guaranty Company's para obtener información o para presentar una queja al:

1-800-526-8018

Usted también puede escribir a Title Resources Guaranty Company:
Attention: Claims Department
8111 LBJ Freeway, Suite 1200
Dallas, TX 75251

Usted puede comunicarse con el Departamento de Seguros de Texas para obtener información sobre compañías, coberturas, derechos, o quejas al:

1-800-252-3439

Usted puede escribir al Departamento de Seguros de Texas a:
P. O. Box 149104
Austin, TX 78714-9104
Fax: (512) 490-1007
Web: www.tdi.texas.gov
E-mail: ConsumerProtection@tdi.texas.gov

DISPUTAS POR PRIMAS DE SEGUROS O RECLAMACIONES:
Si tiene una disputa relacionada con su prima de seguro o con una reclamación, usted debe comunicarse con su compañía primero. Si la disputa no es resuelta, usted puede comunicarse con el Departamento de Seguros de Texas.

ADJUNTE ESTE AVISO A SU PÓLIZA:
Este aviso es solamente para propósitos informativos y no se convierte en parte o en condición del documento adjunto.
Title Resources Guaranty Company

SCHEDULE A

GF No. 3070918-00057
Address (for reference only): 4514 LYONS Avenue

Effective Date: January 24, 2018, 8:00 a.m.
Issue Date: February 1, 2018

1. The policy or policies to be issued are:
   (a) OWNER'S POLICY OF TITLE INSURANCE (Form T-1)
       Policy Amount: $  
       PROPOSED INSURED:
   (b) TEXAS RESIDENTIAL OWNER'S POLICY OF TITLE INSURANCE
       - ONE-TO-FOUR FAMILY RESIDENCES (Form T-1R)
       Policy Amount: $4,600,000.00
       PROPOSED INSURED: St. Elizabeth Place LP
   (c) LOAN POLICY OF TITLE INSURANCE (Form T-2)
       Policy Amount: $
       PROPOSED INSURED:
       Proposed Borrower: St. Elizabeth Place LP
   (d) TEXAS SHORT FORM RESIDENTIAL LOAN POLICY OF TITLE INSURANCE (Form T-2R)
       Policy Amount: $
       PROPOSED INSURED:
       Proposed Borrower:
   (e) LOAN TITLE POLICY BINDER ON INTERIM CONSTRUCTION LOAN (Form T-13)
       Binder Amount: $
       PROPOSED INSURED:
       Proposed Borrower:
   (f) OTHER
       Policy Amount: $
       PROPOSED INSURED:

2. The interest in the land covered by this Commitment is:
   Fee Simple

3. Record title to the land on the Effective Date appears to be vested in:
   4514 LYONS LLC, a Texas limited liability company

4. Legal description of land:

   A TRACT OF LAND CONTAINING 2.634 ACRES (114,730 SQUARE FEET), SITUATED IN THE
   HARRIS AND WILSON SURVEY, ABSTRACT NO. 32, IN HARRIS COUNTY, TEXAS,
   COMPRISING OF ALL OF LOTS 1 THROUGH 10, INCLUSIVE, BLOCK 117, AUGUSTA
   ADDITION RECORDED IN VOLUME 56, PAGE 139 OF THE HARRIS COUNTY DEED
   RECORDS (H.C.D.R.); ALL OF THAT LAND COMMONLY KNOWN AS LOTS 1 THROUGH 10,
   INCLUSIVE, BLOCK 121, AUGUSTA ADDITION, AN UNRECORDED SUBDIVISION, IN HARRIS
   COUNTY, TEXAS AND ALL OF THAT CERTAIN TRACT FORMERLY KNOWN AS FARMER
   AVENUE LOCATED BETWEEN SAID BLOCKS AND BOUNDED BY THE EAST LINE OF ST.
   ELIZABETH STREET (ALSO KNOWN AS DAN STREET) AND THE WEST LINE OF YATES
   STREET AS DESCRIBED IN QUITCLAIM DEED RECORDED IN VOLUME 1396, PAGE 161
   H.C.D.R. SAID 2.634 ACRE TRACT ALSO BEING THAT SAME TRACT RECORDED IN HARRIS
   COUNTY CLERK'S FILE NUMBER (H.C.C.F. NO.) RF865982 AND BEING MORE
PARTICULARLY DESCRIBED BY METES AND BOUNDS AS FOLLOWS: (BEARINGS ARE BASED IN H.C.C.F. NO. R865982)

BEGINNING at a 1/2 inch iron rod found at the intersection of the south right-of-way (R.O.W.) line of Lyons Avenue (60 feet R.O.W.) with the west R.O.W. Yates Street (60 feet R.O.W.) marking the northeast corner of said Block 117 and the herein described tract;

THENCE S 00° 08' 00" W, along with the west R.O.W. line of said Yates Street and the east line of the herein described tract, at 200.00 feet passing the southeast corner of said Block 117 and the north line of said Farmer Avenue tract as quitclaimed in the above reference deed, at 260.00 feet passing the northeast corner of said Block 121 and the south line of said Farmer Avenue and continuing for a total distance of 458.92 feet to a 3/8 inch capped iron rod found (Landtech) marking the southeast corner of said Block 121 and the herein described tract and the intersection of the west R.O.W. line of said Yates Street with the north R.O.W. line of Chisum Street (50 feet R.O.W.) from which an iron pipe found at South, a distance of 1.44 feet;

THENCE N 89° 56' 01" W, along with the south line of said Block 121 and the herein described tract and the north R.O.W. line of said Chisum Street, a distance of 250.00 feet to a 3/8 inch iron rod found (Landtech) marking the southwest corner of said Block 121 and the herein described tract and the intersection of the east R.O.W. line of St. Elizabeth Street (30 feet R.O.W.) with the north R.O.W. line of said Chisum Street;

THENCE N 00° 08' 00" E, along with the east R.O.W. line of said St. Elizabeth Street and the west line of the herein described tract, at 198.92 feet passing the northwest corner of said Block 121 and the south line of said Farmer Avenue, at 258.92 feet passing the southwest corner of said Block 117 and the north line of said Farmer Avenue and continuing for a total distance of 458.92 feet to a 1/2 inch capped rod found (Precision) marking the northwest corner of said Block 117 and the herein described tract and the intersection of the east R.O.W. line of said St. Elizabeth Street with the south R.O.W. line of said Lyons Avenue;

THENCE S 89° 56' 01" E, along with the north line of said Block 117 and the herein described tract and the south R.O.W. line of said Lyons Avenue, a distance of 250.00 feet to the POINT OF BEGINNING containing 2.634 acres of land.

NOTE: THE COMPANY DOES NOT REPRESENT THAT THE ABOVE ACREAGE OR SQUARE FOOTAGE CALCULATIONS ARE CORRECT.
SCHEDULE B
EXCEPTIONS FROM COVERAGE

In addition to the Exclusions and Conditions and Stipulations, your Policy will not cover loss, costs, attorney's fees, and expenses resulting from:

1. The following restrictive covenants of record itemized below (We must either insert specific recording data or delete this exception):

   ITEM 1 OF SCHEDULE B IS HEREBY DELETED IN ITS ENTIRETY.

   But deleting any covenant, condition or restriction indicating a preference, limitation or discrimination based on race, color, religion, sex, handicap, familial status or national origin unless and only to the extent that said covenant (a) is exempt under chapter 42, section 3607 of the United States code or (b) Relates to handicap but does not discriminate against handicapped persons.

2. Any discrepancies, conflicts, or shortages in area or boundary lines, or any encroachments or protrusions, or any overlapping of improvements.

3. Homestead or community property or survivorship rights, if any of any spouse of any insured. (Applies to the Owner's Policy only.)

4. Any titles or rights asserted by anyone, including, but not limited to, persons, the public, corporations, governments or other entities,
   a. to tidelands, or lands comprising the shores or beds of navigable or perennial rivers and streams, lakes, bays, gulfs or oceans, or
   b. to lands beyond the line of the harbor or bulkhead lines as established or changed by any government, or
   c. to filled-in lands, or artificial islands, or
   d. to statutory water rights, including riparian rights, or
   e. to the area extending from the line of mean low tide to the line of vegetation, or the rights of access to that area or easement along and across that area.

   (Applies to the Owner’s Policy only.)

5. Standby fees, taxes and assessments by any taxing authority for the year 2018, and subsequent years; and subsequent taxes and assessments by any taxing authority for prior years due to change in land usage or ownership, but not those taxes or assessments for prior years because of an exemption granted to a previous owner of the property under Section 11.13, Texas Tax Code, or because of improvements not assessed for a previous tax year. (If Texas Short Form Residential Loan Policy of Title Insurance (T-2R) is issued, that policy will substitute “which become due and payable subsequent to Date of Policy” in lieu of “for the year 2018 and subsequent years.”)

6. The terms and conditions of the documents creating your interest in the land.

7. Materials furnished or labor performed in connection with planned construction before signing and delivering the lien document described in Schedule A, if the land is part of the homestead of the owner. (Applies to the Loan Title Policy Binder on Interim Construction Loan only, and may be deleted if satisfactory evidence is furnished to us before a binder is issued.)

8. Liens and leases that affect the title to the land, but that are subordinate to the lien of the insured mortgage. (Applies to Loan Policy (T-2) only.)

9. The Exceptions from Coverage and Express Insurance in Schedule B of the Texas Short Form Residential Loan Policy of Title Insurance (T-2R). (Applies to Texas Short Form Residential Loan Policy of Title Insurance (T-2R) only. Separate exceptions 1 through 8 of this Schedule B do not apply

Form T-7: Commitment for Title Insurance
File Number: 3070918-00057
to the Texas Short Form Residential Loan Policy of Title Insurance (T-2R).

10. The following matters and all terms of the documents creating or offering evidence of the matters (We must insert matters or delete this exception):

A. Rights of Parties in possession. (OWNER POLICY ONLY)

B. Subject to any and all visible and or apparent easements over, under or across subject property, which a survey or physical inspection may disclose.

C. Any encroachment, encumbrance, violation, variation, or adverse circumstance affecting the title that would be disclosed by an accurate and complete land survey of the land.

D. All leases, grants, exceptions or reservations of coal, lignite, oil, gas and other minerals, together with all rights, privileges, and immunities relating thereto, appearing in the Public Records whether listed in Schedule B or not. There may be leases, grants, exceptions or reservations of mineral interest that are not listed.

E. The right of City Industrial Gas Company to a high pressure gas line underneath a portion of Farmer Street, as referred to in that certain deed recorded in Volume 1396, Page 161 of the Deed Records of Harris County, Texas.

F. Subject property is located within the City of Houston or within its extra territorial jurisdiction (within 5 miles of the city limits but outside another municipality) and is subject to the terms, conditions, and provision of City of Houston Ordinance No. 85-1878 and 99-262, pertaining to, among other things the platting and re-platting of real property and to the establishment of building lines. A certified copy of said ordinance was filed of record on August 1, 1991, under Harris County Clerk's File No. N253886.

G. Any and all unrecorded leases and/or rental agreements, with rights of tenants in possession.
SCHEDULE C

Your Policy will not cover loss, costs, attorneys fees, and expenses resulting from the following requirements that will appear as Exceptions in Schedule B of the Policy, unless you dispose of these matters to our satisfaction, before the date the Policy is issued:

1. Documents creating your title or interest must be approved by us and must be signed, notarized and filed for record.

2. Satisfactory evidence must be provided that:
   - no person occupying the land claims any interest in that land against the persons named in paragraph 3 of Schedule A,
   - all standby fees, taxes, assessments and charges against the property have been paid,
   - all improvements or repairs to the property are completed and accepted by the owner, and that all contractors, sub-contractors, laborers and suppliers have been fully paid, and that no mechanic’s, laborer’s or materialmen’s liens have attached to the property,
   - there is legal right of access to and from the land,
   - (on a Loan Policy only) restrictions have not been and will not be violated that affect the validity and priority of the insured mortgage.

3. You must pay the seller or borrower the agreed amount for your property or interest.

4. Any defect, lien or other matter that may affect title to the land or interest insured, that arises or is filed after the effective date of this Commitment.

5. NOTE: Procedural Rule P-27 as provided for in Article 9.39A of the Texas Insurance Code requires that “Good Funds” be received and deposited before a Title Agent may disburse from its Trust Fund Account.

6. NOTE: You should understand that the Title Agent and Title Company have no knowledge of the condition of this property and it is the buyer’s sole responsibility to determine same before closing.

7. Vendor’s Liens retained in Deed dated April 4, 2016, filed for record on April 7, 2016, under Harris County Clerk’s File No. RP-2016-144199, executed by ABILITY INSURANCE COMPANY, a Nebraska insurance company, to 4514 LYONS, LLC, a Texas limited liability company, securing the repayment of two certain promissory notes as described immediately below:

   Note one (I): A promissory note dated April 4, 2016, in the principal amount of $2,450,000.00, payable to the order of COMMUNITY HOUSING CAPITAL, INC., a California nonprofit public benefit corporation; together with all terms, conditions and stipulations contained therein; including any additional indebtedness secured thereby; as same being secured by Deed of Trust of even date therewith, in favor of David U. Landis, II, Trustee, and filed for record on April 7, 2016, under County Clerk’s File No. RP-2016-144201.

   Note two (II): A promissory note dated April 4, 2016, in the principal amount of $800,000.00, payable to the order of ABILITY INSURANCE COMPANY, a Nebraska insurance company; together with all terms, conditions and stipulations contained therein; including any additional indebtedness secured thereby; as same being secured by Deed of Trust of even date therewith, in favor of Russell T. Gaines, Trustee, and filed for record on April 7, 2016, under County Clerk’s File No. RP-2016-144202. Said note and lien being further secured by Absolute Assignment of Leases and Rents in agreement of even date therewith, filed under County Clerk’s File No. RP-2016-144203.
Said Note Two (2) has been subordinated to the indebtedness for Note (1) above, by Subordination and Standstill Agreement dated April 4, 2016, filed under County Clerk’s File No. RP-2016-144200.

8. Financing Statement (UCC-1) recorded April 29, 2016, under Harris County Clerk’s File No. RP-2016-178960, executed by and between 4514 Lyons LLC, as owner/debtor and Ability Insurance Company, as secured party/creditor.

9. Water & Wastewater Charges Lien, filed February 7, 1990 by the City of Houston, under County Clerk’s File No. M505501, to secure unpaid charges incurred for water and wastewater serviced provided the property in the sum of $4,231.56, plus interests and costs.

10. Drainage Charges Lien, filed June 16, 2014 by the City of Houston, under County Clerk’s File No. 20140259264, to secure unpaid charges for drainage in the sum of $1,692.42, plus interests and costs.

11. Water, Wastewater & Drainage Charges Lien, filed June 16, 2014 by the City of Houston, under County Clerk’s File No. 20140259268, to secure payment of unpaid water, wastewater & drainage charges in the sum of $83,340.59, plus interests and costs.

12. Secure a copy of the current Owner Title Policy (Stewart Title GF. No. 15201031271) for Underwriter Approval on the following matters:

1. District Court Suit No. 2013-64778, of the 164th District Court of Harris County, Texas, styled Dixon Financial Services, Ltd and Sovereign Builders Group, Ltd vs Riverside General Hospital, Inc., Debtor, et al., Debtor, pertaining to collection of debt from outstanding promissory notes, including but not limited to lien(s) on subject property. (Status of suit: On hold).

2. Missing Deed(s) in the Chain of Title for that certain tract of land formerly known as “Farmer Avenue” being located between Blocks 117 and 121, Augusta Addition, and bounded by the east line of St. Elizabeth Street (a/k/a Dan Street) and the west line of Yates Street, as described in Quit Claim Deed from the City of Houston recorded in Volume 1163, Page 572 of the Deed Records of Harris County, Texas.

3. Mechanic’s and Materialman’s Lien Affidavit filed on August 31, 2014 under Clerk’s File No. 20150114559, of the Real Property Records of Harris County, Texas, executed by WTI Group LLC, claiming the sum of $240,775.00, owed by RGH Barbara Jordan Center Inc, for either labor and or materials furnished.

Submit to examination for further review. Additional requirements may be added to Title Commitment upon review and approval.

13. We must be furnished the following for examination and possible additional requirements: Certificate from the appropriate secretary of state showing 4514 Lyons LLC, a Texas limited liability company is a properly registered limited liability company (L.L.C.) and their articles of organization, regulations and resolution to determine whether manager(s), member(s) or a combination of the two groups have the power to convey.

14. Note to Closer: A search of the following name: St. Elizabeth Place, LP, listed as Purchaser herein, reflects the following Federal Judgments, National Liens or listed on the Anti-terrorist list, which may apply: None found of record.

15. We must be furnished the following items for examination and possible additional requirements: (1) Certificate from the appropriate Secretary of State showing St. Elizabeth Place, LP is a properly registered limited partnership and giving the names of the general partners; (2) Satisfactory proof that the general partners have the power to purchase subject property, unless partnership agreement clearly states otherwise; and (3) Affidavit stipulating that there have been no amendments to the partnership agreement and stating who is authorized to act on behalf of said partnership.

Form T-7: Commitment for Title Insurance  File Number: 3070918-00057
16. A current plat of survey and metes and bounds description of the subject property are required if the "areas and boundaries" exception is to be amended in any policy of title insurance. These items must be prepared by a Texas registered professional land surveyor who is acceptable to the title company. A "blue line" copy of the plat (with surveyor’s signature and R. P. L. S. seal) and an original copy of the legal description (with surveyor’s signature and R. P. L. S. seal) should be forwarded to the title department for approval. If a T-17 or T-19 endorsement is being requested, we require that said survey be certified as, and meet the standards of a Category 1A, Condition II or III survey (depending on the location of the subject property), as established by The Texas Board of Professional Land Surveyors. When same is submitted, it is to be provided to the examiner for inspection and approval.

17. Proposed insured will be required to execute a waiver of inspection at the time of closing, and an exception to "rights of parties in possession" will be contained in the Owner's policy when issued; however, the proposed insured may request that this exception be omitted, in which case the company will require that an inspection be conducted by its agent, for which an inspection fee may be charged, and the company reserves the right to make additional exceptions in the policy to matters revealed by the inspection.

18. If this is a residential property, upon lender's request and payment of the $15.00 premium, company will issue a Texas Residential Limited Coverage Chain of Title Policy (T-53) covering a period of 24 months, showing the following documents filed of record: Harris County Clerk's File No. RP-2016-144199.

NOTE TO CLOSER: Title is vested as shown above by Special Warranty Deed with Vendor's Liens dated April 4, 2016 filed for record April 7, 2016 under Harris County Clerk's File No. RP-2016-144199 from Ability Insurance Company to 4514 Lyons LLC, a Texas limited liability company.

American Title Company of Houston

[Signature]

Authorized Officer or Agent

This Commitment is invalid unless the insuring provisions and Schedules A, B, and C are attached.

MP
Qualified Census Tract Map

48201211300 Is a Qualified Census Tract

St. Elizabeth Place | 4514 Lyons Avenue  Houston, TX 77020
# 4514 Lyons LLC

## BALANCE SHEET

### DECEMBER 31, 2017

<table>
<thead>
<tr>
<th>Assets</th>
<th>2017</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Current Assets</strong></td>
<td></td>
</tr>
<tr>
<td>Cash and cash equivalents</td>
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</tr>
<tr>
<td>Holding and Predevelopment</td>
<td>690,208</td>
</tr>
<tr>
<td><strong>Total current assets</strong></td>
<td>730,286</td>
</tr>
<tr>
<td><strong>Noncurrent Assets</strong></td>
<td></td>
</tr>
<tr>
<td>Fixed Assets (Land, building and capitalized costs)</td>
<td>3,283,490</td>
</tr>
<tr>
<td><strong>Total noncurrent assets</strong></td>
<td>3,283,490</td>
</tr>
<tr>
<td><strong>Total assets</strong></td>
<td>$4,013,776</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Liabilities and Net Assets</th>
<th></th>
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<tbody>
<tr>
<td><strong>Current Liabilities</strong></td>
<td></td>
</tr>
<tr>
<td>Accounts payable</td>
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<tr>
<td><strong>Total current liabilities</strong></td>
<td>148,526</td>
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<tr>
<td><strong>Noncurrent Liabilities</strong></td>
<td></td>
</tr>
<tr>
<td>Long-term notes payable and lines of credit</td>
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</tr>
<tr>
<td><strong>Total noncurrent liabilities</strong></td>
<td>3,794,123</td>
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<tr>
<td><strong>Total liabilities</strong></td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>Net Assets</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Unrestricted</td>
<td>71,127</td>
</tr>
<tr>
<td><strong>Total net assets</strong></td>
<td>71,127</td>
</tr>
<tr>
<td><strong>Total liabilities and net assets</strong></td>
<td>$4,013,776</td>
</tr>
</tbody>
</table>
Multiple Site Information Form

NOT APPLICABLE
Elected Officials
Elected officials were identified in the **Pre-Application**, and there have been no changes. (If box above is checked, these forms may be left **BLANK**.)

Please identify all elected officials which represent the Development Site.

<table>
<thead>
<tr>
<th><strong>US Representative</strong></th>
<th>District</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
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</tbody>
</table>

<table>
<thead>
<tr>
<th>State Senator</th>
<th>District</th>
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<table>
<thead>
<tr>
<th>Support Letter</th>
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</table>

<table>
<thead>
<tr>
<th>City Mayor</th>
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<table>
<thead>
<tr>
<th>School Superintendent</th>
<th>District Name</th>
<th>Email</th>
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<tbody>
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<table>
<thead>
<tr>
<th>Address</th>
<th>City</th>
<th>Zip</th>
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<table>
<thead>
<tr>
<th>Presiding officer of Board of Trustees</th>
<th>Email</th>
</tr>
</thead>
<tbody>
<tr>
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</table>

<table>
<thead>
<tr>
<th>Address</th>
<th>City</th>
<th>Zip</th>
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</table>

** While Applicants are not required to notify US Representatives, the Department is required to notify them. Therefore, Applicant must identify the appropriate US Representative of the district containing the Development.

<table>
<thead>
<tr>
<th>Elected Officials (Continued)</th>
<th>District/Precinct</th>
<th>Email or Phone</th>
</tr>
</thead>
<tbody>
<tr>
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</tbody>
</table>
Neighborhood Organizations
Identify all Neighborhood Organizations on record with the county or Texas Secretary of State as of the beginning of the Application Acceptance Period whose boundaries include the Development Site.

Organizations were identified in the Pre-Application, and there have been no changes.
(If above is checked, these forms may be left **BLANK**)

<table>
<thead>
<tr>
<th></th>
<th>Name of Organization</th>
<th>Contact Name</th>
<th>Address</th>
<th>City</th>
<th>Zip</th>
<th>Phone</th>
<th>Fax or Email</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>2.</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>3.</td>
<td></td>
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<tr>
<td>4.</td>
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<td></td>
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<tr>
<td>5.</td>
<td></td>
<td></td>
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<td></td>
<td></td>
</tr>
</tbody>
</table>
Certification of Notifications
CERTIFICATION OF NOTIFICATIONS (ALL PROGRAMS)

Pursuant to §10.203 of the Uniform Multifamily Rules, evidence of notifications includes this sworn affidavit, and the Elected Officials and Neighborhood Organizations Forms. All Applicants, or persons with signing authority, must complete Part 1 or Part 2 below:

Part 1.

☑ Notifications made at Pre-Application (Competitive HTC only):

I (We) certify that the pre-application included evidence of these notifications pursuant to §10.203 of the Uniform Multifamily Rules, the pre-application met all threshold requirements, and no additional notifications were required with this full application.

☐ Re-notifications made at Application (Competitive HTC only):

The pre-application for this full Application met all threshold requirements, but all required entities were re-notified as required by §10.203 of the Uniform Multifamily Rules. As applicable, all changes in the Application have been made on the Elected Officials and/or Neighborhood Organizations Forms.

☐ Notifications made at Application:

No pre-application was submitted, and all required entities were notified as required by §10.203 of the Uniform Multifamily Rules.

Part 2.

☐ Notifications - Form and Content:

☑ I (we) certify that the notifications are not older than 3 months from the first day of the Application Acceptance Period for Competitive HTC Applications and not older than three (3) months prior to the date Parts 5 and 6 of the Application are submitted for Tax Exempt Bond Developments, and not older than three (3) months prior to the date the Application is submitted for all other Applications.

☑ I (we) certify that the notifications do not contain any false or misleading statements. Without limiting the generality of the foregoing, the notification does not create the impression that the proposed Development will serve a Target Population exclusively or as a preference without such targeting or preference being documented in the Application and is or will be in full compliance with all applicable state and federal laws, including state and federal fair housing laws.

☑ I (we) certify that the notifications or any other communications do not contain any statement that violates Department rules, statute, code, or federal requirements.

☑ I (We) certify that, in addition to all of the required neighborhood organizations, the following entities were notified in accordance with §10.203 of the Multifamily Uniform Rules. The notifications were in the format provided in the Application Notification Template. All of the following entities were notified and are correctly listed on the Elected Officials Form and Neighborhood Organizations Form:

- Superintendent of the school district containing the Development;
- Presiding officer of the board of trustees of the school district containing the Development;
- Mayor of any municipality containing the Development;
- All elected members of the Governing Body of any municipality containing the Development;
- Presiding officer of the Governing Body of the county containing the Development;
- All elected members of the Governing Body of the county containing the Development;
- State senator of the district containing the Development; and
- State representative of the district containing the Development.

☑ While not required to be submitted in this Application, I have kept evidence of all notifications made and this evidence may be requested by the Department at any time during the Application review.

Part 3.

☐ No Neighborhood Organizations exist (competitive HTC only):

I (We) certify that no Neighborhood Organizations exist for which this Application would be eligible to receive points under §11.9(d)(4) of the QAP or for which notification is required.

Part 4.

Certification

By:

Signature of Applicant/Development Owner

Date: 2/23/18

Printed Name

Jessica Thompson
CERTIFICATION OF NOTIFICATIONS (continued)

Texas
Notary Public, State of

Harris
County of

5/1/2021
My Commission expires

ERIN D. JONES
My Notary ID # 129408773
Expires May 1, 2021
Development Narrative
Development Narrative

1. The proposed Development is: *(Check all that apply)*

<table>
<thead>
<tr>
<th>New Construction</th>
<th>and/or:</th>
<th>Adaptive Reuse</th>
</tr>
</thead>
</table>

(adaptive reuse select New Construction here and adaptive reuse in next box)

Previous TDHCA #: If applicable

If Acquisition/Rehab or Rehab, original construction year: 1943

If Reconstruction, Units Demolished

Units Reconstructed

If Adaptive Reuse, Additional Phase, or Scattered Site, include detailed information in the Narrative (4.) below.

2. The Target Population will be:

<table>
<thead>
<tr>
<th>General</th>
</tr>
</thead>
</table>

Applicants seeking to be scored as Supportive Housing must select Supportive Housing as the population.

§10.3(46) If Elderly Preference is selected, complete the statement below and submit supporting documentation behind this tab.

Elderly Preference is based on funding from:

3. Staff Determinations regarding definitions of development activity obtained?

If a determination under §10.3(b) of the Uniform Multifamily Rules was made prior to Application submission, provide a copy of such determination behind this tab.

4. Narrative

Briefly describe the proposed Development, including any relevant information not already identified above.

St. Elizabeth Place is a 110 unit development consisting of two historic buildings - St. Elizabeth Hospital and Convent and one new construction building. The finished development will contain studio, one bedroom and two bedroom units, 98 of which will be affordable to households earning 60% or less of the area median income. 12 units will be rented at market rates. We have applied for funding from the City of Houston and will apply for Historic Tax Credits. The box for "other federal" funding below is checked no, because we do not believe either source will count as a "basis deduction" for tax credit purposes. Moreover, the source of the City of Houston funds are to be determined.

If a revised form is submitted, date of submission:

5. Funding Request:

Complete the table below to describe this Application's funding request. If applying for Multifamily Direct Loan funds, please select only one type of loan.

<table>
<thead>
<tr>
<th>Department Funds applying for with this Application</th>
<th>Requested Amount</th>
<th>If funds will be in the form of a Direct Loan by the Department or for Private Activity Bonds, the terms will be:</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Interest Rate (%)</td>
</tr>
</tbody>
</table>
6. Set-Asides (For Competitive HTC & Multifamily Direct Loan Applications Only)

Identify any and all set-asides the application will be applying under with an "x".
Set-Asides can not be added or dropped from pre-application to full Application for Competitive HTC Applications.

<table>
<thead>
<tr>
<th>Competitive HTC Only</th>
<th>Multifamily Direct Loan Only</th>
</tr>
</thead>
<tbody>
<tr>
<td>At-Risk</td>
<td>Nonprofit</td>
</tr>
<tr>
<td>USDA</td>
<td>CHDO</td>
</tr>
<tr>
<td></td>
<td>SH/ SR</td>
</tr>
</tbody>
</table>

By selecting the set-aside above, I, individually or as the general partner(s) or officers of the Applicant entity, confirm that I (we) are applying for the above-stated Set-Aside(s) and Allocations. To the best of my (our) knowledge and belief, the Applicant entity has met the requirements that make this Application eligible for this (these) Set-Aside(s) and Allocations and will adhere to all requirements and eligibility standards for the selected Set-Aside(s) and Allocations.

7. Previously Awarded State and Federal Funding

Has this site/activity previously applied for TDHCA funds?  No
Has this site/activity previously received TDHCA funds?  No
If "Yes" Enter Project Number:  
and TDHCA funding source:  
Has this site/activity previously received non-TDHCA federal funding?  
If yes, source:  
Will this site/activity receive non-TDHCA federal funding for costs described in this Application?  No

8. Qualified Low Income Housing Development Election (HTC Applications only)

Pursuant to §42(g)(1)(A) & (B), the term "qualified low income housing development" means any project or residential rental property, if the Development meets one of the requirements below, whichever is elected by the taxpayer. " Once an election is made, it is irrevocable. Select only one:

- [ ] At least 20% or more of the residential units in such development are both rent restricted and occupied by individuals whose income is 50% or less of the area median gross income, adjusted for family size.
- [x] At least 40% or more of the residential units in such development are both rent restricted and occupied by individuals whose income is 60% or less of the median gross income, adjusted for family size.

If a revised form is submitted, date of submission:  

Development Activities
## Development Activities

### 1. Common Amenities (ALL Multifamily Applications §10.101(b)(5))

| # of Units | 110 | must qualify for | 14 | Points |

Development will provide sufficient common amenities to qualify for the number of points indicated above, pursuant to §10.101(b)(5) of the Uniform Multifamily Rules. Applications for scattered site developments should refer to §10.101(b)(5)(B) of the Uniform Multifamily Rules.

### 2. Unit Requirements (ALL Multifamily Applications §10.101(b)(6)(A) and (B))

#### A. Unit Sizes

- Development is New Construction or Reconstruction and will meet the minimum Unit Size requirements:

<table>
<thead>
<tr>
<th>Bedroom Size</th>
<th>0</th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
</tr>
</thead>
<tbody>
<tr>
<td>Square Footage</td>
<td>500</td>
<td>600</td>
<td>800</td>
<td>1,000</td>
<td>1,200</td>
</tr>
</tbody>
</table>

**OR:**

- Development is proposing Rehabilitation (excluding Reconstruction) or Supportive Housing, and does not adhere to the size requirements above.

#### B. Unit Amenities (For Competitive HTC Applications, see Tab 19 for Unit and Development Features)

- Application is a Tax Exempt Bond Development and will meet a minimum of seven (7) points as outlined in §10.101(b)(6)(B) of the Uniform Multifamily Rules.
- Application is HOME only or other Department Direct Loan and will meet a minimum of four (4) points as outlined in §10.101(b)(6)(B) of the Uniform Multifamily Rules.

**Rehabilitation Developments will start with a base score of three (3) points and Supportive Housing Developments will start with a base score of five (5) points.**

### 3. Tenant Supportive Services (For Competitive HTC Applications and Direct Loan Applications seeking to qualify for points under §13.6, see Tab 19 for Tenant Services elections)

- Application is a Tax Exempt Bond Development and will meet a minimum of eight (8) points as outlined in §10.101(b)(7) of the Uniform Multifamily Rules.
- Application is only requesting Direct Loan funds and will meet a minimum four (4) points as outlined in §10.101(b)(7) of the Uniform Multifamily Rules.

### 4. Development Accessibility Requirements (ALL Multifamily Applications)

- Development will meet all specifications and accessibility requirements reflected in the Certification of Development Owner form pursuant to §10.101(b)(8)(B) of the Uniform Multifamily Rules.

| Yes |

All Units accessed by the ground floor or by elevator (“affected units”) comply with the visitability requirements in clauses (i) – (iii) of 10 TAC §10.101(b)(8)(B).

**and**

Development has a minimum of 5% of all units in the development set aside for the mobility impaired and an additional 2% set aside for the hearing and/or visually impaired.

Regardless of building type, all Units accessed by the ground floor or by elevator (“affected units”) must comply with the visitability requirements in clauses (i) – (iii) of 10 TAC §10.101(b)(8)(B).
Development Activities Continued
### Development Activities (Continued)

#### 1. Size and Quality of Units (Competitive HTC Applications only) [§11.9(b)]

- **Development is rehabilitation and either Supportive Housing or USDA financed OK meets the minimum size requirements identified below:**
  - **Points claimed:** 8

<table>
<thead>
<tr>
<th>Bedroom Size</th>
<th>0</th>
<th>1</th>
<th>2</th>
<th>3</th>
<th>4</th>
</tr>
</thead>
<tbody>
<tr>
<td>Square Footage</td>
<td>550</td>
<td>650</td>
<td>850</td>
<td>1,050</td>
<td>1,250</td>
</tr>
</tbody>
</table>

- **Specific amenities and quality features will be provided in every Unit at no extra charge to the tenant:**
  - **Points claimed:** 7

#### 2. Rent Levels of Tenants and Tiebreaker (Direct Loan Applications only) [§13.6(e) and (f)]

- **At least 20 percent of all low-income Units at 30% or less of AMGI**
  - **Direct Loan Points:** 0
- **At least 15 percent of all low-income units at 30% or less of AMGI or, for a Development located in a Rural Area, 7.5 percent of all low-income Units at 30% or less of AMGI**
  - **Direct Loan Points:** 0
- **At least 5 percent of all low-income Units at 30% or less of AMGI**
  - **Direct Loan Points:** 0

- **In the event of a tie with another application or applications, this percentage of 30% AMGI MFDL units within the Development would be converted to be available to households at 15% AMGI.**

* Applicants electing to restrict units at 30% AMGI for Competitive HTC purposes may not count those units for point scoring under §13.6(e). However, 50% AMGI and 60% AMGI units that are layered with 30% AMGI units for Direct Loan purposes may count for point scoring under §13.6(e). Points claimed here will not appear on the Self Score tab.

#### 3. Income Levels of Tenants (Competitive HTC Applications only) [§11.9(c)(1)]

- **Total Number of Units at 50% or less of AMGI**
  - **Points Claimed:** 16
- **Number of 30% Units used to score points under §11.9(c)(2)**
  - **CHECK YOUR MATH!**
- **Number of 30% Units used under §11.4(c)(3)(D) regarding an Increase in Eligible Basis (30% boost)**
- **Number of Units at 50% or less of AMGI available to use for points under §11.9(c)(1)**
- **Percentage used for calculation of eligible points under §11.9(c)(1)**

**Mark only one box below:**
- Development is located in a Non-Rural Area of the Dallas, Fort Worth, Houston, San Antonio or Austin MSA; or
- Developments proposed in all other areas.

* Applicants electing the 30% boost for additional 30% units are advised to ensure the units used to support the boost are not included in the units needed to achieve the Application’s scoring elections.

#### 4. Rent Levels of Tenants (Competitive HTC Applications only) [§11.9(c)(2)]

**Mark only one box below:**
- **At least 20% (less Units used for eligibility for boost) of all low-income Units are restricted at 30% or less of AMGI; development is Supportive Housing proposed by a Qualified Nonprofit Organization.**
  - **Points Claimed:** 11
- **Development is urban and at least 10% (less Units used for eligibility for boost) of all low-income Units are restricted at 30% or less of AMGI.**
  - **Points Claimed:** 0
- **Development is located in a Rural Area and 7.5% (less Units used for eligibility for boost) of all low-income Units are restricted at 30% or less of AMGI.**
  - **Points Claimed:** 0
- **At least 5% of all low-income Units at 30% or less of AMGI**
  - **Points Claimed:** 11

#### 5. Tenant Services (Competitive HTC Applications and Direct Loan Applications) [§11.9(c)(3) and §13.6(6)]

Development will provide a combination of supportive services as identified in §10.101(b)(7) and those services will be recorded in the Development’s URA.

- **Supportive Housing Development proposed by a Qualified Nonprofit**
  - **Points Claimed:** 0
- **All other Developments.**
  - **Points Claimed:** 9
- **The Applicant certifies that the Development will contact local service providers, and will make Development community space available to them on a regularly-scheduled basis to provide outreach services and education to the tenants.**
  - **Points Claimed:** 1

#### 6. Tenant Populations with Special Housing Needs (Competitive HTC, MFDL, and Section 811 Applications) [§11.9(c)(7); §13.6(6)]

Applicants scoring points under the Section 811 PRA program should pay close attention to the URA requirements included in Tab 21, Davis Bacon.
A

Applicant or Affiliate Owns or Controls an Existing Development that is included on the List of Eligible Existing Developments for Participation in the Section 811 PRA Program (See 10 TAC §8.3 and 10 TAC 8.4)

Existing Development Name: ___________________________  TDHCA #: ___________________________

[ ] Attached behind this tab is the executed Certification for Section 811 PRA Program Participation.

[ ] OR

Points Claimed: _______

B

[ ] If not scoring under A above, Applicant or Affiliate is committing at least 10 Units in the proposed Development for participation in the Section 811 PRA Program

[ ] Applicant or Affiliate has attached behind this tab an explanation and documentation regarding the Applicant’s or Affiliate’s lack of Ownership interest or Control of any Existing Development that is included on the List of Qualified Existing Developments for Multifamily Programs;

[ ] AND

[ ] Attached behind this tab is the executed Certification for Section 811 PRA Program Participation.

[ ] OR

Points Claimed: _______

C

[ ] If cannot score under A or B above, Applicant elects to set-aside at least 5 percent of the total Units for Persons with Special Needs. MFDL

Applications that are not layered with 2018 9% HTCs cannot elect to score points under this item. The Department will require an initial minimum twelve-month period during which Units must either be occupied by Persons with Special Needs or held vacant, unless the units are HOME

[ ] Applicant or Affiliate has attached behind this tab an explanation and documentation regarding the Applicant’s or Affiliate’s lack of Ownership interest or Control of any Existing Development that is included on the List of Qualified Existing Developments for Multifamily Programs; and the Development applying for funding has a disqualifying factor described below:

Mark any of the following factors that disqualify the development applying for funding from participating in the Section 811 PRA Program and provide documentation supporting the selection:

[ ] The Development is not proposing to use and previously did not use federal funding (such as HOME or CDBG funds), and the Development was originally constructed before 1978;

[ ] Development only has units available that have existing or proposed project-based rental or long-term operating assistance that will be in effect when the property is operating or within six months of receiving Section 811 PRA Program assistance;

[ ] Development only has units available that are restricted for persons with disabilities.

A Development having a preference for Persons with Disabilities or a use restriction for Special Needs Populations is not a disqualifying factor for purposes of this scoring item.

[ ] Development only has units with an existing or proposed 62 or more age restriction.

[ ] Development is not located in Austin-Round Rock MSA, Brownsville-Harlingen MSA, Corpus Christi MSA, Dallas-Fort Worth-Arlington MSA, El Paso MSA, Houston-The Woodlands-Sugar Land MSA, McAllen-Edinburg-Mission MSA, or San Antonio-New Braunfels MSA.

[ ] The Development is a new construction project and located in the mapped 500-year floodplain or in the 100-year floodplain according to FEMA’s most current Flood Insurance Rate Maps.

[ ] The Development is located in a coastal high hazard area (V Zone) or regulatory floodway.

[ ] Other disqualifying factor (please explain)

Points Claimed: _______
<table>
<thead>
<tr>
<th></th>
<th>Application includes documentation from the Texas Historical Commission that the property is currently a Certified Historic Structure or determining preliminary eligibility for status as a Certified Historic Structure.</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Development will be able to document receipt of historic tax credits by the time Forms 8609 are issued.</td>
</tr>
<tr>
<td></td>
<td>At least 75% of the residential units will be within the Certified Historic Structure.</td>
</tr>
<tr>
<td></td>
<td>Attached behind this tab are the THC letter and other documentation described above.</td>
</tr>
<tr>
<td></td>
<td>Application is eligible for five (5) points.</td>
</tr>
<tr>
<td>10.</td>
<td><strong>Right of First Refusal (Competitive HTC Applications only) [§11.9(e)(7)]</strong></td>
</tr>
<tr>
<td></td>
<td>Development Owner agrees to provide a Right of First Refusal to purchase the Development upon or following the end of the Compliance Period.</td>
</tr>
<tr>
<td>11.</td>
<td><strong>Funding Request Amount (Competitive HTC Applications only) [§11.9(e)(8)]</strong></td>
</tr>
<tr>
<td></td>
<td>Application reflects funding request for no more than 100% of the amount available in the subregion or set-aside as of 12/5/2017.</td>
</tr>
</tbody>
</table>
Section 811 PRA Certification

On behalf of the following person and entities, which are members and/or affiliates of the Applicant for St. Elizabeth Place, I, Thomas R. Cantwell, certify that none of the organizations or persons listed below have units that are eligible for participation in the Section 811 program.

- Cloudbreak Development II, LLC
- Randall A. Bishop
- Thomas R. "Tim" Cantwell
- Peter Postlmayr

All of the listed entities and persons have participated in one LIHTC funded development in Texas: Travis Street Plaza, Application #10266. This development is not listed on TDHCA’s inventory of eligible properties because it has project-based subsidy and is supportive housing. Therefore, none of these persons or entities can contribute units for Section 811 PRA Program Participation from an Existing Development of which they are an Affiliate.

Thomas R. Cantwell,
Guarantor for the Project, Authorized Signer

02/18/2018
Date
Please note: Fifth Ward Community Redevelopment Corporation does not own any multi-family units that are listed on TDHCA's list of approved projects. The 811 Certification follows.
Section 811 Project Rental Assistance Program “PRA” Certification

On behalf of the Applicant and all affiliates of the Applicant (“Applicant”), I (We) hereby certify that the Applicant is familiar with the provisions of HUD’s Section 811 Project Rental Assistance (“PRA”) program, enacted by Section 811 of the Cranston Gonzalez National Affordable Housing Act (Pub L. 111-374) and the Frank Melville Supportive Housing Investment Act of 2010, the Texas Department of Housing and Community Affairs (“TDHCA”) Rules as published in Title 10 of the Texas Administrative Code, HUD Handbook 4350.3 REV-1 (Occupancy Requirements of Multifamily Housing Programs), and the Section 811 Project Rental Assistance Program Cooperative Agreement, including the Rental Assistance Contract (“RAC”) and the Use Agreement. I (We) hereby certify that the Applicant will comply with future guidance regarding the Section 811 PRA Program provided by HUD and/or TDHCA, including Rules, FAQs, and program manuals.

I (We) hereby certify that Applicant will execute a Section 811 PRA Owner Participation Agreement, in a form to be provided by TDHCA, a TDHCA approved Existing Development, or if allowed by TDHCA, for an awarded Development included in this Application. Once an Owner Participation Agreement has been executed, I (We) hereby certify that I (We) understand that TDHCA will market the property under the Owner Participation Agreement to potential Section 811 PRA tenants at any time during the term of the Owner Participation Agreement, and I (We) hereby certify that I (We) will furnish to TDHCA, any requested materials, including pictures, to do such marketing. If requested by TDHCA, I (We) hereby certify that I (We) will execute a RAC and record the required Use Agreement in the county deed records.

I (We) hereby certify that I (We) will comply with all HUD regulations, court rulings, related administrative rules, and eligibility guidelines and restrictions during the application process and in the event of award, for the duration of the Section 811 Owner Participation Agreement or the Use Agreement, whichever has a longer term.

I (We) hereby make application to the TDHCA to participate in the Section 811 PRA Program. The undersigned hereby acknowledges that an award by the TDHCA does not warrant that the Existing Property or the Development is deemed qualified to participate in the Section 811 PRA Program. I (We) agree that the TDHCA or any of its directors, officers, employees, and agents will not be held responsible or liable for any representations made to the undersigned or its investors relating to the Section 811 PRA Program; therefore, I (We) assume the risk of all damages, losses, costs, expenses, and liabilities of any nature directly or indirectly, related thereto and agree to indemnify and save harmless the TDHCA and any of its officers, employees, and agents against any and all claims, suits, losses, damages, costs, and expenses of any kind and of any nature that the TDHCA may hereinafter suffer, incur, or pay arising out of or relating to the TDHCA’s acceptance, consideration, approval or disapproval of this request and the issuance or non-issuance of a RAC or 811 PRA funds herewith.

I (We) hereby acknowledge that this Application is subject to disclosure under Chapter 552, Texas Government Code, the Texas Public Information Act, unless a valid exception exists.

I (We) acknowledge all representations, undertakings, and commitments made by Applicant in the application process for a Development, whether with respect to eligibility criteria, selection criteria or otherwise, shall be deemed to be a condition to any Commitment or Contract for such
Development, the violation of which shall be cause for cancellation of such Commitment or Contract by the TDHCA and if concerning the ongoing features or operation of the Development, shall be enforceable by the TDHCA and the tenants of the Development, including enforcement by administrative penalties for failure to perform, in accordance with the LURA. The obligation to sign an Owner Participation Agreement is binding. I (We) must sign an Owner Participation Agreement if the Development receives an award and is requested to do so by the Department.

I (We) agree the TDHCA may, at its discretion, request additional information and/or documentation in its evaluation of this Application to garner required information relating to the qualification of the Development for the 811 Program. I (We) hereby assert that the information contained in this Application as required or deemed necessary by the materials governing the 811 PRA program are true and correct and that I (We) have undergone sufficient investigation to affirm the validity of the statements made.

Further, I (We) hereby assert that I (We) have read and understand all the information contained in the Application. By signing this document, I (We) affirm that all statements made in this government document are true and correct under penalty of Chapter 37 of the Texas Penal Code titled Perjury and Other Falsification and subject to criminal penalties as defined by the State of Texas. TEX. PENAL CODE ANN. §37.01 et seq. (Vernon 2011).

I (We) understand and agree that if false information is provided in this Application which has the effect of increasing the Applicant’s competitive advantage, the TDHCA will disqualify the Applicant and may hold the Applicant ineligible to apply for 811 PRA funds or seek other additional administrative penalties.

If, at any time, including after the signing a Section 811 PRA Program Owner Participation Agreement, it is discovered that I (We) provided false or misleading information to TDHCA, TDHCA may terminate the Applicant’s HUD RAC and/or the Section 811 PRA Program Owner Participation Agreement and recapture all Section 811 PRA funds expended.

I (We) hereby certify that I (We) will comply with applicable fair housing and civil rights requirements in 24 CFR §5.105(a), including, but not limited to, the Fair Housing Act; Title VI of the Civil Rights Act of 1964; Section 504 of the Rehabilitation Act of 1973; and Title II of the Americans with Disabilities Act. Further, I (We) certify that I (We) shall not, in the provision of services, or in any other manner, discriminate against any person on the basis of race, color, religion, sex, national origin, familial status, or disability. I (We) certify that I (We) will comply with HUD’s Equal Access to Housing in HUD Programs Regardless of Sexual Orientation or Gender Identity requirements. See 24 C.F.R. §§ 5.100, 5.105(a)(2), 5.403. I (We) hereby certify that I (We) understand that the Development must prominently display HUD’s Fair Housing Poster (HUD Form 928.1) in all offices in which rental activity takes place. This includes property management leasing offices located at their projects with Section 811 PRA units, and may include a designated place where information or other business regarding the Section 811 PRA program is conducted with potential tenants. I (We) will comply with any requirements of the Section 811 PRA Program that require changes to the Development’s tenant selection plans, house rules, marketing materials, or application.

I (We) have written below the name of the individual authorized to execute the TDHCA Owner Participation Agreement, the HUD RAC, the HUD Use Agreement, and any and all future commitments and contracts related to this Application. I (We) hereby certify that this individual has
I (We) certify that I (We) do not and will not knowingly employ an undocumented worker, where “undocumented worker” means an individual who, at the time of employment, is not lawfully admitted for permanent residence to the United States or authorized under law to be employed in that manner in the United States.

If, after receiving a public subsidy (including Section 811 PRA Program funds), I (We) are convicted of a violation under 8 U.S.C Section 1324a(f), I (We) shall repay the amount of the public subsidy with interest, at the rate and according to the other terms provided by an agreement under Tex. Government Code §2264.053, not later than the 120th day after the date TDHCA notifies the Applicant of the violation.

I (We) certify that I (We) am eligible to apply for funds or any other assistance from the TDHCA. I (We) certify that all audits are current at the time of application. I (We) certify that any Audit Certification Forms have been submitted to the TDHCA in a satisfactory format on or before the Application deadline for funds or other assistance pursuant to 10 TAC §1.3(b).

Property Condition Standards Certification

I (We) certify that I (We) will meet local and state housing code, ordinances, and zoning requirements, Texas Minimum Construction Standards, Uniform Physical Construction Standards and Inspection Requirements under 24 CFR Section 5 Subpart G, including any changes in the regulation and related directives and will comply with HUD’s Physical Condition Standards of Multifamily Properties of 24 CFR Part 200, Subpart P, including any changes in the regulation and related directives.

I (We) certify that a TDHCA approved Existing Development, or if allowed by TDHCA in writing, the Development referenced in this Application is in compliance and that during the term of the Section 811 Participation Agreement and/or RAC the Applicant will respond to all requests for deficiency resolution within the timeframes mandated by the Uniform Multifamily Rules at 10 TAC Chapter 10 or other requirements associated with the satisfactory provision of a unit as required by the 811 PRA program.

Federal Cross-Cutting Certifications

Lead Based Paint

I (We) certify that documentation of compliance with 24 CFR Part 35 (Lead Safe Housing Rule), including but not limited to the documentation reflected in the following clauses, will be maintained in project files. I (We) understand that standard forms are available in the Federal Register, as indicated by the sources noted below.

   Applicability Form 24 CFR §35.115 – A copy of a statement indicating that the property is covered by or exempt from the Lead Safe Housing Rule.
a. If the property is exempt, the file should include the reason for the exemption and no further documentation is required.

b. If the property is subject to the Rule, the file should include the appropriate documentation to indicate basic compliance, as listed below:

   i. Summary Paint Testing Report or Presumption Notice 24 CFR §35.930(a) – A copy of any report to indicate the presence of lead-based paint (LBP) for projects receiving up to $5,000 per unit in rehabilitation assistance. If no testing was performed, then LBP is presumed to be on all disturbed surfaces;

   ii. Notice of Evaluation 24 CFR §35.125(a) – A copy of a notice demonstrating that an evaluation summary was provided to residents following a lead-based paint inspection, risk assessment or paint testing;

   iii. Clearance Report 24 CFR §35.930(b)(3) – A report indicating a “clearance examination” was performed of the work-site upon completion; and

   iv. Notice of Hazard Reduction Completion 24 CFR §35.125(b) – Upon completion, a copy of a notice to show that a LBP remediation summary was provided to residents.

**Environmental**

I (We) understand that the environmental effects of each activity carried out with funds provided under this Application must be assessed in accordance with the provisions of the Section 811 PRA Cooperative Agreement, § PRA.215 and § PRA.216. Each activity must have an environmental review completed and support documentation prepared complying with HUD regulations. No Section 811 Owner Participation Agreement may be signed and no Section 811 PRA funds can be provided for a unit before the completion of the environmental review process and the provision of written clearance by TDHCA.

I (We) certify that I (We) have read and understand the requirements of the HUD Section 811 PRA Cooperative Agreement, § PRA.215 and § PRA.216.

**Displacement of Existing Tenants**

I (We) certify that the work to be performed in connection with the award of Section 811 PRA funds is subject to Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 (“URA”), as amended, and regulations at 49 CFR Part 24. Hence, I(We) commit to minimize the direct and indirect displacement of persons from their homes and assure full compliance with URA federal relocation assistance mandates including adherence to TDHCA established procedure relocation requirements.

**Davis Bacon**

I (We) certify that if Davis Bacon is applicable to this award, I (We) will fully comply with contract Federal labor law mandates and TDHCA established labor standards procedural requirements.
Energy and Water Conservation

I (We) certify to comply with Energy and Water Conservation standards and requirements as outlined in § PRA.214.

Procurement of Recovered Materials

I (We) certify to comply with the Procurement of Recovered Materials requirements as outlined in § PRA.219.

Housing Standards for Assisted Units

I (We) certify to comply with Housing Standards for Assisted Units as outlined in § PRA.307 for Section 811 PRA units and as outlined in 10 TAC Chapter 1 Subchapter B and Chapter 10 “Uniform Multifamily Rules.”

Eligibility and Threshold Certification

On behalf of the Applicant and all affiliates of the Applicant, I (We) hereby certify that the Applicant is familiar with the provisions and requirements of the Section 811 PRA Program for which I (We) am applying.

I (We) understand that housing units occupied by eligible tenants participating in the program must be affordable to Extremely Low-Income persons. I (We) understand that mixed income rental Developments may only apply PRA to units that meet 811 program affordability standards. I (We) understand that all Applications must adhere to the TDHCA’s Integrated Housing Rule at 10 TAC §1.15 and Exhibit 5 of the Section 811 PRA Cooperative Agreement § PRA.305. Additionally, I (We) certify that the units identified for 811 PRA assistance will be dispersed throughout the property and must not be segregated to one area of a building or Development.

I (We) certify to follow the requirements of § PRA.403 regarding the Selection and Admission of Eligible Tenants. In addition, I (We) understand that prior to receiving referrals for Section 811 tenants, I (We) must submit and receive approval by the TDHCA for the Development’s Tenant Selection Plan. I (We) understand that the Applicant or their designated property management staff will accept referrals of Section 811 applicants from the TDHCA and determine eligibility based on the TDHCA-approved Tenant Selection Plan. I (We) understand that upon the request of TDHCA or HUD, the Applicant must furnish copies of all applications to HUD and/or TDHCA.

I (We) understand that the Applicant or their designated property management staff will be responsible for:

1. obtaining and verifying information related to Social Security Numbers of Eligible Family members in accordance with 24 CFR Part 5, subpart B. Applicant or their designated property management staff shall refer to HUD Handbook 4350.3 REV-1, Chapters 3-3, B. and C., 3-9, and 3-11, and 3-31 for further guidance;

2. obtaining and verifying income through the use of Enterprise Income Verification (EIV), pursuant to 24 C.F.R. 5.233(a)(2). Applicant or their designated property management staff shall refer to HUD Handbook 4350.3 REV-1, Chapter 3-30 for further guidance;
(3) obtaining and verifying information related to income eligibility of Eligible Families in Assisted Units in accordance with 24 CFR Part 5, subpart F. Applicant or their designated property management staff shall refer to HUD Handbook 4350.3 REV-1, Chapter 3-30 for further guidance;

(4) preventing crime in the Assisted Units, including the denial of admission to persons engaged in criminal activity or has certain criminal histories, in accordance with 24 CFR Part 5, Subpart H. Applicant or its designated property management staff shall refer to HUD Handbook 4350.3 REV-1, Chapter 4-27, E. for further guidance.

(5) complying with protections for victims of domestic violence, dating violence, sexual assault, or stalking, pursuant to 24 CFR Part 5, Subpart L; and

(6) complying with all other applicable requirements, including but not limited to the RAC, Project Rental Assistance Program Guidelines, and any other HUD administrative requirements.

I (We) understand that the Section 811 tenants participation in supportive services is voluntary and cannot be required as a condition of admission or occupancy.

I (We) understand that if the Applicant or their designated property management staff determines that an applicant is ineligible on the basis of income or Household composition, or because of failure to meet the disclosure and verification requirements for Social Security Numbers (as provided by 24 CFR Part 5), or because of failure by an Section 811 applicant to sign and submit consent forms for the obtaining of wage and claim information from State Wage Information Collection Agencies, or that the Applicant or their designated property management staff is not selecting the Section 811 applicant for other reasons, the Applicant or their designated property management staff will promptly notify the Section 811 applicant in writing of the determination and its reasons, and that the applicant has the right to meet with the Applicant or their designated property management staff and has the right to request a reasonable accommodation. I (We) understand that the Section 811 applicant may also exercise other rights if the applicant believes that he or she is being discriminated against on the basis of race, color, national origin, religion, sex, disability or familial status. I (We) understand that records on Section 811 applicants and Section 811 tenants, which provide racial, ethnic, gender and place of previous residency data required by HUD, must be maintained and retained for three (3) years. I (We) shall refer to HUD Handbook 4350.3 REV-1, Chapter 4-9 for further guidance on rejecting Section 811 applicants and denial of rental assistance.

I (We) certify that no Section 811 PRA Program funds will be attached to units receiving any other form of federal or state housing operating assistance or units that have received any form of long-term operating housing subsidy within a six-month period prior to receiving PRA funds. I (We) additionally certify that 811 PRA subsidy funds will not be attached to any unit that is currently a 30% AMI rent and income restricted unit or any unit that is currently operating with an existing use restriction or contractual obligation to serve persons with disabilities or persons 62 and older.
I (We) understand that funding through the full, initial 20 year term of a RAC contract to provide 811 PRA assistance will be conditional based upon available appropriations during each 5 year renewal cycle and may be moved or dissolved by TDHCA at anytime. Additionally, I (We) understand that the total number of assisted units, and their number of bedrooms maybe adjusted at anytime by TDHCA for a maximum number of units committed in the Section 811 PRA Owner Participation Agreement.

Management Practices Certification

I (We) certify that the Applicant or their designated property management staff will immediately notify TDHCA of Section 811 PRA unit vacancies if requested by TDHCA. I (We) certify that, once a RAC is executed, that the available unit will be held vacant for an 811 PRA tenant referred by TDHCA, if a tenant has been referred to the property by TDHCA, for up to 60 days before the unit will be re-rented to a non-811 PRA applicant.

I (We) certify that the Applicant or their designated property management staff will comply with any current or future requirement for marketing or outreach of the units and I (We) certify that I (we) will follow all HUD Fair Housing and Equal Opportunity requirements.

I (We) certify that I (we) will furnish all required documentation, reports, and forms as necessary to assist TDHCA in entering necessary eligibility and income information in HUD systems as required; information requested for reporting on performance measures to HUD will be furnished within the timelines as specified by TDHCA.

I (We) certify that we understand that all Applicants who are States, Territories, Urban Counties, and Metropolitan cities shall be subject to the requirements of 24 CFR Part 85, and further that all Applicants who are Nonprofits shall be subject to the requirements of 24 CFR Part 84.

I (We) certify that the initial lease between the Development and any 811 PRA assisted tenant will be a minimum of one year; I (we) further certify that the HUD model lease form HUD-92236-PRA will be used as required by the Cooperative Agreement, Section XII. GRANTEE PROGRAM ADMINISTRATION.

In addition, I (We) certify that we understand that all lease addendums must be sent to TDHCA. TDHCA will consider lease addendums on a case by case basis and may decide to send to HUD for approval. Owners may only modify the lease terms with a tenant at the end of the initial term or a successive term by serving an appropriate notice to the tenant, together with the provision of a revised TDHCA approved agreement or addendum.

I (We) certify to follow requirements of § PRA.406. I (We) understand that prior to occupancy of a Section 811 unit, that an Eligible Section 811 Household must be given the opportunity to be present for the move-in unit inspection. I (we) understand that the inspection of the Section 811 Unit will be completed by both the Applicant or the designated Property Management staff and the Eligible Section 811 Household and both shall certify, on a form prescribed or approved by TDHCA that they have inspected the Section 811 Unit and have determined it to be Decent, Safe, and Sanitary condition in accordance with the criteria provided in the form. The Applicant or the designated Property Management staff shall keep a copy of this inspection and make part of the lease as an attachment to the lease. If the Eligible Section 811 Household waives the right to this
inspection, a form prescribed or approved by the TDHCA would be signed by the Eligible Household indicating they have waived this right.

In addition, I (We) certify that the Applicant or the designated Property Management staff shall perform unit inspections of the Section 811 Units on at least an annual basis to determine whether the appliances and equipment in the unit are functioning properly and to assess whether a component needs to be repaired or replaced. This will ensure that the Applicant is meeting its obligation to maintain the Assisted Units in Decent, Safe, and Sanitary condition.

In addition, I (We) understand that the TDHCA and/or HUD may ask, and must be permitted, to review the records related to the RAC at least annually to determine compliance. I (We) understand that HUD may independently inspect project operations and Section 811 Units at any time with reasonable notice prior to inspection; and Equal Opportunity reviews may be conducted by HUD at any time.

I (We) certify that the Applicant or the designated Property Management staff shall comply with the Overcrowded and Under Occupied Unit requirements set by TDHCA in the Participant Selection Plan TDHCA maintains for HUD (and which is available on the TDHCA website) and will ensure that Section 811 tenants are not over or under housed according to those requirements.

I (We) certify that the Applicant or the designated Property Management staff shall comply and participate with any dispute resolution processes as required by TDHCA.

I (We) certify, as referenced in § PRA.409, that the Applicant shall not impede the reasonable efforts of tenants of the Assisted Units to organize pursuant to 24 CFR Part 245, or any successor regulations of 24 CFR Part 245, or unreasonably withhold the use of any community room or other available space appropriate for meetings which is part of the mortgaged property when requested by: (i) a resident tenant organization in connection with the representational purposes of the organization; or (ii) tenants seeking to organize or to consider collectively any matter pertaining to the operation of the mortgaged property.

I (We) certify that the Development site referenced in this Application will take reasonable steps to ensure meaningful access to its programs and activities to Limited English Proficiency tenants. Additionally, I (We) certify that all communications provided to Eligible Applicants and Eligible Households at the Development referenced in this Application are provided in a manner that is effective for persons with hearing, visual, and other communications-related disabilities consistent with Section 504 of the Rehabilitation Act of 1973 and, as applicable, the Americans with Disabilities Act.

I (We) certify that Development staff will assist 811 PRA tenants with annual re-certification of income and program requirements as required by HUD; property staff are familiar with HUD income verification requirements and tenant re-certification policies as published in the HUD Handbook 4350.3 REV-1.

I (We) certify that Development staff has the capacity and agrees to participate in the Tenant Rental Assistance Certification System for Section 811 PRA tenants. I (We) certify that if TDHCA procures a third party for one or more duties of the 811 PRA program, the Development will respond and comply with that third party in all ways as required of their obligations to TDHCA.
I (We) certify that the Development will obtain and maintain any information technology systems required of the PRA Program will be utilized at the Development at no expense to the TDHCA.

I (We) certify that any updated screening, eligibility, lease addenda or fee criteria established for tenants of the identified Development in this Application will be provided to TDHCA 30 days prior to property implementation; additionally, upon request TDHCA will receive copies of tenant recertifications completed by property staff.

I (We) certify that TDHCA will receive upon request any notices advising of property or resident rental increases.

I (We) certify that a copy of the Development's property management plan, tenant selection criteria (or plan) and Affirmative Fair Housing Marketing plan will be provided to and discussed with onsite Development staff.

By:

Signature of Authorized Representative
Jessica Thompson

Printed Name
Authorized Signer

Title

2/28/2018

Date

The State of Texas

COUNTY OF

Before me, a notary public, on this day personally appeared Jessica Thompson, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared and certified that the statements therein contained are true and correct. GIVEN UNDER MY HAND AND SEAL OF OFFICE this 23 day of February, 2018.

(SEAL)

Notary Public Signature

ERIN D. JONES
My Notary ID # 129406773
Expires May 1, 2021
February 20, 2018

Sallie Burchett
Structure Development
702 San Antonio Street
Austin, TX 78701

Re: National Register and historic tax credit eligibility, St. Elizabeth’s Hospital, 4514 Lyons Ave, Houston, Harris County

Dear Ms. Burchett,

Thank you for your interest in the National Register of Historic Places (NRHP) and the historic tax credit programs administered by the Texas Historical Commission (THC). We understand that your client intends to pursue both the Federal Historic Rehabilitation Tax Credit and the Texas Historic Preservation Tax Credit for the rehabilitation of the above-referenced property.

We have received and reviewed your Part 1—Evaluation of Significance (federal application) and your Part A: Evaluation of Significance (state application). We have determined that St. Elizabeth’s Hospital appears to meet the National Register Criteria for Evaluation and will likely be listed in the NRHP if nominated according to the National Park Service procedures. Your Part 1 application has been similarly approved by the National Park Service.

The hospital complex is, therefore, eligible to participate in both the federal and state historic tax credit programs. Once architectural plans are in place, you must submit Part 2—Description of Rehabilitation and Part B: Description of Rehabilitation applications to the THC to ensure that the project will meet the Secretary of the Interior’s Standards for Rehabilitation and the requirements of the tax credit programs. As part of those requirements, you must also continue working with the THC’s National Register Coordinator to complete the historic designation process.

We look forward to further consultation about your project and thank you for your interest in the cultural heritage of Texas. If you have any questions or if we can be of further assistance, please contact Caroline Wright at 512/463-7687 or caroline.wright@thc.texas.gov.

Sincerely,

Caroline Wright
Tax Credit Project Reviewer
Division of Architecture
Texas Historic Preservation Tax Credit Application
Part A: Evaluation of Significance

Read instructions carefully before completing application. No certification will be made unless a completed, signed application form has been received. Type or print clearly in black ink. Signatures must be original. If additional space is needed, attach blank sheets.

State Project ID: THPTC-0278-17-091  □ State Only  □ State and Federal
Federal Project ID: THC-1398-17-043

Property Name: St. Elizabeth's Hospital
Property Address: 4514 Lyons Avenue  Houston  Harris  77020
Street  City  County  Zip Code

<table>
<thead>
<tr>
<th>Historic Designation</th>
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<tbody>
<tr>
<td>□ Individually listed on the National Register of Historic Places</td>
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<tr>
<td>□ Individually listed as a Recorded Texas Historic Landmark</td>
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<tr>
<td>□ Individually listed as a State Antiquities Landmark</td>
</tr>
<tr>
<td>□ Contributing resource in existing National Register District</td>
</tr>
<tr>
<td>□ Contributing resource in certified Local Historic District</td>
</tr>
<tr>
<td>Name of district:</td>
</tr>
<tr>
<td>□ This is a preliminary request for individual determination of eligibility for the National Register of Historic Places</td>
</tr>
<tr>
<td>□ This is a preliminary request for a property outside the Area or Period of Significance of an existing district</td>
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<table>
<thead>
<tr>
<th>Applicant</th>
<th>Project Contact</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name Kathy Flanagan-Payton</td>
<td>Name Anna Mod</td>
</tr>
<tr>
<td>Company 4514 Lyons LLC</td>
<td>Company SWCA Environmental Consultants</td>
</tr>
<tr>
<td>Address 4300 Lyons Ave., Suite 300</td>
<td>Address 10245 West Little York Road, Suite 600</td>
</tr>
<tr>
<td>City Houston  State TX  Zip 77020</td>
<td>City Houston  State TX  Zip 77040</td>
</tr>
<tr>
<td>Telephone (713) 674-0175  Email <a href="mailto:kpayton@fifthwardcrc.org">kpayton@fifthwardcrc.org</a></td>
<td>Telephone (281) 617-3217  Email <a href="mailto:amod@swca.com">amod@swca.com</a></td>
</tr>
</tbody>
</table>

THC Official Use Only
The Texas Historical Commission has reviewed Part A for the above-named property and has determined that the property:

□ is currently listed individually on the National Register, or as a State Antiquities Landmark or Recorded Texas Historic Landmark.
Date of listing: Name as listed (if different from above) ______________________________

□ contributes to the significance of the above-named district or National Register property and is a certified historic structure.

□ does not contribute to the significance of the above-named district or property.

Preliminary determinations of eligibility:

□ appears to meet the National Register Criteria for Evaluation or criteria for approval as a SAL or RTHL, and will likely be listed as such if nominated according to official procedures.

□ does not appear to meet the criteria for individual listing in the National Register or as a SAL or RTHL.

□ appears to contribute to the significance of a potential historic district, which will likely be listed if duly nominated.

□ appears to contribute to the significance of a registered historic district if the period or area of significance as currently documented in NPS/THC records is expanded.

□ does not appear to qualify as a certified historic structure.

□ cannot be evaluated because insufficient information has been provided.

[Witness Signature]

Texas Historical Commission Authorized Signature

Date 2-7-18
Texas Historic Preservation Tax Credit Application: Part A

Property Name: St. Elizabeth's Hospital

Description of Physical Appearance

Please see attached.

Construction date(s) 1947 Date(s) of alterations 1958, 1960, 1964, 1999 Source(s) of date(s) Sanborn, aerial photos, newspapers

No. buildings on site 2 (many additions) No. buildings contributing 1 Has building been moved? Y N Date

Statement of Significance

(add continuation sheets if necessary)

Note: this section is not required if the property is a Registered Texas Historic Landmark or State Antiquities Landmark and has no additional outbuildings or secondary resources.

Please see attached.

Photographs and Maps

Please submit photos (exterior and interior) and a map with your application. See instructions for details.

Applicant Agreement

I hereby swear or affirm, under penalty of perjury, that the information which has been provided in this application is, to the best of my knowledge, true, correct, and complete. I further swear or affirm that I am the owner or have the authority to act on behalf of the owner(s) of the above-described property (within the meaning of owner set forth in Title 13, section 13.1 of the Texas Administrative Code). If I am not the owner of this property, the owner(s) is/are aware of the action I am taking relative to this application, has no objection, and has signed below to affirm the same.

Kathy Flanagan-Payton
Applicant Name

5/11/2017
Date

Kathy Flanagan-Payton
Owner Name

5/11/2017
Date

☑ Continuation sheets attached
HISTORIC PRESERVATION CERTIFICATION APPLICATION
PART 1 – EVALUATION OF SIGNIFICANCE

1. Property Name St. Elizabeth's Hospital

   Street 4514 Lyons Avenue
   City Houston
   County Harris
   Zip 77020

2. Nature of request (check only one box)

   □ certification that the building contributes to the significance of the above-named historic district or National Register property for rehabilitation purposes.
   □ certification that the building contributes to the significance of the above-named historic district for a charitable contribution for conservation purposes.
   X preliminary determination for individual listing in the National Register.
   □ preliminary determination that a building located within a potential historic district contributes to the significance of the district.
   □ preliminary determination that a building outside the period or area of significance contributes to the significance of the district.

3. Project Contact (If different from applicant)

   Name Anna Mod
   Company SWCA Environmental Consultants
   Street 10245 W. Little York
   City Houston
   State TX
   Zip 77040-2937 Telephone (281) 617-3217 Email Address amod@swca.com

4. Applicant

   I hereby attest that the information I have provided is, to the best of my knowledge, correct. I further attest that (check one or both boxes, as applicable) (1) X I am the owner of the above-described property within the meaning of "owner" set forth in 36 CFR § 67.2 (2011), and/or (2) □ If I am not the fee simple owner of the above-described property, the fee simple owner is aware of the action I am taking relative to this application and has no objection, as noted in a written statement from the owner, a copy of which (i) either is attached to this application form and incorporated herein, or has been previously submitted, and (ii) meets the requirements of 36 CFR § 67.3(a)(1) (2011). For purposes of this attestation, the singular shall include the plural wherever appropriate. I understand that knowing and willful falsification of factual representations in this application may subject me to fines and imprisonment under 18 U.S.C. § 1001, which, under certain circumstances, provides for imprisonment of up to 5 years.

   Name Kathy Payton
   Applicant Entity 4514 Lyons LLC
   Street 4300 Lyons Avenue, Suite 300
   City Houston
   State TX
   Zip 77020-2569 Telephone (713) 674-0175 Email Address kpayton@fifthwardcrc.org

NPS Official Use Only

The National Park Service has reviewed the Historic Preservation Certification Application – Part 1 for the above-named property and has determined that the property:

□ contributes to the significance of the above-named district or National Register property and is a “certified historic structure” for rehabilitation purposes.
□ contributes to the significance of the above-named district and is a “certified historic structure” for a charitable contribution for conservation purposes.
□ does not contribute to the significance of the above-named district.

Preliminary Determinations:

X appears to meet the National Register Criteria for Evaluation and will likely be listed in the National Register of Historic Places if nominated by the State Historic Preservation Officer according to the procedures set forth in 36 CFR Part 60.
□ does not appear to meet the National Register Criteria for Evaluation and will likely not be listed in the National Register.
□ appears to contribute to the significance of a potential historic district, which will likely be listed in the National Register of Historic Places if nominated by the State Historic Preservation Officer.
□ appears to contribute to the significance of a registered historic district if the period or area of significance as documented in the National Register nomination or district documentation on file with the NPS is expanded by the State Historic Preservation Officer.
□ does not appear to qualify as a certified historic structure.

Date 11-19-16

NPS comments attached
UNIVERS STATES DEPARTMENT OF THE INTERIOR
NATIONAL PARK SERVICE

COMMENTS SHEET
Historic Preservation Certification Application

Property name: St. Elizabeth’s Hospital  Project Number: 36278
Property address: 4514 Lyons Ave., Houston Texas

These comments respond to the Historic Preservation Certification Application --
X☐ Part 1 ☐ Part 2 ☐ Request for Certification of Completed Work.

The National Park Service (NPS) has reviewed the Historic Preservation Certification Application -- Part 1 for the property cited above, and has determined that the property appears to meet the National Register Criteria for Evaluation and will likely be listed in the National Register of Historic Places if nominated by the State Historic Preservation Officer.

Because the property contains more than one building, and those buildings were functionally related historically to serve an overall purpose, program regulations require NPS to determine which of the buildings contribute to the significance of the historic property, and therefore will be "certified historic structures" when the property is listed. Based on the documentation presented, the following buildings appear to contribute to the significance of the property:

The period of significance is 1947-1967
Criteria A, Ethic Heritage Black and Health/Medicine

Contributing buildings
Original plan Hospital, 1947, Contributing
Chapel, 1949, non-contributing
West Wing, contributing addition, 1958
East Wing, contributing addition, 1960
Pump House, 1960, contributing
Convent/dormitory 1964, contributing
Rear addition, non-contributing, 1989

This determination is preliminary only. These buildings will become "certified historic structures" only when the property is listed in the National Register of Historic Places.

The same regulations also require NPS to review the rehabilitation work under your ownership as a single overall project, and to issue rehabilitation certification on the merits of the overall project rather than for each structure. Consequently, the submitted Part 2 of the application, the Description of Rehabilitation Work, must describe all proposed work on the property, although the 20% investment tax credit is based only on costs for the rehabilitation of "certified historic structures"

The National Park Service has reviewed and approved the submitted application noted above. These comments must be addressed in future submissions related to this project.

01/19/2018
National Park Service Signature

202/354/2236
Telephone Number
20

Existing Development Information

NOT APPLICABLE
Occupied Developments

NOT APPLICABLE
Architectural Drawings
Elevations for each side of each building type and must include:

- a percentage estimate of the exterior composition of each elevation
- roof pitch

Photos of building elevations (Rehab and Adaptive Reuse not altering the unit configuration)
25 new units with 5 being FH covered dwelling units. Site as whole has 62 + 23 + 5 = 90 covered dwelling units - bps
**FLOOD PLAIN INFO**
The site is not located within the 100 year flood plain. No mitigation measures are necessary.

**EASEMENTS**
There are no known easements.

**SITE PLAN**
Scale: 1" = 50'

**ST. ELIZABETH PLACE | SITE PLAN**
Houston, Texas | 2/19/18 | Greater 5th Ward | #1701

**NEW BUILDING**
- 1 Bedroom: 10 units x 1.33 spaces/unit = 13.3 → 13 spaces
- 2 Bedroom: 15 units x 1.66 spaces/unit = 24.9 → 25 spaces
- Total spaces required: 38

**TOTAL SPACES REQUIRED FOR SITE:** 106 REQUIRED

**PROGRAM: OVERALL**
- QTY. SF.
- Site: 2.634 AC - 114,730 SF
- Total dwelling units: 110, 41.8 DU/AC
- Studio: 29, 26.4%
- One bedroom: 57, 51.8%
- Two bedroom: 24, 21.8%

**PROGRAM: RESIDENTIAL BUILDING "EXISTING"**
- Historic Hospital and Convent
- QTY. SF.
- Stories: 4
- Total dwelling units: 85
- Studio: 29, 34.1%
- One bedroom: 47, 55.3%
- Two bedroom: 9, 10.6%

**PROGRAM: RESIDENTIAL BUILDING "NEW"**
- New Building
- QTY. SF.
- Stories: 3
- Total dwelling units: 25
- One bedroom: 10, 40.0%
- Two bedroom: 15, 60.0%

**PARKING - LOCAL REQUIREMENTS**
- Historic Building
  - Studio: 29 units x 1.25 spaces/unit = 36.25 → 36 spaces
  - 1 Bedroom: 47 units x 1.33 spaces/unit = 62.51 → 63 spaces
  - 2 Bedroom: 9 units x 1.66 spaces/unit = 14.94 → 15 spaces
  - Total spaces required: 114
- City of Houston Historic Building Parking Reduction = 40%
- Spaces required (after parking reduction): 68.4 → 68 spaces

**PARKING - PROVIDED**
- Total off-street: 112 spaces
- Total accessible: 8 spaces
- Of the 8 accessible spaces, 4 are van spaces.

**LEGEND**
- **ACCESSIBLE ROUTE**
- **EASEMENTS**
- **UNDERGROUND STORMWATER DETENTION**
- **NEW BUILDING**
  - 1 Bedroom: 10 units x 1.33 spaces/unit = 13.3 → 13 spaces
  - 2 Bedroom: 15 units x 1.66 spaces/unit = 24.9 → 25 spaces
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- Total accessible spaces: 8
March 26, 2018

Mr. Ben Sheppard  
Specialist, Multifamily Finance  
Texas Department of Housing and Community Affairs  
221 East 11th Street  
Austin, TX 78701  

Via: ben.sheppard@tdhca.state.tx.us  

Re: St. Elizabeth Place, Houston, Application #18020  

Dear Mr. Sheppard:

Please see the following responses and associated attachments regarding the deficiency for HTC application 18020 St. Elizabeth Place, dated March 23, 2018. The attachment includes missing documentation and evidence where applicable, and is searchable using the attachment’s bookmarks.

1. Appraisal letter of transmission references §10.303 instead of §10.304.

   Please see the corrected Appraisal Letter of Transmission in the attachment. The full Appraisal with a corrected letter has also been re-uploaded to the Serv-U account.

2. Specifications and Building/Unit Type Configuration (SBUTC) exhibit indicates 1BR for the 2BR 890 square foot unit.

   Please see the attached corrected Specifications and Building/Unit Type Configuration exhibit.

3. Submit most recent financial statements of the nonprofit to show the segregated book value of the subject property. They do not have to be certified.

   Please find the 4514 Lyons LLC balance sheet attached as of Year End 2017. 4514 Lyons LLC is a SPE that is wholly owned by FWCRC.

4. Feasibility Study says detention is required. Please explain where this is shown in the site plan or revise the plan or report.

   Detention is required, it will be underground. The site plan shows the proposed location and is included again here for your convenience.

5. Please state whether or not any parking spaces will be dedicated to (reserved by signs) the office or amenities.

   There will be eighteen (18) leasing area lot parking spaces, two (2) of which will be accessible. They will be reserved by signs.
ST. ELIZABETH PLACE | NEW BUILDING 1ST AND 2ND FLOOR PLAN

HOUSTON, TEXAS | 2/19/18 | GREATER 5TH WARD | # 1701

SECOND FLOOR PLAN

SCALE: 1" = 20'

25 new units with 5 being FH covered dwelling units. Site as whole has 62 + 23 + 5 = 90 covered dwelling units - bps

1ST FLOOR PLAN

SCALE: 1" = 20'

Util

Bicycle Parking

Covered Parking (14)

13 12 11 10 9 8 7 6 5 4 3 2 1

Util

Elec

2 BR - AV

2 BR

1 BR

2 BR

1 BR

2 BR

2 BR

1 BR

1 BR

1 BR

1 BR

1 BR

1 BR

1 BR

1 BR
25 new units with 5 being FH covered dwelling units. Site as whole has 62 + 23 + 5 = 90 covered dwelling units - bps
SECOND FLOOR PLAN

SCALE: 1" = 20'

ST. ELIZABETH PLACE | HOSPITAL 2ND FLOOR PLAN

HOUSTON, TEXAS | 2/19/18 | GREATER 5TH WARD | # 1701
**ST. ELIZABETH PLACE**

**ELEVATIONS - NEW BUILDING**

HOUSTON, TEXAS | 2/19/18 | GREATER 5TH WARD | # 1701

**SOUTH ELEVATION**

**SCALE: 1" = 20'**

**EXTERIOR MATERIALS**

- 21% BRICK
- 21% CORRUGATED METAL
- 14% METAL SIDING
- 24% STUCCO
- 100% TOTAL

**WEST ELEVATION**

**SCALE: 1" = 20'**

**EXTERIOR MATERIALS**

- 54% BRICK
- 20% CORRUGATED METAL
- 26% STUCCO
- 100% TOTAL

**NORTH ELEVATION**

**SCALE: 1" = 20'**

**EXTERIOR MATERIALS**

- 4% BRICK
- 8% CORRUGATED METAL
- 8% METAL SIDING
- 80% STUCCO
- 100% TOTAL

**EAST ELEVATION**

**SCALE: 1" = 20'**

**EXTERIOR MATERIALS**

- 42% BRICK
- 17% CORRUGATED METAL
- 3% METAL SIDING
- 38% STUCCO
- 100% TOTAL

**ROOF PITCH**

ROOF BEYOND THE PARAPET SLOPES AT 1/4" PER FOOT.
ST. ELIZABETH PLACE | ELEVATIONS - HOSPITAL BUILDING

HOUSTON, TEXAS | 2/19/18 | GREATER 5TH WARD | #1701

ROOF PITCH
EXISTING ROOF BEYOND THE PARAPET IS FLAT (WITH MINIMUM SLOPE FOR DRAINAGE.)

±0”
1st FLOOR

+10'-6"
2nd FLOOR

+22'-3"
3rd FLOOR

+33'-11"
4th FLOOR

+45'-6"
ROOF

HISTORIC SOUTH ELEVATION
SCALE: 1” = 20’

HISTORIC WEST ELEVATION
SCALE: 1” = 20’

HISTORIC INTERIOR WEST ELEVATION
SCALE: 1” = 20’

EXTERIOR MATERIALS
1% ASHLAR (TEXAS LIMESTONE)
64% BRICK
2% METAL SIDING
= 100% TOTAL

EXTERIOR MATERIALS
1% ASHLAR (TEXAS LIMESTONE)
94% BRICK
5% METAL SIDING
= 100% TOTAL

EXTERIOR MATERIALS
100% BRICK
= 100% TOTAL

HISTORIC MATERIALS
34% ASHLAR (TEXAS LIMESTONE)
64% BRICK
2% METAL SIDING
= 100% TOTAL
ST. ELIZABETH PLACE | EXISTING CONDITIONS - CONVENT BUILDING

HOUSTON, TEXAS | 2/19/18 | GREATER 5TH WARD | # 1701
ST. ELIZABETH PLACE  |  ELEVATIONS - CONVENT  
HOUSTON, TEXAS  |  2/19/18  |  GREATER 5TH WARD  |  # 1701

**CONVENT NORTH ELEVATION**

- **Existing Roof:** Beyond the parapet is flat (with minimum slope for drainage.)
- **Exterior Materials:**
  - 13% Ashlar (Texas Limestone)
  - 87% Brick
  - 100% Total

**CONVENT WEST ELEVATION**

- **Existing Roof:** Beyond the parapet is flat (with minimum slope for drainage.)
- **Exterior Materials:**
  - 18% Ashlar (Texas Limestone)
  - 82% Brick
  - 100% Total

**CONVENT SOUTH ELEVATION**

- **Existing Roof:** Beyond the parapet is flat (with minimum slope for drainage.)
- **Exterior Materials:**
  - 39% Ashlar (Texas Limestone)
  - 55% Brick
  - 6% Decorative Screen Block
  - 100% Total

**CONVENT EAST ELEVATION**

- **Existing Roof:** Beyond the parapet is flat (with minimum slope for drainage.)
- **Exterior Materials:**
  - 4% Ashlar (Texas Limestone)
  - 96% Brick
  - 100% Total

**ROOF PITCH**

- 1st Floor: ±0"
- 2nd Floor: +10'-6"
- 3rd Floor: +22'-3"
- 4th Floor: +33'-11"
- Roof: +45'-6"

**SCALE:** 1" = 20'

**EXISTING ROOF:** BEYOND THE PARAPET IS FLAT (WITH MINIMUM SLOPE FOR DRAINAGE.)
ACCESSIBLE UNIT PLANS DO NOT DIFFER FROM STANDARD UNIT PLANS, PER APPLICATION Specifications and Building/Unit Type Exhibit - BPS

ST. ELIZABETH PLACE | TYPICAL UNIT PLANS - NEW BUILDING
HOUSTON, TEXAS | 3/26/18 | GREATER 5TH WARD | # 1701

TYPICAL 1 BR
SCALE: 1/8" = 1'-0"
1 BR
204
650 sq ft

TYPICAL 2 BR
SCALE: 1/8" = 1'-0"
2 BR
209
890 sq ft
ACCESSIBLE UNIT PLANS DO NOT DIFFER FROM STANDARD UNIT PLANS, PER APPLICATION Specifications and Building/Unit Type Exhibit - BPS
ACCESSIBLE UNIT PLANS DO NOT DIFFER FROM STANDARD UNIT PLANS, PER APPLICATION Specifications and Building/Unit Type Exhibit - BPS
Specifications and Building/Unit Type Configuration
## Specifications and Building/Unit Type Configuration

Unit types should be entered from smallest to largest based on "# of Bedrooms" and "Sq. Ft. Per Unit." "Unit Label" should correspond to the unit label or name used on the unit floor plan. "Building Label" should conform to the building label or name on the building floor plan. The total number of units per unit type and totals for "Total # of Units" and "Total Sq. Ft. for Unit Type" should match the rent schedule and site plan. If additional building types are needed, they are available by un-hiding columns Q through AA, and rows 51 through 79.

### Development will have:
- Fire Sprinklers
- Elevators (3)
- # of Elevators: 2,500
- Wt. Capacity: 2500

### Number of Parking Spaces (consistent with Architectural Drawings):
- Shed or Flat Roof Carport Spaces: 14
- Detached Garage Spaces: 100
- Attached Garage Spaces: 98
- Uncovered Spaces: 14
- Structured Parking Garage Spaces: 25

### Floor Composition/Wall Height:
- % Carpet/Vinyl/Resilient Flooring: 4
- Ceiling Height: 11
- % Ceramic Tile: 4
- Upper Floor(s) Ceiling Height (Townhome Only): 11
- % Other: 4
- Describes: Ceilings range from 8’11” to 10’1.75” in historic blgs

### Building Configuration

<table>
<thead>
<tr>
<th>Building Configuration</th>
<th>Single Family Construction</th>
<th>SRO</th>
<th>Transitional (per §42)(l)(3)(B)</th>
<th>Duplex</th>
<th>Scattered Site</th>
<th>Fourplex</th>
<th>X &gt; 4 Units Per Building</th>
<th>Townhome</th>
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</thead>
<tbody>
<tr>
<td>Development will have:</td>
<td>X</td>
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### Number of Stories

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<th>Unit Type</th>
<th>Building Label</th>
<th>Historic Hospital</th>
<th>Historic Convent</th>
<th>New Building</th>
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### Total Sq Ft for Unit Type

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<th># of Bathrooms</th>
<th>Sq. Ft. Per Unit</th>
<th>Number of Buildings</th>
<th>Total Sq Ft for Unit Type</th>
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<tr>
<td>H-1BR</td>
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<td>9,724</td>
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<tr>
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<td>650</td>
<td>37</td>
<td>24,050</td>
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<tr>
<td>C-1BR</td>
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<td>696</td>
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<td>906</td>
<td>1</td>
<td>906</td>
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<tr>
<td>H-2BR</td>
<td>2</td>
<td>951</td>
<td>8</td>
<td>7,608</td>
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### Totals

<table>
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<th>Unit Type</th>
<th>Number of Buildings</th>
<th>Total # of Units</th>
<th>Total Sq Ft for Unit Type</th>
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<tbody>
<tr>
<td></td>
<td>62</td>
<td>23</td>
<td>25</td>
</tr>
</tbody>
</table>

### Supportive Housing Applicants Only

<table>
<thead>
<tr>
<th>Supportive Housing Applicants Only</th>
</tr>
</thead>
<tbody>
<tr>
<td>Enter the total development common area from the architect’s plans:</td>
</tr>
<tr>
<td>Ensure that this number matches your architectural drawings.</td>
</tr>
<tr>
<td>The additional square footage allowed for Supportive Housing per 11.9(e)(2) is:</td>
</tr>
<tr>
<td>The lesser of these two numbers added to NRA:</td>
</tr>
<tr>
<td>Use this number to figure points under 11.9(e)(2)</td>
</tr>
</tbody>
</table>

### Net Rentable Square Footage from Rent Schedule

<table>
<thead>
<tr>
<th>Net Rentable Square Footage from Rent Schedule</th>
</tr>
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<tbody>
<tr>
<td>75,746</td>
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</tbody>
</table>

85 units in the Adaptive Reuse buildings is 77% - bps
All units in historic buildings are CDU. 5 units in new building are CDU. Total CDU therefore equal 90 units. - bps

Please note: Accessible units (HC and AV) are marked on floor plans but do not differ in size or layout from typical units
### Specifications and Building/Unit Type Configuration

Unit types should be entered from smallest to largest based on "# of Bedrooms" and "Sq. Ft. Per Unit." "Unit Label" should correspond to the unit label or name used on the unit floor plan. "Building Label" should conform to the building label or name on the building floor plan. The total number of units per unit type and totals for "Total # of Units" and "Total Sq Ft for Unit Type" should match the rent schedule and site plan. If additional building types are needed, they are available by unhiding columns Q through AA, and rows 51 through 79.

#### Building Configuration (Check all that apply):
- Single Family Construction
- SRO Transitional (per §421((3)(B))
- Duplex
- Scattered Site
- Fourplex
- X > 4 Units Per Building
- Townhome

#### Development will have:
- X Fire Sprinklers
- X # of Elevators
- 3 Wt. Capacity

#### Number of Parking Spaces (consistent with Architectural Drawings):
- Free Paid
- Shed or Flat Roof Carport Spaces
- Attached Garage Spaces
- Uncovered Spaces
- Structured Parking Garage Spaces

#### Floor Composition/Wall Height:
- 100% Carpet/Vinyl/Resilient Flooring
- Varies Ceiling Height
- % Ceramic Tile
- % Other
  - Describe: Ceilings range from #11" to 10' 1.75" in historic b

### Unit Type Configuration Table

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<tr>
<th>Unit Type</th>
<th>Number of Stories</th>
<th>Historic Hospital</th>
<th>Historic Convent</th>
<th>New Building</th>
<th>Total # of Residential Buildings</th>
<th>Building Label</th>
<th>Number of Buildings</th>
<th>Total # of Units</th>
<th>Total Sq Ft for Unit Type</th>
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Please note: Accessible units (HC and AV) are marked on floor plans but do not differ in size or layout from typical units.

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Ensure that this number matches your architectural drawings.

The additional square footage allowed for Supportive Housing per 11.9(e)(2) is:

The lesser of these two numbers added to NRA:

Use this number to figure points under 11.9(e)(2)

If a revised form is submitted, date of submission:
Accessible Mobility Units Calculation
Accessible Mobility Units Calculation

Include this worksheet in the Application (or a signed and certified worksheet provided by your accessibility professional that shows the calculations).

To the maximum extent feasible and subject to reasonable health and safety requirements, accessible units must be:

(1) Distributed throughout the Unit types AND the Development; and

(2) Made available in a sufficient range of sizes and amenities so that the choice of living arrangements of qualified persons with Disabilities is, as a whole, comparable to that of other persons eligible for housing assistance under the same program.

Multifamily Housing Developments covered by 10 TAC 10.101(b)(8)(A) must have a minimum of 5% of all units in the development set aside for the mobility impaired and an additional 2% must be set aside for the hearing and/or visually impaired.

<table>
<thead>
<tr>
<th>Mobility</th>
<th>Total Units</th>
<th>Required %</th>
<th>Calculated Units</th>
<th>Units Required</th>
<th>Units Proposed</th>
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<td>Historic Studio</td>
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<td>5%</td>
<td>1.45</td>
<td>1.45</td>
<td>2</td>
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<tr>
<td>Historic 1 BD</td>
<td>47</td>
<td>5%</td>
<td>2.35</td>
<td>2.35</td>
<td>1</td>
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<tr>
<td>Historic 2 BD</td>
<td>9</td>
<td>5%</td>
<td>0.45</td>
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<tr>
<td>New 1 BD</td>
<td>10</td>
<td>5%</td>
<td>0.5</td>
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<tr>
<td>New 2 BD</td>
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</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>110</strong></td>
<td><strong>5%</strong></td>
<td><strong>5.5</strong></td>
<td><strong>6</strong></td>
<td><strong>6</strong></td>
</tr>
</tbody>
</table>

*NOTE: If total is more than what is required, Applicant will select which Unit(s) not to include Under "Units Proposed"*

EXAMPLE:

<table>
<thead>
<tr>
<th>Unit Description</th>
<th>Total Units</th>
<th>Required %</th>
<th>Calculated Units</th>
<th>Units Required</th>
<th>Units Proposed</th>
</tr>
</thead>
<tbody>
<tr>
<td>1/1 (874 sqft &amp; 806 sq)</td>
<td>28</td>
<td>5%</td>
<td>1.4</td>
<td>1.4</td>
<td>1</td>
</tr>
<tr>
<td>2/2 (950 sq ft &amp; 1006)</td>
<td>36</td>
<td>5%</td>
<td>1.8</td>
<td>1.8</td>
<td>2</td>
</tr>
<tr>
<td>3/2 (1120 sq ft &amp; 119)</td>
<td>4</td>
<td>5%</td>
<td>0.2</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>68</strong></td>
<td><strong>5%</strong></td>
<td><strong>3.4</strong></td>
<td><strong>4</strong></td>
<td><strong>4</strong></td>
</tr>
</tbody>
</table>

*NOTE: Required is 4, but calculation yields 4.2. Applicant selected which to round down Under "Units Proposed"*

By signing below, I (WE) certify that the information above meets the requirements in Section 504 of the Rehabilitation Act of 1973 and implemented at 24 C.F.R. Part 8 as described in 10 TAC Chapter 1, Subchapter B. At least five percent (5%) of all dwelling units will be designed and built to be accessible for persons with mobility impairments.

By:  
Signature: [Signature]  
Date: 2/19/18

Printed Name: [Printed Name]  
Firm Name (If applicable): [Firm Name]
Sure. For context, we are providing eight (8) total accessible parking spaces across the entire development. Six (6) of these spaces are required for residents based on the amount of mobility-accessible units. The remaining two (2) accessible parking spaces, which are located in the front parking lot, are for office use.

Please let me know if I can answer any other questions. Thank you!

Best,
Isabelle Atkinson

On Wed, Mar 28, 2018 at 10:41 AM, Ben Sheppard <ben.sheppard@tdhca.state.tx.us> wrote:

Because you asked, please tell me how many of the accessible parking spaces in front of the office/amenity portion of the front building are reserved to office/amenity use instead of use by the dwelling units.

Thanks,

Ben Sheppard
Specialist, Multifamily Finance
Texas Department of Housing and Community Affairs
Ph. 512.475.2122

Any person receiving guidance from TDHCA staff should be mindful that, as set forth in 10 TAC Section 11.1(b) there are important limitations and caveats (Also see 10 TAC §10.2(b)).
Accessible Hearing/Visual Units Calculation
# Accessible Hearing/Visual Units Calculation

Include this worksheet in the Application (or a signed and certified worksheet provided by your accessibility professional that shows the calculations).

To the maximum extent feasible and subject to reasonable health and safety requirements, accessible units must be:

1. Distributed throughout the Unit types AND the Development; and
2. Made available in a sufficient range of sizes and amenities so that the choice of living arrangements of qualified persons with Disabilities is, as a whole, comparable to that of other persons eligible for housing assistance under the same program.

Multifamily Housing Developments covered by 10 TAC 10.101(b)(8)(A) must have a minimum of 5% of all units in the development set aside for the mobility impaired and an additional 2% must be set aside for the hearing and/or visually impaired.

## Hearing/Visual

<table>
<thead>
<tr>
<th>Unit Description</th>
<th>Total Units</th>
<th>Required %</th>
<th>Calculated Units</th>
<th>Units Required ( Rounded)</th>
<th>Units Proposed</th>
</tr>
</thead>
<tbody>
<tr>
<td>Historic Studio</td>
<td>29</td>
<td>2%</td>
<td>0.58</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>Historic 1 BD</td>
<td>47</td>
<td>2%</td>
<td>0.94</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>Historic 2 BD</td>
<td>9</td>
<td>2%</td>
<td>0.18</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>New 1 BD</td>
<td>10</td>
<td>2%</td>
<td>0.2</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>New 2 BD</td>
<td>15</td>
<td>2%</td>
<td>0.3</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>110</td>
<td></td>
<td><strong>2.2</strong></td>
<td><strong>3</strong></td>
<td><strong>3</strong></td>
</tr>
</tbody>
</table>

*NOTE: If total is more than what is required, Applicant will select which to include under "Units Proposed"*

## EXAMPLE

<table>
<thead>
<tr>
<th>Unit Description</th>
<th>Total Units</th>
<th>Required %</th>
<th>Calculated Units</th>
<th>Units Required ( Rounded)</th>
<th>Units Proposed</th>
</tr>
</thead>
<tbody>
<tr>
<td>1/1</td>
<td>28</td>
<td>2%</td>
<td>0.56</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>2/2</td>
<td>36</td>
<td>2%</td>
<td>0.72</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>3/3</td>
<td>4</td>
<td>2%</td>
<td>0.08</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>D</td>
<td></td>
<td>2%</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>E</td>
<td></td>
<td>2%</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td>68</td>
<td></td>
<td><strong>1.36</strong></td>
<td><strong>3</strong></td>
<td><strong>3</strong></td>
</tr>
</tbody>
</table>

*NOTE: Required is 2, but calculation yields 3. Applicant selected which Unit(s) to include under "Units Proposed"*

By signing below, I (WE) certify that the information above meets the requirements in Section 504 of the Rehabilitation Act of 1973 and implemented at 24 C.F.R. Part 8 as described in 10 TAC Chapter 1, Subchapter B. At least two percent (2%) of all dwelling units will be designed and built to be accessible for persons with hearing and/or visual impairment.

By:  
Tim Van Meter  
Printed Name  
February 20, 2018  
Date  
Van Meter Williams Pollack  
Firm Name (If applicable)
Accessible Parking Calculation
Accessible Parking Calculation

Include this worksheet in the Application (or a signed and certified worksheet provided by your accessibility professional that shows the calculations).

Parking requirements based on:

There must be one accessible space per accessible Unit located on the closest route to the Unit (ADA).

When parking is provided for leasing office and amenities, use ADA Table 208.2 to calculate.

When calculating additional spaces needed, use whichever yields the larger number of spaces.

If you have different kinds of parking, e.g. lot, carport, and garages, each has to meet the standards individually.

If there is a separate amenity (e.g. a pavilion in the back corner of property) that provides non-accessible spaces, at least one space would need to be an accessible space.

Use this chart to indicate number of parking spaces provided.

Enter the total number of parking spaces

Enter the parking type and the number of spaces in each, starting with the surface lot (*see the example)

Make sure the totals match!

<table>
<thead>
<tr>
<th>Total # of Spaces:</th>
<th>112</th>
<th>Percentage of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Surface lot - Resident</td>
<td>71</td>
<td>0.633928571</td>
</tr>
<tr>
<td>Tuck under - Resident</td>
<td>14</td>
<td>0.125</td>
</tr>
<tr>
<td>South Surface Lot</td>
<td>9</td>
<td>0.080357143</td>
</tr>
<tr>
<td>Leasing Area Lot</td>
<td>18</td>
<td>0.160714286</td>
</tr>
<tr>
<td>Total</td>
<td>112</td>
<td>100</td>
</tr>
</tbody>
</table>

Use this chart to figure out accessible parking requirements.

Chart above must be completed first

In C32, enter the total number of accessible spaces required

(see Application Webinar, Part 3, from 0:00 - 14:20, or webinar slides starting at slide 136)

In D33, enter the number of units required per accessible Unit in the surface lot

In column F, distribute required van spaces among the different parking facilities

<table>
<thead>
<tr>
<th># Accessible Spaces:</th>
<th>8</th>
<th>Distribution</th>
<th>Van Spaces</th>
</tr>
</thead>
<tbody>
<tr>
<td>Surface lot - Residents</td>
<td>5.07142857</td>
<td>3</td>
<td>1</td>
</tr>
<tr>
<td>Tuck Under - Residents</td>
<td>1</td>
<td>2</td>
<td>1</td>
</tr>
<tr>
<td>South Surface Lot</td>
<td>0.64285714</td>
<td>1</td>
<td>1</td>
</tr>
<tr>
<td>Leasing Area Lot</td>
<td>1.28571429</td>
<td>2</td>
<td>1</td>
</tr>
<tr>
<td>Total</td>
<td>8</td>
<td>8</td>
<td>4</td>
</tr>
</tbody>
</table>

EXEMPLARY

<table>
<thead>
<tr>
<th># Accessible Spaces:</th>
<th>16</th>
<th>Distribution</th>
<th>Van Spaces</th>
</tr>
</thead>
<tbody>
<tr>
<td>Surface lot</td>
<td>10.66666667</td>
<td>10</td>
<td>1</td>
</tr>
<tr>
<td>Carports</td>
<td>3.55555556</td>
<td>4</td>
<td>1</td>
</tr>
<tr>
<td>Garages</td>
<td>1.77777778</td>
<td>2</td>
<td>1</td>
</tr>
<tr>
<td>Facility 4</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Facility 5</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>Total</td>
<td>16</td>
<td>16</td>
<td>3</td>
</tr>
</tbody>
</table>

Please note, the excel form is locked and will not allow the applicant to fill the "Tuck Under Parking" Spot with 2 Accessible spaces, which is how the parking is designed. We have hand-edited the PDF application to reflect this.

By signing below, I (WE) certify that the information above meets the requirements in the 2010 ADA Standards for Accessible Design Title III regulations at 28 CFR part 36, subpart D, and the 2004 ADA Accessibility Guidelines at 36 CFR part 1191, appendices B and D. There will be at least one accessible spot per accessible unit located on the closest route to the accessible unit. For every 6 or fraction of 6 accessible spaces required, at least one will be van accessible. Accessible spaces will be dispersed among the parking types provided.

By: [Signature]

Date: 2/9/18

Tim Van Meter
Printed Name

Van Meter Williams Pollack
Firm Name (If applicable)
Rent Schedule
### Rent Schedule

Unit types must be entered from smallest to largest based on "# of Bedrooms" and "Unit Size", then within the same "# of Bedrooms" and "Unit Size" from lowest to highest "Rent Collected/Unit".

#### Private Activity Bond Priority (For Tax-Exempt Bond Developments ONLY):

<table>
<thead>
<tr>
<th>Rent Designations (select from Drop down menu)</th>
</tr>
</thead>
<tbody>
<tr>
<td>HTC Units</td>
</tr>
<tr>
<td>-----------</td>
</tr>
<tr>
<td>TC 30%</td>
</tr>
<tr>
<td>TC 50%</td>
</tr>
<tr>
<td>TC 50%</td>
</tr>
<tr>
<td>TC 60%</td>
</tr>
<tr>
<td>MR</td>
</tr>
<tr>
<td>TC 30%</td>
</tr>
<tr>
<td>TC 50%</td>
</tr>
<tr>
<td>TC 50%</td>
</tr>
<tr>
<td>TC 60%</td>
</tr>
<tr>
<td>MR</td>
</tr>
<tr>
<td>TC 30%</td>
</tr>
<tr>
<td>TC 50%</td>
</tr>
<tr>
<td>TC 60%</td>
</tr>
<tr>
<td>TC 60%</td>
</tr>
<tr>
<td>TC 60%</td>
</tr>
<tr>
<td>MR</td>
</tr>
</tbody>
</table>

#### RENT LIMITS

<table>
<thead>
<tr>
<th>AMFI</th>
<th>0</th>
<th>1</th>
<th>2</th>
</tr>
</thead>
<tbody>
<tr>
<td>30</td>
<td>$375</td>
<td>$402</td>
<td>$483</td>
</tr>
<tr>
<td>40</td>
<td>$501</td>
<td>$536</td>
<td>$644</td>
</tr>
<tr>
<td>50</td>
<td>$626</td>
<td>$670</td>
<td>$785</td>
</tr>
<tr>
<td>60</td>
<td>$751</td>
<td>$804</td>
<td>$966</td>
</tr>
</tbody>
</table>

#### TOTAL

|                             | 110 | 75,746 | 75,629 |

- Non Rental Income: $20.00 per unit/month
- Late Fees/Pet Deposits: 2,200

= POTENTIAL GROSS MONTHLY INCOME

77,829

= EFFECTIVE GROSS MONTHLY INCOME

71,992

= EFFECTIVE GROSS ANNUAL INCOME

863,902

If a revised form is submitted, date of submission:
### Rent Schedule (Continued)

<table>
<thead>
<tr>
<th>HOUSING TAX CREDITS</th>
<th>% of LI</th>
<th>% of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>TC30%</td>
<td>10%</td>
<td>9%</td>
</tr>
<tr>
<td>TC40%</td>
<td>10</td>
<td></td>
</tr>
<tr>
<td>TC50%</td>
<td>41%</td>
<td>36%</td>
</tr>
<tr>
<td>TC60%</td>
<td>49%</td>
<td>44%</td>
</tr>
<tr>
<td>HTC LI Total</td>
<td>98</td>
<td></td>
</tr>
<tr>
<td>EO</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MR</td>
<td>12</td>
<td></td>
</tr>
<tr>
<td>MR Total</td>
<td>12</td>
<td></td>
</tr>
<tr>
<td>Total Units</td>
<td>110</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>MORTGAGE REVENUE BOND</th>
<th>% of LI</th>
<th>% of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>MRB30%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRB40%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRB50%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRB60%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRB LI Total</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRBMR</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRBMR Total</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MRB Total</td>
<td>0</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>NATIONAL HOUSING TRUST FUND</th>
<th>% of LI</th>
<th>% of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>HTF30%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>HTF40%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>HTF50%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>HTF60%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>HTF80%</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>HTF LI Total</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MR</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MR Total</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>HTF Total</td>
<td>0</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>DIRECT LOAN</th>
<th>% of LI</th>
<th>% of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Direct Loan LI Total</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>EO</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MR</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>MR Total</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>Direct Loan Total</td>
<td>0</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>OTHER</th>
<th>% of LI</th>
<th>% of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Total OT Units</td>
<td>0</td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>BEDROOMS</th>
<th>% of LI</th>
<th>% of Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>0</td>
<td>29</td>
<td></td>
</tr>
<tr>
<td>1</td>
<td>57</td>
<td></td>
</tr>
<tr>
<td>2</td>
<td>24</td>
<td></td>
</tr>
<tr>
<td>3</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>4</td>
<td>0</td>
<td></td>
</tr>
<tr>
<td>5</td>
<td>0</td>
<td></td>
</tr>
</tbody>
</table>

### Cost Summary

- **ACQUISITION + HARD** Cost Per Sq Ft: $157.53
- **HARD** Cost Per Sq Ft: $157.53
- **BUILDING** Cost Per Sq Ft: $141.27

**ACQUISITION + HARD**: Do not use this calculation to score points under 11.9(e)(2). At the end of the Development Cost Schedule, you will have the ability to adjust your eligible costs to qualify. Points will be entered there.
Utility Allowances
## Utility Allowances [§10.614](#)

Applicant must attach to this form as documentation to support the “Utility Allowance” estimate used in completing the Rent Schedule provided in the Application. Where the Applicant uses any method that requires Department review, such review must have been requested prior to submission of the Application. Please see 10 TAC §10.614. This exhibit must clearly indicate which utility costs are included in the estimate.

If tenants will be required to pay any other mandatory fees (e.g. renter's insurance) please provide an estimate, description and documentation of those as well.

<table>
<thead>
<tr>
<th>Utility</th>
<th>Who Pays</th>
<th>Energy Source</th>
<th>0BR</th>
<th>1BR</th>
<th>2BR</th>
<th>3BR</th>
<th>4BR</th>
<th>Source of Utility Allowance &amp; Effective Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Heating</td>
<td>Tenant</td>
<td>Electric</td>
<td>$ 6</td>
<td>$ 7</td>
<td>$ 8</td>
<td></td>
<td></td>
<td>Apartments - 5 units or more</td>
</tr>
<tr>
<td>Cooking</td>
<td>Tenant</td>
<td>Electric</td>
<td>$ 4</td>
<td>$ 4</td>
<td>$ 6</td>
<td></td>
<td></td>
<td>Houston Housing Authority - 12/1/2017</td>
</tr>
<tr>
<td>Other Electric</td>
<td>Tenant</td>
<td></td>
<td>$ 14</td>
<td>$ 16</td>
<td>$ 23</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Air Conditioning</td>
<td>Tenant</td>
<td>Electric</td>
<td>$ 12</td>
<td>$ 15</td>
<td>$ 20</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Water Heater</td>
<td>Landlord</td>
<td>Natural Gas</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td>central boiler</td>
<td></td>
</tr>
<tr>
<td>Water</td>
<td>Landlord</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sewer</td>
<td>Landlord</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Trash</td>
<td>Landlord</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Flat Fee</td>
<td>Tenant</td>
<td>Electric</td>
<td>$ 16</td>
<td>$ 16</td>
<td>$ 16</td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Other</td>
<td>Tenant</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Total Paid by Tenant</strong></td>
<td></td>
<td></td>
<td>$ 52</td>
<td>$ 58</td>
<td>$ 73</td>
<td>$ -</td>
<td>$ -</td>
<td></td>
</tr>
</tbody>
</table>

**Other (Describe)**

If a revised form is submitted, date of submission: ______________________
### Allowance for Tenant-Furnished Utilities and Other Services

**LOCALITY:**
HOUSTON, TX METROPOLITAN AREA

**UNIT TYPE:**
APARTMENTS (5 OR MORE UNITS PER BUILDING)

**Effective Date:**
12/1/2017

#### Utility or Service

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<tr>
<td>Range/Microwave (if tenant supplies)</td>
<td>$12</td>
<td>$12</td>
<td>$12</td>
<td>$12</td>
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<td>$12</td>
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<tr>
<td>Refrigerator (if tenant supplies)</td>
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<tr>
<td>Other - Monthly Electric Fee</td>
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<td>$16</td>
<td>$16</td>
<td>$16</td>
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<tr>
<td>Other - Monthly Gas Fee</td>
<td>$16</td>
<td>$16</td>
<td>$16</td>
<td>$16</td>
<td>$16</td>
<td>$16</td>
<td>$16</td>
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</tbody>
</table>

**Actual Family Allowances** To be used by the family to compute allowance. Complete below for the actual unit rented.

- Heating
- Cooking
- Other Electric
- Air Conditioning
- Water Heating
- Water
- Sewer
- Trash Collection
- Range/Microwave
- Refrigerator
- Other (Elec Fee)
- Other (Gas Fee)

**Total** $0

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Previous editions are obsolete

Page 1 of 1

form HUD-52667(12/97)

ref. Handbook 7420.8
Annual Operating Expenses
## General & Administrative Expenses

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
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<tbody>
<tr>
<td>Accounting</td>
<td>$10,620</td>
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<tr>
<td>Advertising</td>
<td>$10,960</td>
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<tr>
<td>Legal fees</td>
<td>$9,191</td>
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<tr>
<td>Leased equipment</td>
<td>$1,500</td>
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<tr>
<td>Postage &amp; office supplies</td>
<td>$7,335</td>
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<tr>
<td>Telephone</td>
<td>$5,377</td>
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<tr>
<td>Other Business Taxes and Licenses</td>
<td>$1,567</td>
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<tr>
<td>Other Bank Charges</td>
<td>$109</td>
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<tr>
<td><strong>Total General &amp; Administrative Expenses:</strong></td>
<td><strong>$46,659</strong></td>
</tr>
</tbody>
</table>

## Management Fee

- **Percent of Effective Gross Income:** 5.00%
- **Management Fee:** $43,195

## Payroll, Payroll Tax & Employee Benefits

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
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<tbody>
<tr>
<td>Management</td>
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<tr>
<td>Maintenance</td>
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<tr>
<td>Other Payroll Taxes</td>
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<tr>
<td>Other Health Insurance, Worker's Comp</td>
<td>$13,902</td>
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<tr>
<td><strong>Total Payroll, Payroll Tax &amp; Employee Benefits:</strong></td>
<td><strong>$164,960</strong></td>
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</table>

## Repairs & Maintenance

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
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<tbody>
<tr>
<td>Elevator</td>
<td>$10,620</td>
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<tr>
<td>Exterminating</td>
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<td>Grounds</td>
<td>$17,834</td>
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<tr>
<td>Make-ready</td>
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<tr>
<td>Repairs</td>
<td>$19,800</td>
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<tr>
<td>Pool</td>
<td>$</td>
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<tr>
<td>Other Supplies and Contract Maintenance</td>
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<tr>
<td>Other</td>
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<tr>
<td><strong>Total Repairs &amp; Maintenance:</strong></td>
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## Utilities (Enter Only Property Paid Expense)

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
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<tbody>
<tr>
<td>Electric</td>
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<tr>
<td>Natural gas</td>
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<tr>
<td>Trash</td>
<td>$12,224</td>
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<tr>
<td>Water/Sewer</td>
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<td>Other</td>
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<tr>
<td><strong>Total Utilities:</strong></td>
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</table>

## Annual Property Insurance

- **Rate per net rentable square foot:** $0.73
- **Annual Property Insurance:** $55,127

## Property Taxes

- **Published Capitalization Rate:** 10.00%
- **Source:** Harris CAD
- **Annual Property Taxes:** $47,408
- **Payments in Lieu of Taxes:** $0
- **Total Property Taxes:** $47,408

## Reserve for Replacements

- **Annual reserves per unit:** $300
- **Reserve for Replacements:** $33,000

## Other Expenses

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cable TV</td>
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<tr>
<td>Supportive Services (Staffing/Contracted Services)</td>
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<tr>
<td>TDHCA Compliance fees</td>
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<td>TDHCA Bond Administration Fees (TDHCA as Bond Issuer Only)</td>
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<td>Security</td>
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<td>Other Houston Compliance Fees</td>
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<tr>
<td>Other</td>
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<td><strong>Total Other Expenses:</strong></td>
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## TOTAL ANNUAL EXPENSES

<table>
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<tr>
<th>Description</th>
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<tr>
<td><strong>TOTAL ANNUAL EXPENSES</strong></td>
<td>$561,063</td>
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<tr>
<td><strong>Expense per unit:</strong></td>
<td>$5101</td>
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<tr>
<td><strong>Expense to Income Ratio:</strong></td>
<td>64.95%</td>
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## Net Operating Income (before debt service)

- **Net Operating Income:** $302,839

## Annual Debt Service

- **Conventional Financing** | $216,789
- **City of Houston**        | $28,164
- **TOTAL ANNUAL DEBT SERVICE** | $244,953

## Debt Coverage Ratio

- **Debt Coverage Ratio:** 1.24
- **Net Cash Flow:** $57,886

If a revised form is submitted, date of submission: ______________
15 Year Rental Housing Operating Pro Forma
### 15 Year Rental Housing Operating Pro Forma (All Programs)

The pro forma should be based on the operating income and expense information for the base year (first year of stabilized occupancy using today’s best estimates of market rents, restricted rents, rental income and expenses), and principal and interest debt service. The Department uses an annual growth rate of 2% for income and 3% for expenses. Written explanation for any deviations from these growth rates or for assumptions other than straight-line growth made during the proforma period should be attached to this exhibit.

<table>
<thead>
<tr>
<th>INCOME</th>
<th>YEAR 1</th>
<th>YEAR 2</th>
<th>YEAR 3</th>
<th>YEAR 4</th>
<th>YEAR 5</th>
<th>YEAR 10</th>
<th>YEAR 15</th>
</tr>
</thead>
<tbody>
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<td>POTENTIAL GROSS ANNUAL RENTAL INCOME</td>
<td>$907,548</td>
<td>$925,699</td>
<td>$944,213</td>
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<tbody>
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<td>$625,847</td>
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<th>DEBT SERVICE</th>
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<td>First Deed of Trust Annual Loan Payment</td>
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<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
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<td>Second Deed of Trust Annual Loan Payment</td>
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<td>$28,164</td>
<td>$28,164</td>
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<td>Third Deed of Trust Annual Loan Payment</td>
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</tr>
<tr>
<td>ANNUAL NET CASH FLOW</td>
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<td>1.26</td>
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<tr>
<td>CUMULATIVE NET CASH FLOW</td>
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<td>1.26</td>
<td>1.26</td>
<td>1.26</td>
<td>1.26</td>
</tr>
</tbody>
</table>

By signing below I (we) are certifying that the above 15 Year pro forma, is consistent with the unit rental rate assumptions, total operating expenses, net operating income, and debt service coverage based on the bank’s current underwriting parameters and consistent with the loan terms indicated in the term sheet and preliminarily considered feasible pending further diligence review. The debt service for each year maintains no less than a 1.15 debt coverage ratio. (Signature only required if using this pro forma for points under §11.9(e)(1) relating to Financial Feasibility)

Signature, Authorized Representative, Construction or Permanent Lender

Debbie Barkart

Signature, Authorized Representative, Syndicator

Debbie Barkart

Date: 2-28-18

Printed Name

Phone:

Email:
## 15 Year Rental Housing Operating Pro Forma (All Programs)

The pro forma should be based on the operating income and expense information for the base year (first year of stabilized occupancy using today's best estimates of market rents, restricted rents, rental income and expenses), and principal and interest debt service. The Department uses an annual growth rate of 2% for income and 3% for expenses. Written explanation for any deviations from these growth rates or for assumptions other than straight-line growth made during the pro forma period should be attached to this exhibit.

<table>
<thead>
<tr>
<th>INCOME</th>
<th>YEAR 1</th>
<th>YEAR 2</th>
<th>YEAR 3</th>
<th>YEAR 4</th>
<th>YEAR 5</th>
<th>YEAR 10</th>
<th>YEAR 15</th>
</tr>
</thead>
<tbody>
<tr>
<td>POTENTIAL GROSS ANNUAL RENTAL INCOME</td>
<td>$907,548</td>
<td>$925,699</td>
<td>$944,213</td>
<td>$963,097</td>
<td>$982,359</td>
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<td>$1,197,490</td>
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<td>Secondary Income</td>
<td>$26,400</td>
<td>$26,928</td>
<td>$27,467</td>
<td>$28,016</td>
<td>$28,576</td>
<td>$31,550</td>
<td>$34,834</td>
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<td>POTENTIAL GROSS ANNUAL INCOME</td>
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<td>Provision for Vacancy &amp; Collection Loss</td>
<td>(570,046)</td>
<td>(571,447)</td>
<td>(572,876)</td>
<td>(574,333)</td>
<td>(575,820)</td>
<td>(583,712)</td>
<td>(592,424)</td>
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<td>Rental Concessions</td>
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<td>0</td>
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<td>0</td>
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<tr>
<td>EFFECTIVE GROSS ANNUAL INCOME</td>
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<td>$881,180</td>
<td>$898,804</td>
<td>$916,780</td>
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<table>
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<tr>
<th>EXPENSES</th>
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<th></th>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>General &amp; Administrative Expenses</td>
<td>$46,659</td>
<td>$48,059</td>
<td>$49,501</td>
<td>$50,986</td>
<td>$52,515</td>
<td>$60,879</td>
<td>$70,576</td>
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<td>Management Fee</td>
<td>$43,395</td>
<td>$44,095</td>
<td>$44,940</td>
<td>$45,839</td>
<td>$46,756</td>
<td>$41,622</td>
<td>$56,995</td>
</tr>
<tr>
<td>Payroll, Payroll Tax &amp; Employee Benefits</td>
<td>$164,960</td>
<td>$169,909</td>
<td>$175,006</td>
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<td>$185,664</td>
<td>$215,235</td>
<td>$249,517</td>
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<td>Repairs &amp; Maintenance</td>
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<td>$82,099</td>
<td>$84,562</td>
<td>$87,099</td>
<td>$100,971</td>
<td>$117,053</td>
</tr>
<tr>
<td>Electric &amp; Gas Utilities</td>
<td>$18,351</td>
<td>$18,902</td>
<td>$19,469</td>
<td>$20,053</td>
<td>$20,654</td>
<td>$23,944</td>
<td>$27,758</td>
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<td>Water, Sewer &amp; Trash Utilities</td>
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<td>$69,241</td>
<td>$71,318</td>
<td>$73,457</td>
<td>$75,661</td>
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<td>$50,295</td>
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<td>$71,709</td>
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<td>Reserve for Replacements</td>
<td>$33,000</td>
<td>$33,990</td>
<td>$35,010</td>
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<tr>
<td>TOTAL ANNUAL EXPENSES</td>
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<td>$574,009</td>
<td>$590,789</td>
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<td>$625,847</td>
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<td>NET OPERATING INCOME</td>
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<td>$308,014</td>
<td>$308,716</td>
<td>$309,268</td>
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<table>
<thead>
<tr>
<th>DEBT SERVICE</th>
<th></th>
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<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>First Deed of Trust Annual Loan Payment</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
</tr>
<tr>
<td>Second Deed of Trust Annual Loan Payment</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
</tr>
<tr>
<td>Third Deed of Trust Annual Loan Payment</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
<td>28,164</td>
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<tr>
<td>Other Annual Required Payment</td>
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<td></td>
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<tr>
<td>Other Annual Required Payment</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>ANNUAL NET CASH FLOW</td>
<td>$61,239</td>
<td>$62,217</td>
<td>$63,061</td>
<td>$63,763</td>
<td>$64,315</td>
<td>$64,542</td>
<td>$59,702</td>
</tr>
<tr>
<td>CUMULATIVE NET CASH FLOW</td>
<td>$61,239</td>
<td>$123,456</td>
<td>$186,518</td>
<td>$250,281</td>
<td>$314,396</td>
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<td>Debt Coverage Ratio</td>
<td>1.25</td>
<td>1.25</td>
<td>1.26</td>
<td>1.26</td>
<td>1.26</td>
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<td>Other (Describe)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (Describe)</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

By signing below I (we) are certifying that the above 15 Year pro forma, is consistent with the unit rental rate assumptions, total operating expenses, net operating income, and debt service coverage based on the bank's current underwriting parameters and consistent with the loan terms indicated in the term sheet and preliminarily considered feasible pending further diligence review. The debt service for each year maintains no less than a 1.15 debt coverage ratio. (Signature only required if using this pro forma for points under $11.90/ml(1) relating to Financial Feasibility)

Signature, Authorized Representative, Construction or Permanent Lender

Signed:
Date: 2/15/18
Printed Name: [Redacted]
Phone: 713-866-2343
Email: [Redacted]

Signature, Authorized Representative, Syndicator

Signature: [Redacted]
Printed Name: [Redacted]
Date: [Redacted]

If a revised form is submitted, date of submission: [Redacted]
Off-Site Cost Breakdown
# Off-Site Cost Breakdown

This form must be submitted with the Development Cost Schedule if the development has offsite costs, whether those costs are included in the budget as a line item, embedded in the acquisition costs, or referenced in utility provider letters. Therefore, the total costs listed on this worksheet may or may not exactly correspond with those off-site costs indicated on the Development Costs Schedule. However, all costs listed here should be able to be justified in another place in the application.

**Columns A and C:** In determining actual construction cost, two different methods may be used:

**Column D:** To arrive at total construction costs in Column D:

**Column E:** Any proposed activity involving the acquisition of real property, easements, rights-of-way, etc., must have the projected costs of this acquisition for the activity.

**Column F:** Engineering/architectural costs must be broken out by the offsite work activity.

**Column G:** Figures for Column G, Total Activity Cost, are obtained by adding together Columns D, E, and F to get the total costs.

**ALL contingency must be included in the Contingency line item on the Development Cost Schedule and NOT on this form**

**This form must be completed by a professional engineer licensed to practice in the State of Texas. His or her signature and registration seal must be on the form.**

<table>
<thead>
<tr>
<th>Activity</th>
<th>Labor or Unit Price</th>
<th>Materials or # of Units</th>
<th>Total Construction Costs</th>
<th>Acquisition Costs</th>
<th>Engineering / Architectural Costs</th>
<th>Total Activity Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>Off-site concrete</td>
<td>$ 25,000.00</td>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$ 25,000.00</td>
</tr>
<tr>
<td>Storm drains &amp; devices</td>
<td>$ 15,000.00</td>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$ 15,000</td>
</tr>
<tr>
<td>Water &amp; fire hydrants</td>
<td>$ 15,000.00</td>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$ 15,000</td>
</tr>
<tr>
<td>Off-site utilities</td>
<td>$ 18,000.00</td>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$ 18,000</td>
</tr>
<tr>
<td>Sewer laterals</td>
<td>$ 10,000.00</td>
<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$ 10,000</td>
</tr>
<tr>
<td>Off-site paving</td>
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<td></td>
<td>$</td>
<td>$</td>
<td>$</td>
<td>$ 5,859</td>
</tr>
<tr>
<td>Off-site electrical</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Lines 35-37 Hidden

Total: $ 88,859

Signature of Registered Engineer responsible for Budget Justification

Printed Name

Date

If a revised form is submitted, date of submission: __________
Site Work Cost Breakdown
Site Work Cost Breakdown

This form must be submitted with the Development Cost Schedule as justification of Site Work costs.

Column A: The Site Work activity reflected here must match the Site Work activity reflected in the Development Cost Schedule.

Columns B and C: In determining actual construction cost, two different methods may be used:
- The construction costs may be broken into labor (Column B) and materials (Column C) for the activity; OR
- The use of unit price (Column B) and the number of units (Column C) data for the activity.

Column D: To arrive at total construction costs in Column D:
- If based on labor and materials, add Column B and Column C together to arrive at total construction costs.
- If based on unit price measures, Column B is multiplied by Column C to arrive at total construction costs.

Column E: Any proposed activity involving the acquisition of real property, easements, rights-of-way, etc., must have the projected costs of this acquisition for the activity.

Column F: Engineering/architectural costs must be broken out by the Site Work activity.

Column G: Figures for Column G, Total Activity Cost, are obtained by adding together Columns D, E, and F to get the total costs.

**This form must be completed by a Third-Party engineer licensed to practice in the State of Texas. His or her signature and registration seal must be on the form.**

For Site Work costs that exceed $15,000 per Unit and are included in Eligible Basis, a CPA letter allocating which portions of those site costs should be included in Eligible Basis and which ones may be ineligible must be submitted behind this tab.

<table>
<thead>
<tr>
<th>A. Activity</th>
<th>B. Labor or Unit Price</th>
<th>C. Materials or # of Units</th>
<th>D. Total Construction Costs</th>
<th>E. Acquisition Costs</th>
<th>F. Engineering / Architectural Costs</th>
<th>G. Total Activity Costs</th>
</tr>
</thead>
<tbody>
<tr>
<td>Demolition</td>
<td>$</td>
<td></td>
<td>$</td>
<td>-</td>
<td>$ 236,900</td>
<td>$ 236,900</td>
</tr>
<tr>
<td>Asbestos Abatement (Demolition Only)</td>
<td>$</td>
<td></td>
<td>$ 236,900.00</td>
<td></td>
<td>$ 173,229</td>
<td>$ 173,229</td>
</tr>
<tr>
<td>Detention</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 60,000</td>
<td>$ 60,000</td>
</tr>
<tr>
<td>Rough grading</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 157,163</td>
<td>$ 157,163</td>
</tr>
<tr>
<td>Fine grading</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 167,250</td>
<td>$ 167,250</td>
</tr>
<tr>
<td>On-site concrete</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 69,515</td>
<td>$ 69,515</td>
</tr>
<tr>
<td>On-site electrical</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 60,000</td>
<td>$ 60,000</td>
</tr>
<tr>
<td>On-site paving</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 157,163</td>
<td>$ 157,163</td>
</tr>
<tr>
<td>On-site utilities</td>
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<td></td>
<td>$</td>
<td></td>
<td>$ 167,250</td>
<td>$ 167,250</td>
</tr>
<tr>
<td>Decorative masonry</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 69,515</td>
<td>$ 69,515</td>
</tr>
<tr>
<td>Bumper stops, striping &amp; signs</td>
<td>$</td>
<td></td>
<td>$</td>
<td></td>
<td>$ 60,000</td>
<td>$ 60,000</td>
</tr>
</tbody>
</table>

Total $ 864,057

Signature of Registered Engineer

Printed Name

Date

If a revised form is submitted, date of submission:
Fwd: St Elizabeth Offsite Costs
1 message

Sarah Andre <sarah@structuretexas.com>
To: Isabelle Atkinson <Isabelle@structuretexas.com>  

Sarah Andre  
Structure Development  
702 San Antonio Street  
Austin, TX 78701  
512/698-3369

---------- Forwarded message ----------
From: Sarah Andre <sarah@structuretexas.com>
Date: Mon, Mar 26, 2018 at 5:38 PM
Subject: Re: St Elizabeth Offsite Costs
To: Ken Stanley <KStanley@sshinc.net>

Ok, thank you.

Sarah Andre  
Structure Development  
702 San Antonio Street  
Austin, TX 78701  
512/698-3369

On Mon, Mar 26, 2018 at 5:37 PM, Ken Stanley <KStanley@sshinc.net> wrote:

No, I think that was it.

Ken Stanley P.E.  
Principal  
Stanley Spurling & Hamilton Inc.  
www.sshinc.net

From: Sarah Andre <sarah@structuretexas.com>  
Sent: Monday, March 26, 2018 5:21 PM  
To: Ken Stanley <KStanley@sshinc.net>  
Subject: Re: St Elizabeth Offsite Costs

Ok thanks. Is there anything I missed or overlooked? That is what I have in the notes from our conversations.

Sarah Andre  
Structure Development  
702 San Antonio Street  
Austin, TX 78701  
512/698-3369

On Mon, Mar 26, 2018 at 5:15 PM, Ken Stanley <KStanley@sshinc.net> wrote:

Sarah,  

Your understanding is correct. Perhaps I should have used different wording in the report. I did not consider $88,859.00 to be a significant cost item in comparison to the overall project budget.

Ken Stanley P.E.  
Principal  
Stanley Spurling & Hamilton Inc.  
www.sshinc.net
Hi Ken,

St. Elizabeth is under review by TDHCA. One question they have is about our offsite costs. Specifically, their inquiry asks the following:

1. Feasibility Report says no significant offsite work is required but Off-Site Cost Breakdown in application, signed by the engineer that provided the report, says $88,859 of work is needed. Provide explanation from the engineer detailing the nature of the work.

The costs we have listed are as follows:

- Offsite Concrete $25,000
- Storm Drains and Devices $15,000
- Water and Fire Hydrants $15,000
- Off-Site Utilities $18,000
- Sewer Laterals $10,000
- Off-Site Paving $5,859

It is my understanding based on our team conversations that these costs are for the physical infrastructure needed to tie in to existing utility services including water, wastewater, storm water and electrical service as well as replace old hydrants, and to dig into and re-pave city streets and sidewalks, as necessary for this work. Can you please elaborate on this and/or confirm for TDHCA that my understanding is correct?

Thanks. Any details you can provide are appreciated.

Sarah Andre
Structure Development
702 San Antonio Street
Austin, TX 78701
512/698-3369
Development Cost Schedule
## Development Cost Schedule

This Development Cost Schedule must be consistent with the Summary Sources and Uses of Funds Statement. All Applications must complete the total development cost column and the Tax Payer Identification column. Only HTC applications must complete the Eligible Basis columns and the Requested Credit calculation below:

<table>
<thead>
<tr>
<th>Total Development Summary</th>
<th>Acquisition</th>
<th>New/Rehab.</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>ACQUISITION</strong></td>
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</tr>
<tr>
<td>Site acquisition cost</td>
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</tr>
<tr>
<td>Existing building acquisition cost</td>
<td>1,357,000</td>
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</tr>
<tr>
<td>Closing costs &amp; acq. legal fees</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
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</tr>
<tr>
<td><strong>Subtotal Acquisition Cost</strong></td>
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<td><strong>$0</strong></td>
</tr>
<tr>
<td><strong>OFF-SITES</strong></td>
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<td></td>
</tr>
<tr>
<td>Off-site concrete</td>
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<tr>
<td>Storm drains &amp; devices</td>
<td>15,000</td>
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<tr>
<td>Water &amp; fire hydrants</td>
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<td>Off-site utilities</td>
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<tr>
<td>Sewer lateral(s)</td>
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<tr>
<td>Off-site paving</td>
<td>5,859</td>
<td></td>
</tr>
<tr>
<td>Off-site electrical</td>
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<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
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<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
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<tr>
<td><strong>Subtotal Off-Sites Cost</strong></td>
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<td><strong>$0</strong></td>
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<tr>
<td><strong>SITE WORK</strong></td>
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<tr>
<td>Demolition</td>
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</tr>
<tr>
<td>Asbestos Abatement (Demolition Only)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Detention</td>
<td>236,900</td>
<td>236,900</td>
</tr>
<tr>
<td>Rough grading</td>
<td>173,229</td>
<td>173,229</td>
</tr>
<tr>
<td>Fine grading</td>
<td></td>
<td></td>
</tr>
<tr>
<td>On-site concrete</td>
<td></td>
<td></td>
</tr>
<tr>
<td>On-site paving</td>
<td>157,163</td>
<td>157,163</td>
</tr>
<tr>
<td>On-site utilities</td>
<td>167,250</td>
<td>167,250</td>
</tr>
<tr>
<td>Decorative masonry</td>
<td>69,515</td>
<td>69,515</td>
</tr>
<tr>
<td>Bumper stops, striping &amp; signs</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Subtotal Site Work Cost</strong></td>
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<td><strong>$0</strong></td>
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<tr>
<td><strong>SITE AMENITIES</strong></td>
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</tr>
<tr>
<td>Landscaping</td>
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<td>120,748</td>
</tr>
<tr>
<td>Pool and decking</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Athletic court(s), playground(s)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Fencing</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Subtotal Site Amenities Cost</strong></td>
<td><strong>$120,748</strong></td>
<td><strong>$0</strong></td>
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<tr>
<td><strong>BUILDING COSTS</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Concrete</td>
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<td>349,448</td>
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<tr>
<td>Masonry</td>
<td>102,300</td>
<td>102,300</td>
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<td>Metals</td>
<td>307,243</td>
<td>307,243</td>
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<tr>
<td>Woods and Plastics</td>
<td>2,269,679</td>
<td>2,269,679</td>
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<tr>
<td>Thermal and Moisture Protection</td>
<td>793,772</td>
<td>793,772</td>
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<tr>
<td>Roof Covering</td>
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<td></td>
</tr>
<tr>
<td>Doors and Windows</td>
<td>351,582</td>
<td>351,582</td>
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<tr>
<td>Finishes</td>
<td>1,642,940</td>
<td>1,642,940</td>
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<tr>
<td>Specialties</td>
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<td>611,688</td>
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<tr>
<td>Equipment</td>
<td>201,375</td>
<td>201,375</td>
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<tr>
<td>Furnishings</td>
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<tr>
<td>Special Construction</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Conveying Systems (Elevators)</td>
<td>600,371</td>
<td>600,371</td>
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<tr>
<td>Mechanical (HVAC; Plumbing)</td>
<td>2,027,631</td>
<td>2,027,631</td>
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<tr>
<td>Electrical</td>
<td>1,141,992</td>
<td>1,141,992</td>
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</tbody>
</table>

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Self Score Total: 12

Scratch Paper/Notes:
- in paving
- includes stucco in thermal
- drywall, tile, flooring, painting
- appliances
- appliances
- appliances
- appliances
- appliances
<table>
<thead>
<tr>
<th>Category</th>
<th>%THC</th>
<th>%EHC</th>
<th>Amount</th>
<th>Notes</th>
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<tbody>
<tr>
<td>Detached Community Facilities/Building</td>
<td></td>
<td></td>
<td>291,885</td>
<td>Amenities, finishes, common areas,</td>
</tr>
<tr>
<td>Carports and/or Garages</td>
<td></td>
<td></td>
<td>200,000</td>
<td></td>
</tr>
<tr>
<td>Lead-Based Paint Abatement</td>
<td></td>
<td></td>
<td>225,000</td>
<td></td>
</tr>
<tr>
<td>Asbestos Abatement (Rehabilitation Only)</td>
<td></td>
<td></td>
<td>225,000</td>
<td></td>
</tr>
<tr>
<td>Structured Parking</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Commercial Space Costs</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Subtotal Building Costs Before 11.9(e)(2)</strong></td>
<td></td>
<td></td>
<td>$11,116,906</td>
<td></td>
</tr>
<tr>
<td><strong>Voluntary Eligible Building Costs</strong> (After 11.9(e)(2))**</td>
<td></td>
<td></td>
<td>$0</td>
<td></td>
</tr>
<tr>
<td><strong>Voluntary Eligible Costs</strong> (After 11.9(e)(2))**</td>
<td></td>
<td></td>
<td>$0</td>
<td></td>
</tr>
<tr>
<td><strong>TOTAL BUILDING COSTS &amp; SITE WORK</strong></td>
<td></td>
<td></td>
<td>$12,101,711</td>
<td>(including site amenities)</td>
</tr>
<tr>
<td>Contingency</td>
<td></td>
<td></td>
<td>$1,219,000</td>
<td>$1,219,000</td>
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<tr>
<td><strong>TOTAL HARD COSTS</strong></td>
<td></td>
<td></td>
<td>$13,409,570</td>
<td>$13,320,681</td>
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<tr>
<td><strong>OTHER CONSTRUCTION COSTS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>General requirements (&lt;6%)</td>
<td>6.00</td>
<td></td>
<td>804,574</td>
<td>799,241</td>
</tr>
<tr>
<td>Field supervision (within GR limit)</td>
<td></td>
<td></td>
<td>268,191</td>
<td>266,414</td>
</tr>
<tr>
<td>Contractor overhead (&lt;2%)</td>
<td>2.00</td>
<td></td>
<td>804,574</td>
<td>799,241</td>
</tr>
<tr>
<td>Contractor profit (&lt;6%)</td>
<td>6.00</td>
<td></td>
<td>804,574</td>
<td>799,241</td>
</tr>
<tr>
<td><strong>TOTAL CONTRACTOR FEES</strong></td>
<td></td>
<td></td>
<td>$1,877,340</td>
<td>$1,864,895</td>
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<tr>
<td><strong>TOTAL CONSTRUCTION CONTRACT Before 11.9(e)(2)</strong></td>
<td></td>
<td></td>
<td>$15,286,910</td>
<td>$15,185,576</td>
</tr>
<tr>
<td><strong>Voluntary Eligible Hard Costs</strong> (After 11.9(e)(2))**</td>
<td></td>
<td></td>
<td>$135.15 psf</td>
<td>$10,237,071</td>
</tr>
<tr>
<td><strong>SOFT COSTS</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Architectural - Design fees</td>
<td></td>
<td></td>
<td>886,141</td>
<td></td>
</tr>
<tr>
<td>Architectural - Supervision fees</td>
<td></td>
<td></td>
<td>128,892</td>
<td></td>
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<tr>
<td>Engineering fees</td>
<td></td>
<td></td>
<td>128,392</td>
<td></td>
</tr>
<tr>
<td>Real estate attorney/other legal fees</td>
<td></td>
<td></td>
<td>200,000</td>
<td></td>
</tr>
<tr>
<td>Accounting fees</td>
<td></td>
<td></td>
<td>55,000</td>
<td></td>
</tr>
<tr>
<td>Impact Fees</td>
<td></td>
<td></td>
<td>200,000</td>
<td></td>
</tr>
<tr>
<td>Building permits &amp; related costs</td>
<td></td>
<td></td>
<td>200,500</td>
<td></td>
</tr>
<tr>
<td>Appraisal</td>
<td></td>
<td></td>
<td>7,500</td>
<td></td>
</tr>
<tr>
<td>Market analysis</td>
<td></td>
<td></td>
<td>15,000</td>
<td></td>
</tr>
<tr>
<td>Environmental assessment</td>
<td></td>
<td></td>
<td>30,000</td>
<td></td>
</tr>
<tr>
<td>Soils report</td>
<td></td>
<td></td>
<td>30,000</td>
<td></td>
</tr>
<tr>
<td>Survey</td>
<td></td>
<td></td>
<td>25,000</td>
<td></td>
</tr>
<tr>
<td>Marketing</td>
<td></td>
<td></td>
<td>75,000</td>
<td></td>
</tr>
<tr>
<td>Hazard &amp; liability insurance</td>
<td></td>
<td></td>
<td>130,865</td>
<td></td>
</tr>
<tr>
<td>Real property taxes</td>
<td></td>
<td></td>
<td>75,000</td>
<td></td>
</tr>
<tr>
<td>Personal property taxes</td>
<td></td>
<td></td>
<td>75,000</td>
<td></td>
</tr>
<tr>
<td>Historic Consultant</td>
<td></td>
<td></td>
<td>150,000</td>
<td></td>
</tr>
<tr>
<td>FF &amp; E</td>
<td></td>
<td></td>
<td>59,000</td>
<td></td>
</tr>
<tr>
<td><strong>Subtotal Soft Cost</strong></td>
<td></td>
<td></td>
<td>$2,396,290</td>
<td>$2,246,290</td>
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**FINANCING:**

**CONSTRUCTION LOAN(S)**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest</td>
<td>1,140,000</td>
<td>1,140,000</td>
</tr>
<tr>
<td>Loan origination fees</td>
<td>190,000</td>
<td>190,000</td>
</tr>
<tr>
<td>Title &amp; recording fees</td>
<td>55,000</td>
<td>55,000</td>
</tr>
<tr>
<td>Closing costs &amp; legal fees</td>
<td>60,000</td>
<td>60,000</td>
</tr>
<tr>
<td>Inspection fees</td>
<td>40,000</td>
<td>40,000</td>
</tr>
<tr>
<td>Credit Report</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Discount Points</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
### PERMANENT LOAN(S)

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Loan origination fees</td>
<td>$35,000</td>
</tr>
<tr>
<td>Title &amp; recording fees</td>
<td>$20,000</td>
</tr>
<tr>
<td>Closing costs &amp; legal fees</td>
<td>$25,000</td>
</tr>
<tr>
<td>Bond premium</td>
<td></td>
</tr>
<tr>
<td>Credit report</td>
<td></td>
</tr>
<tr>
<td>Discount points</td>
<td></td>
</tr>
<tr>
<td>Credit enhancement fees</td>
<td></td>
</tr>
<tr>
<td>Prepaid MIP</td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
</tr>
</tbody>
</table>

### BRIDGE LOAN(S)

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest</td>
<td></td>
</tr>
<tr>
<td>Loan origination fees</td>
<td></td>
</tr>
<tr>
<td>Title &amp; recording fees</td>
<td></td>
</tr>
<tr>
<td>Closing costs &amp; legal fees</td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
</tr>
</tbody>
</table>

### OTHER FINANCING COSTS

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Tax credit fees</td>
<td>$67,050</td>
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<tr>
<td>Tax and/or bond counsel</td>
<td></td>
</tr>
<tr>
<td>Payment bonds</td>
<td>$190,000</td>
</tr>
<tr>
<td>Performance bonds</td>
<td></td>
</tr>
<tr>
<td>Credit enhancement fees</td>
<td></td>
</tr>
<tr>
<td>Mortgage insurance premiums</td>
<td></td>
</tr>
<tr>
<td>Cost of underwriting &amp; issuance</td>
<td></td>
</tr>
<tr>
<td>Syndication organizational cost</td>
<td>$25,000</td>
</tr>
<tr>
<td>Tax opinion</td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
</tr>
<tr>
<td>Other (specify) - see footnote 1</td>
<td></td>
</tr>
</tbody>
</table>

**Subtotal Financing Cost:**

| Subtotal Financing Cost | $1,847,050 | $0 | $1,485,000 |

### DEVELOPER FEES

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Housing consultant fees</td>
<td>$200,000</td>
</tr>
<tr>
<td>General &amp; administrative</td>
<td></td>
</tr>
<tr>
<td>Profit or fee</td>
<td>$2,500,000</td>
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</table>

**Subtotal Developer Fees**

<table>
<thead>
<tr>
<th>Subtotal Developer Fees</th>
<th>14.21%</th>
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</thead>
<tbody>
<tr>
<td>$2,700,000</td>
<td>$0</td>
</tr>
<tr>
<td>$2,095,254</td>
<td>15.00%</td>
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</table>

### RESERVES

<table>
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<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rent-up</td>
<td>$431,951</td>
</tr>
<tr>
<td>Operating</td>
<td>$280,532</td>
</tr>
<tr>
<td>Replacement</td>
<td>$33,000</td>
</tr>
<tr>
<td>Escrows</td>
<td></td>
</tr>
</tbody>
</table>

**Subtotal Reserves**

| Subtotal Reserves | $745,482 | $0 | $0 |

### TOTAL HOUSING DEVELOPMENT COSTS

| Subtotal Housing Development Costs | $27,575,732 | $0 | $16,063,615 |

---

The following calculations are for HTC Applications only.

**Deduct From Basis:**

- Federal grants used to finance costs in Eligible Basis
- Non-qualified non-recourse financing
- Non-qualified portion of higher quality units §42(d)(5)
- Historic Credits (residential portion only)

<table>
<thead>
<tr>
<th>Total Eligible Basis</th>
<th>$0</th>
<th>$16,063,615</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>High Cost Area Adjustment (100% or 130%)</strong></td>
<td></td>
<td>130%</td>
</tr>
<tr>
<td>Total Adjusted Basis</td>
<td>$0</td>
<td>$20,882,700</td>
</tr>
<tr>
<td>Applicable Fraction</td>
<td></td>
<td>89.1%</td>
</tr>
<tr>
<td>Total Qualified Basis</td>
<td>$18,604,587</td>
<td>$0</td>
</tr>
<tr>
<td>Applicable Percentage</td>
<td></td>
<td>9.00%</td>
</tr>
<tr>
<td>Credits Supported by Eligible Basis</td>
<td>$1,674,413</td>
<td>$0</td>
</tr>
</tbody>
</table>

(May be greater than actual request)

*11.9(c)(2) Cost Per Square Foot: DO NOT ROUND! Applicants are advised to...
<table>
<thead>
<tr>
<th>Requested Score for 11.9(e)(2)</th>
<th>12</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of contact for Cost Estimate:</td>
<td>Peter Postlymyer</td>
</tr>
<tr>
<td>Phone Number for Contact:</td>
<td>(310) 877-8909</td>
</tr>
<tr>
<td>If a revised form is submitted, date of submission:</td>
<td></td>
</tr>
</tbody>
</table>
Financing Narrative and Summary of Sources and Uses
### Financing Narrative and Summary of Sources and Uses

Describe all sources of funds. Information must be consistent with the information provided throughout the Application (i.e. Financing Narrative, Term Sheets and Development Cost Schedule).

<table>
<thead>
<tr>
<th>Financing Participants</th>
<th>Funding Description</th>
<th>Construction Period</th>
<th>Permanent Period</th>
<th>Lien Position</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Loan/Equity Amount</td>
<td>Interest Rate (%)</td>
<td>Permanent Period</td>
</tr>
<tr>
<td><strong>Debt</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>TDHCA</td>
<td>Direct Loan Const. to Perm. (Repayable)</td>
<td>$0</td>
<td>0.00%</td>
<td>$ -</td>
</tr>
<tr>
<td>TDHCA</td>
<td>Direct Loan Const. Only (Repayable)</td>
<td>$0</td>
<td>0.00%</td>
<td>$ -</td>
</tr>
<tr>
<td>TDHCA</td>
<td>Mortgage Revenue Bond</td>
<td>$0</td>
<td>0.00%</td>
<td>$ -</td>
</tr>
<tr>
<td>BBVA</td>
<td>Conventional Loan</td>
<td>$19,000,000</td>
<td>6.00%</td>
<td>$ 2,905,908</td>
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<tr>
<td>City of Houston</td>
<td>Local Government Loan</td>
<td>$5,000,000</td>
<td>1.00%</td>
<td>$5,000,000</td>
</tr>
<tr>
<td><strong>Third Party Equity</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>NEF - LIHTC</td>
<td>HTC</td>
<td>$1,500,000</td>
<td>$ 2,669,733</td>
<td>$13,348,665</td>
</tr>
<tr>
<td>Federal Historic Credits - NEF</td>
<td></td>
<td>$2,642,117</td>
<td>0.8</td>
<td></td>
</tr>
<tr>
<td>State Historic Credits - Commerce</td>
<td></td>
<td>$3,302,646</td>
<td>0.8</td>
<td></td>
</tr>
<tr>
<td><strong>Grant</strong></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>City of Houston Fee Waiver</td>
<td></td>
<td>$500</td>
<td></td>
<td>$ 375,896</td>
</tr>
<tr>
<td><strong>Deferred Developer Fee</strong></td>
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<td></td>
<td></td>
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</tr>
<tr>
<td><strong>Other</strong></td>
<td>Direct Loan Match</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Total Sources of Funds**: $26,669,733

**Total Uses of Funds**: $27,575,732

**INSTRUCTIONS**: Describe the sources of funds that will finance Development. The description must include construction, permanent, and bridge loans, and all other types of funds to be used for development. The information must be consistent with all other documentation in this section. Provide sufficient detail to identify the source and explain the use (in terms of the timing and any specific uses) of each type of funds to be contributed. In addition, describe/explain replacement reserves. Finally, describe/explain operating items. The narrative must include rents, operating subsidies, project based assistance, and all other sources of funds for operations. In the foregoing discussion of both development and operating funds, specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments.

Describe the sources and uses of funds (specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments). For Direct Loan or Tax-Exempt Bond Applications that contemplate an FHA-insured loan, this includes the anticipated date that FHA application will be submitted to HUD (If not already submitted).

The foregoing summary of Sources and Uses exhaustively lists all sources of funds and no other financing exists. Lease up and Operating reserves are included in the cost schedule. The developer will defer its fee as required by the transaction, the amount projected can be repaid from cash flow per TDHCA requirements. National Equity Fund (NEF) will provide equity in the amount shown above, priced at $0.89 per $1 of Tax Credits. The applicant has turned in an application for funding to the City of Houston in the amount of $5,000,000. This funding will be provided prior to commitment notice. The City of Houston has already committed to a $500 fee waiver. NEF will also purchase federal and state historic credits which are calculated based on projected Historic Basis of $16,514,882.

Describe the replacement reserves:

Reserves are $300 per unit per year for a total of $33,000 per year. We have assumed an upfront escrow payment of one year in the development cost schedule as will be required by our equity partner.

Describe the operating items (rents, operating subsidies, project based assistance, etc., and specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments):

Rents are calculated at max tax credit rents, less a utility allowance as shown on the rent schedule. Subsidies to the project such as vouchers or operating subsidies. There are also no pending applications or approvals required other than those shown in this application. Reserves for this development are projected as shown in the development cost schedule for operating and lease up.

By signing below I acknowledge that the amounts and terms of all anticipated sources of funds as stated above are consistent with the assumptions of my institution as one of the providers of funds.

---

**Signature, Authorized Representative, Construction or Permanent Lender**

**Printed Name**

**Telephone:**

**Email address:**

If a revised form is submitted, date of submission: __________
Financial Capacity (MFDL Only)

NOT APPLICABLE
33 Match Funds (MFDL Only)

NOT APPLICABLE
Finance Scoring
### Finance Scoring (for Competitive HTC Applications ONLY)

**Self Score Total:** 121

#### 1. Commitment of Development Funding by Local Political Subdivision (§11.9(d)(2))

Name of the Local Political Subdivision providing the funding:

- City of Houston

- A letter from an official of the political subdivision stating that the political subdivision will provide a loan, grant, reduced fees or contribution of other value type, and the terms under which it will be provided is in the application.
- The dollar value of the contribution must be in the letter and must equal $500 or more if Urban and $250 or more if Rural or USDA.
- The commitment of development funding is reflected in the Application as a financial benefit to the Development, i.e. reported as a source of funds on the Sources and Uses Form and/or reflected in a lower cost in the Development Cost Schedule, such as notation of a reduction in building permits and related costs.

Total Points Claimed: 1

#### 2. Financial Feasibility (§11.9(e)(1))

- Eligible Pro-Forma and letter stating the Development is financially feasible. 0
- Eligible Pro-Forma and letter stating Development and Principals are acceptable. 18

Total Points Claimed: 18

#### 3. Leveraging of Private, State, and Federal Resources (§2306.6725(a)(3); §11.9(e)(4))

<table>
<thead>
<tr>
<th>Percent of Units restricted to serve households at or below 30% of AMGI</th>
<th>9.32%</th>
</tr>
</thead>
<tbody>
<tr>
<td>HTC funding request as a percent of Total Housing Development Cost</td>
<td>5.58%</td>
</tr>
</tbody>
</table>

Eligibility for points:

- Development Leverages CDBG Disaster Recovery, HOPE VI, RAD or Choice Neighborhood Funding 0
- Housing Tax Credit Request 3
- Housing Tax Credit Request 2
- Housing Tax Credit Request 1

*Be sure no more than 50% of Developer fees are deferred.*

Total Points Claimed: 3
February 19, 2018

Jessica Thompson
4300 Lyons Avenue, Suite 300
Houston, TX 77020

RE: Conditional Grant Commitment
TDHCA Application no. 16020
St. Elizabeth Place

Dear Ms. Thompson:

This letter represents the Housing and Community Development Department’s conditional grant commitment to support eligible pre-development costs for the above referenced property subject to the terms and conditions listed below. The City of Houston (“City”) affirms and attests that any funds herein committed were not first provided to the City by the applicant, the developer, consultant, related party, or any individual or entity acting on behalf of the proposed applicant.

1. **APPLICANT:** St. Elizabeth Place, LP

2. **TOTAL GRANT AMOUNT:** $500

3. **COMMITMENT CANCELLATION:** This commitment shall be deemed cancelled and void upon the event of any of the following: a) withdrawal of the application by applicant, or b) upon TDHCA’s termination or cancellation, if any, of the application or subsequent tax credit award letter, or c) failure to receive a 2018 award of tax credits from TDHCA

Please indicate your acceptance and agreement with the above terms and conditions by executing this letter agreement below. Please return the original to me and keep a copy for your records. This commitment shall remain in effect for no more than 30 days from the above date unless it is accepted and fully executed by all parties within that 30-day period. Beyond that expiration date this commitment shall be null and void. This commitment shall not be transferable or assignable by the applicant or to any other party.
Should you have any questions, please do not hesitate to call.

CITY OF HOUSTON
HOUSING & COMMUNITY DEVELOPMENT DEPARTMENT

By: [Signature]
   Ray Miller, Executive Staff Analyst

ACCEPTED AND AGREED:

St. Elizabeth Place, LP

By: [Signature] Date: 02/19/18
Name: JESSICA THOMPSON
Title: AUTHORIZED REPRESENTATIVE
Supporting Documents
## Supporting Documents Should be Included Behind this Tab

**ALL SUPPORTING DOCUMENTS MUST BE CONSISTENT WITH THE SOURCES AND USES**

- ✔️ Executed Pro Forma from Permanent or Construction Lender
- ✔️ Letter from lender regarding approval of Principals (consistent with Template)
- ✔️ Evidence of all Permanent and Construction Financing (term sheets, loan agreements)
- ✗ Evidence of any Gap Financing, terms included
- ✗ Evidence of any Owner Contributions, with financial support if required
- ✔️ Evidence of Equity Financing (HTC applications only)
- ✔️ Letter from Texas Historical Commission (THC) indicating preliminary eligibility for historic (rehabilitation) tax credits and documentation of Certified Historic Structure status as detailed in QAP §11.9(e)(6) was submitted behind TAB 19.
- ✔️ Letter from Local Political Subdivision evidencing a loan, grant, reduced fees or contribution of other value to benefit the Development. [QAP §11.9(d)(2)]
- ✗ Evidence of Rental Assistance/Subsidy
# 15 Year Rental Housing Operating Pro Forma (All Programs)

The pro forma should be based on the operating income and expense information for the base year (first year of stabilized occupancy using today's best estimates of market rents, restricted rents, rental income and expenses), and principal and interest debt service. The Department uses an annual growth rate of 2% for income and 3% for expenses. Written explanation for any deviations from these growth rates or for assumptions other than straight-line growth made during the proforma period should be attached to this exhibit.

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<th>YEAR 10</th>
<th>YEAR 15</th>
</tr>
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<tbody>
<tr>
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<td>$925,689</td>
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<tr>
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<td>$933,948</td>
<td>$952,617</td>
<td>$971,167</td>
<td>$991,113</td>
<td>$1,010,395</td>
<td>$1,116,154</td>
<td>$1,232,325</td>
</tr>
<tr>
<td>Provision for Vacancy &amp; Collection Loss</td>
<td>$(570,046)</td>
<td>$(571,447)</td>
<td>$(572,876)</td>
<td>$(574,333)</td>
<td>$(575,620)</td>
<td>$(583,712)</td>
<td>$(592,424)</td>
</tr>
<tr>
<td>Rental Concessions</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
<td>0</td>
</tr>
<tr>
<td>EFFECTIVE GROSS ANNUAL INCOME</td>
<td>$863,902</td>
<td>$881,180</td>
<td>$898,804</td>
<td>$916,780</td>
<td>$935,115</td>
<td>$1,032,443</td>
<td>$1,139,900</td>
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</table>

<table>
<thead>
<tr>
<th>EXPENSES</th>
<th></th>
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<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>General &amp; Administrative Expenses</td>
<td>$46,659</td>
<td>$48,059</td>
<td>$49,501</td>
<td>$50,986</td>
<td>$52,515</td>
<td>$56,879</td>
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<tr>
<td>Management Fee</td>
<td>$43,395</td>
<td>$44,090</td>
<td>$44,940</td>
<td>$45,839</td>
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<td>Payroll, Payroll Tax &amp; Employee Benefits</td>
<td>$164,960</td>
<td>$169,909</td>
<td>$175,006</td>
<td>$180,256</td>
<td>$185,664</td>
<td>$191,235</td>
<td>$249,517</td>
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<tr>
<td>Repairs &amp; Maintenance</td>
<td>$77,386</td>
<td>$79,708</td>
<td>$82,099</td>
<td>$84,562</td>
<td>$87,099</td>
<td>$100,971</td>
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<tr>
<td>Electric &amp; Gas Utilities</td>
<td>$38,351</td>
<td>$39,902</td>
<td>$40,531</td>
<td>$41,159</td>
<td>$41,783</td>
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<td>Water, Sewer &amp; Trash Utilities</td>
<td>$67,224</td>
<td>$69,241</td>
<td>$71,318</td>
<td>$73,457</td>
<td>$75,691</td>
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<tr>
<td>Annual Property Insurance Premiums</td>
<td>$55,127</td>
<td>$56,781</td>
<td>$58,484</td>
<td>$60,239</td>
<td>$62,046</td>
<td>$63,928</td>
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<td>Property Tax</td>
<td>$47,408</td>
<td>$48,830</td>
<td>$50,295</td>
<td>$51,804</td>
<td>$53,385</td>
<td>$55,087</td>
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<tr>
<td>Reserve for Replacements</td>
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<td>$35,990</td>
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<td>Other Expenses</td>
<td>$4,400</td>
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<td>$4,808</td>
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<tr>
<td>TOTAL ANNUAL EXPENSES</td>
<td>$557,710</td>
<td>$574,009</td>
<td>$590,789</td>
<td>$608,063</td>
<td>$625,847</td>
<td>$722,948</td>
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<tr>
<td>NET OPERATING INCOME</td>
<td>$306,192</td>
<td>$307,171</td>
<td>$308,014</td>
<td>$308,716</td>
<td>$309,268</td>
<td>$309,495</td>
<td>$304,655</td>
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<th>DEBT SERVICE</th>
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<tbody>
<tr>
<td>First Deed of Trust Annual Loan Payment</td>
<td>$216,789</td>
<td>$216,789</td>
<td>$216,789</td>
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<tr>
<td>Second Deed of Trust Annual Loan Payment</td>
<td>28,164</td>
<td>28,164</td>
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<td>28,164</td>
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<td>ANNUAL NET CASH FLOW</td>
<td>$61,239</td>
<td>$62,217</td>
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<td>$63,763</td>
<td>$64,315</td>
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<td>$61,239</td>
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<td>1.25</td>
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<td>1.26</td>
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<td>1.26</td>
<td>1.26</td>
<td>1.24</td>
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<td>Other (Describe)</td>
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Signature, Authorized Representative, Construction or Permanent Lender

Date

Phone: 713 966-2383
Email: Lynne.taylor@hha.shc.state.tx.us

Signature, Authorized Representative, Syndicator

Date

If a revised form is submitted, date of submission:


15 Year Rental Housing Operating Pro Forma (All Programs)

The pro forma should be based on the operating income and expense information for the base year (first year of stabilized occupancy using today's best estimates of market rents, restricted rents, rental income and expenses), and principal and interest debt service. The Department uses an annual growth rate of 2% for income and 3% for expenses. Written explanation for any deviations from these growth rates or for assumptions other than straight-line growth made during the pro forma period should be attached to this exhibit.

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DEBT SERVICE

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| Debt Coverage Ratio | 1.25 | 1.25 | 1.26 | 1.26 | 1.26 | 1.26 | 1.26 |
| Other (Describe) | | | | | | | |
| Other (Describe) | | | | | | | |

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Signature, Authorized Representative, Construction or Permanent Lender

Debbie Burkart

Signature, Authorized Representative, Syndicator

If a revised form is submitted, date of submission:

Date

Phone:

Email:

Printed Name

Date

2-28-18
Ms. Jessica Thompson
Fifth Ward Community Redevelopment Corporation
4300 Lyons Avenue, Suite 300
Houston, TX 77020

Re: St. Elizabeth Place, TDHCA Application 18020

Dear Jessica,

You have asked for me to send you a letter outlining some of the major due diligence items which will be required to close and their anticipated timing so that you can be assured that closing can occur by October 31, 2018. Below is the critical path schedule for the underwriting and approval process:

Receive and Approve Phase 1 Environmental Site Assessment 3/15/18 – 3/31/18
  • Review of the Phase 1 ESA takes 1-2 weeks and is performed by an outside consultant. These fees are typically paid by the borrower at closing.

Receive and Review Market Study 4/1/18 – 4/15/2018
  • Market study is provided by borrower.

Order and Approve Appraisal 6/1/18 – 7/1/18
  • Appraisal will be ordered when new LIHTC rents come out, and so that the appraisal is no more than six months old on the closing date. The appraisal fees will be collected when ordered. This is typically a four week turnaround, but can be expedited for additional fees to the appraiser.

Compass Underwriting and Credit Approvals 6/15/18 – 9/15/18
  • The Bank’s credit review has been performed preliminarily and is ongoing during the closing process.

Outside Legal Engaged and Loan Documents Prepared 8/1/18 – 10/1/18
  • Loan documentation is done by outside counsel who will typically be engaged three months prior to the anticipated closing date. A deposit is typically taken when engaged, with the remainder paid upon closing.

Engage and finalize plan and cost review 9/1/18 – 9/22/18
  • Plan and cost review is performed by outside consultant and generally takes about two weeks from the time they receive the final plans and specifications. These fees are typically paid by the borrower at closing.

Closing of Construction Loan 10/1/18

Ken Overshiner, Senior Vice President,
Community Development Capital, Compass Bank
February 28, 2018

Ms. Jessica Thompson  
Fifth Ward Community Redevelopment Corporation  
4300 Lyons Avenue, Suite 300  
Houston, TX 77020  

Re: St. Elizabeth Place, Houston, Texas  

Dear Jessica,  

BBVA Compass Bank (the “Bank”) is pleased to provide you with this Letter of Terms for the Construction and Permanent financing of the St. Elizabeth Place affordable housing project. The following terms and conditions were based upon a preliminary review of the Borrower’s 2018 TDHCA Housing Tax Credit Application:

**Construction Loan:**  

**Borrower:** St. Elizabeth Place LP  

**Collateral:** The Subject Loan shall be secured by a first mortgage lien and an assignment of rents and leases on the 110-unit LIHTC project to be located in Houston, Texas. Additionally, the Loan shall be secured by an Assignment of the General Partner Interest and Deferred Developer’s Fee.

**Amount:** Up to $19,000,000. The Loan amount shall be limited to 80% of the LIHTC Investment Value, which is the combined value of the Tax Credits plus the stabilized value of the Real Estate based upon an Appraisal acceptable to the Bank.

**Interest Rate:** 1 month Libor + 2.75%. Interest-only payments shall be due monthly. The Bank has used an underwriting rate of 6.00%.

**Fees:** 1% Origination Fee. Additionally, the Borrower shall be responsible for the reimbursement of other costs related to the extension of this loan including, but not limited to: appraisal fees, the Bank’s legal fees, environmental and other third party review fees.

**Maturity:** Twenty-four (24) Months from Closing with a six month extension at Bank’s option.

**Guarantee:** Full payment and completion guarantees and environmental indemnity by a guarantor or guarantors satisfactory to BBVA Compass.
Tax Credit Equity: Approximately $13,348,665 in LIHTC, $2,642,117 in Federal HTC and $3,302,646 in State Historic Credits. Equity pay in schedule and investor must be acceptable to BBVA Compass.

Repayment: Construction loan will be repaid from equity funded at completion or after completion, along with the permanent loan (if any).

Loan to Value: Up to 80% including the value of the real estate and tax credits.

Conditions to Closing:
- Borrower, Managing Member, and Guarantor certify that there are no defaults, no material litigation and no material adverse change in the financial or project information provided to Bank in connection with the Loan request
- Receipt, review and approval of appraisal, environmental assessment, construction consultant and other third party reports
- Contractor shall be acceptable to bank
- All documentation satisfactory to Bank and its legal counsel
- Evidence of a commitment by a tax credit investor acceptable to Bank for the acquisition of 9% low income housing tax credits on terms, including pay-in schedule amounts and timing, acceptable to Bank.
- All subsidy funds must be committed and closed simultaneously with the closing of the Loan.
- Final project budget to be approved by Bank, including a 5% hard cost contingency.
- Receipt of all required municipal and other governmental approvals.
- Approval of current financial statements of the Guarantor.
- Borrower counsel opinion in form and content satisfactory to Bank.
- Mortgage title insurance policy insuring the bank’s lien shall contain no objectionable liens, including matters of the survey
- Bank shall receive and approve the following items prior to the closing of the construction loan:
  - Final plans and specs stamped by architect
  - Copy of construction contract and final budget
  - Copy of builders risk policy with Compass Bank named as loss payee
  - Copy of recorded limited partnership and syndication agreements
- All terms subject to market fluctuation

Permanent Loan:
Provided that there are no events of default, the Borrower may elect to exercise the option to convert the Construction Loan to the Permanent Loan provided that 1) the Construction Loan has been Paid down to the Perm Loan Amount; 2) the Property has achieved a minimum occupancy of 90% for 90 days; and 3) the Property has achieved a Pro Forma Debt Service Cover Ratio of 1.15.

Amount: Up to $2,905,908. The Loan amount shall be limited to 80% of the stabilized value of the Real Estate based upon an Appraisal acceptable to the Bank.
Interest Rate: Fixed rate based on the 10 Year Treasury + 320 bps for a 24 month forward rate lock. The Bank is utilizing an underwriting rate of 6.25%.

Fee: 1% of the permanent loan amount with .50% payable at construction loan closing for the rate lock, and .50% payable at conversion to permanent loan as well as any required third-party report updates and Bank legal fees.

Maturity: Eighteen (18) years.

Amortization: Thirty (30) years.

Recourse: The loan is specifically to be non-recourse.

Prepayment: Following conversion, the loan will have standard prepayment (yield maintenance) penalties. Prior to conversion, there are no break fees.

Unless extended by the Bank at its sole discretion, the preliminary terms contained in this proposal shall automatically expire December 31, 2018, and are subject to receipt, review and acceptance of all due diligence materials by BBVA Compass. BBVA Compass cannot issue a legally binding lending commitment until formal credit approval has been obtained.

BBVA Compass wishes to thank you for the opportunity to provide financing for this project. If you have any questions, please feel free to contact me at 713-966-2303.

Sincerely,

Ken L. Overshiner
Senior Vice President, Community Development Capital
February 28, 2018

Ms. Jessica Thompson
Fifth Ward Community Redevelopment Corporation
4300 Lyons Avenue, Suite 300
Houston, TX 77020

Re: St. Elizabeth Place, Houston, Texas

Dear Jessica,

I have received and reviewed the 15 year pro forma for St. Elizabeth Place. The attached 15 year pro forma was prepared by St. Elizabeth Place, LP, the applicant, and indicates that the development would maintain no less than a 1.15 debt coverage ratio throughout the initial fifteen years of operation following stabilization. The proforma is consistent with the unit rental rate assumptions, total operating expenses, net operating income, and debt service coverage based on the current underwriting parameters of BBVA Compass and consistent with the loan terms indicated in the term sheet. These projections, which indicate that the Development is expected to be feasible for fifteen years, are made based upon the preliminary information provided by the borrower, and are subject to further due diligence review and revision by BBVA Compass.

Additionally, BBVA Compass has performed a preliminary review of the credit worthiness of Thomas Cantwell, the proposed guarantor for the project. At this time, BBVA Compass has no reservations with any of the Principals or Guarantors of the borrower. We anticipate no additional guarantors or financial strength will be needed to facilitate a loan to this borrower, other than those requirements disclosed herein.

Please be advised that this letter does not represent a commitment by BBVA Compass to provide financing for the Development, nor an offer to commit. Any such commitment would be subject to receipt and satisfactory review of all then-current due diligence materials required by BBVA Compass.

If you should have any questions, please feel free to contact me at 713-966-2303.

Sincerely,

Ken L. Overshiner
Senior Vice President, Community Development Capital

Ken L. Overshiner
Senior Vice President
Community Development Capital
Phone 713-966-2303
Ken.Overshiner@bbva.com
BBVA Compass
2200 Post Oak Blvd. 20th Floor
Houston, TX 77056

BBVA Compass is a trade name of Compass Bank, a member of the BBVA Group. Compass Bank, Member FDIC.
### Financing Narrative and Summary of Sources and Uses

Describe all sources of funds. Information must be consistent with the information provided throughout the Application (i.e. Financing Narrative, Term Sheets and Development Cost Schedule).

#### INSTRUCTIONS:
- Describe the sources of funds that will finance Development. The description must include construction, permanent, and bridge loans, and all other types of funds to be used for development. The information must be consistent with all other documentation in this section. Provide sufficient detail to identify the source and explain the use (in terms of the timing and any specific uses) of each type of funds to be contributed. In addition, describe/explain replacement reserves. Finally, describe/explain operating items. The narrative must include rents, operating subsidies, project based assistance, and all other sources of funds for operations. In the foregoing discussion of both development and operating funds, specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments.
- Describe the sources and uses of funds (specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments). For Direct Loan or Tax-Exempt Bond Applications that contemplate an FHA-insured loan, this includes the anticipated date that FHA application will be submitted to HUD (if not already submitted).
- The foregoing summary of Sources and Uses exhaustively lists all sources of funds as no other financing exists. Lease up and Operating reserves are included in the cost schedule. The developer will defer its fee as required by the transaction, the amount projected can be repaid from cash flow per TDHCA requirements. National Equity Fund (NEF) will provide equity in the amount shown above, priced at $0.89 per $1 of Tax Credits. The applicant has turned in an application for funding to the City of Houston in the amount of $5,000,000. This funding will be provided prior to commitment notice. The City of Houston has already committed to a $500 fee waiver. NEF will also purchase federal and state historic credits which are calculated based on projected Historic Basis of $16,514,882.
- Describe the replacement reserves:
  - Reserves are $300 per unit per year for a total of $33,000 per year. We have assumed an upfront escrow payment of one year in the development cost schedule as will be required by our equity partner.
- Describe the operating items (rents, operating subsidies, project based assistance, etc., and specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments:
  - Rents are calculated at max tax credit rents, less a utility allowance as shown on the rent schedule. subsidies to the project such as vouchers or operating subsidies. There are also no pending applications or approvals required other than those shown in this application. Reserves for this development are projected as shown in the development cost schedule for operating and lease up.

By signing below I acknowledge that the amounts and terms of all anticipated sources of funds as stated above are consistent with the assumptions of my Institution as one of the providers of funds.

---

<table>
<thead>
<tr>
<th>Financing Participants</th>
<th>Funding Description</th>
<th>Construction Period</th>
<th>Permanent Period</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td>Loan/Equity Amount</td>
<td>Interest Rate (%)</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$0</td>
<td>0.00%</td>
</tr>
<tr>
<td></td>
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</tr>
<tr>
<td></td>
<td></td>
<td>$19,000,000</td>
<td>6.00%</td>
</tr>
<tr>
<td></td>
<td></td>
<td>$5,000,000</td>
<td>1.00%</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
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</tr>
<tr>
<td>Third Party Equity</td>
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<td></td>
<td></td>
</tr>
<tr>
<td>NEF - LIHTC</td>
<td>[HTC] $1,500,000</td>
<td>$2,669,733</td>
<td>$13,348,665</td>
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<tr>
<td>Federal Historic Credits - NEF</td>
<td>$2,642,117</td>
<td></td>
<td></td>
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<tr>
<td>State Historic Credits - Commerce</td>
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<tr>
<td>Grant</td>
<td>[Deferred Fee] $500</td>
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<td></td>
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<tr>
<td>Deferred Developer Fee</td>
<td>$375,896</td>
<td></td>
<td></td>
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<tr>
<td>Other</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Direct Loan Match</td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Total Sources of Funds

- Construction Period: $26,669,733
- Permanent Period: $27,575,732

---

Signature, Authorized Representative, Construction or Permanent Lender

Printed Name

Date

---

If a revised form is submitted, date of submission: ________
### Financing Narrative and Summary of Sources and Uses

Describe all sources of funds. Information must be consistent with the information provided throughout the Application (i.e. Financing Narrative, Term Sheets and Development Cost Schedule).

**Financing Participants**

<table>
<thead>
<tr>
<th>Participants</th>
<th>Funding Description</th>
<th>Loan/Equity Amount</th>
<th>Interest Rate (%)</th>
<th>Loan/Equity Amount</th>
<th>Interest Rate (%)</th>
<th>Amortization (Yrs)</th>
<th>Term (Yrs)</th>
<th>Syndication Rate</th>
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<tr>
<td><strong>Debt</strong></td>
<td>TDHCA</td>
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<td>$0.00%</td>
<td>30</td>
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<tr>
<td>TDHCA</td>
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<tr>
<td>TDHCA</td>
<td>$0.00%</td>
<td>$0.00%</td>
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<tr>
<td>TDHCA</td>
<td>Mortgage Revenue Bond</td>
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<td>$0.00%</td>
<td>0</td>
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<tr>
<td>BBVA</td>
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<td>$5,000,000</td>
<td>1.00%</td>
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<td></td>
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<td>City of Houston</td>
<td>Local Government Loan</td>
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<td>1.00%</td>
<td>$5,000,000</td>
<td>1.00%</td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td><strong>Third Party Equity</strong></td>
<td>NEF - LIHTC</td>
<td>$1,500,000</td>
<td>0.89</td>
<td>$13,348,665</td>
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<td></td>
<td>Federal Historic Credits - NEF</td>
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<td>$2,664,117</td>
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<td></td>
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<td></td>
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<tr>
<td></td>
<td>State Historic Credits Commerce</td>
<td>$3,302,846</td>
<td>0.8</td>
<td>$3,302,846</td>
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<tr>
<td><strong>Grant</strong></td>
<td>City of Houston</td>
<td>$500</td>
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<tr>
<td><strong>Deferred Developer Fee</strong></td>
<td>Deferred Dev Fee</td>
<td>$375,896</td>
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<tr>
<td><strong>Other</strong></td>
<td>Directed Loan Match</td>
<td>$375,896</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
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</table>

**Total Sources of Funds**: $26,669,733

**Total Uses of Funds**: $27,575,732

**INSTRUCTIONS**: Describe the sources of funds that will finance Development. The description must include construction, permanent, and bridge loans, and all other types of funds to be used for development. The information must be consistent with all other documentation in this section. Provide sufficient detail to identify the source and explain the use (in terms of the timing and any specific uses) of each type of funds to be contributed. In addition, describe/explain replacement reserves. Finally, describe/explain operating items. The narrative must include rents, operating subsidies, project based assistance, and all other sources of funds for operations. In the foregoing discussion of both development and operating funds, specify the status (dates and deadlines) for applications, approvals and closings, etc., associated with the commitments.

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Describe the replacement reserves:

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By signing below I acknowledge that the amounts and terms of all anticipated sources of funds as stated above are consistent with the assumptions of my institution as one of the providers of funds.

Debbie Burkart 2-28-18

Signature, Authorized Representative, Construction or Permanent Lender

Printed Name

Date

Telephone: 213 240 3133

Email address: debbieburkart@nef.org

If a revised form is submitted, date of submission: 

February 23, 2018

St. Elizabeth Place, LP
4300 Lyons Avenue
Houston, TX 77020

Re: St. Elizabeth Place

Attention: Ms. Jessica Thompson

In response to your request for financing for your proposed development, St. Elizabeth Place (“the property”); we are pleased to provide you with this acknowledgement of receipt and disclosure of terms and conditions by the Housing and Community Development Department of the City of Houston (“the City”). This letter contains an outline of terms only. This letter does not represent a commitment by the City or create any obligation whatsoever on the City’s part as it has not received approval by city council.

ADDRESS: 4514 Lyons Avenue, Houston, TX 77020

PURPOSE: To provide permanent term gap financing towards the construction of a 110-unit affordable housing development

AMOUNT: The loan requested is $5,000,000

LOAN TERM: The loan term will be for a 20-year period that will include a 24-month construction period

PAYMENT TERMS: The loan will be payable with non-amortizing interest only payments to commence 24 months after closing, subject to available cash flow

LOAN RATE: The rate will be equal to 1.0%

The City will close the Request for Proposals for its multifamily program on March 30, 2018 and will make its recommendations of awards by April 30, 2018. Afterwards, the recommended applications will be underwritten and submitted for city council approval. The City is aware the applicant’s TDHCA Housing Tax Credit application has elected to close its financing by no later than October 30, 2018.

Sincerely,

Ray S. Miller
Executive Staff Analyst
February 19, 2018

Jessica Thompson
4300 Lyons Avenue, Suite 300
Houston, TX 77020

RE: Conditional Grant Commitment
TDHCA Application no. 18020
St. Elizabeth Place

Dear Ms. Thompson:

This letter represents the Housing and Community Development Department’s conditional grant commitment to support eligible pre-development costs for the above referenced property subject to the terms and conditions listed below. The City of Houston (“City”) affirms and attests that any funds herein committed were not first provided to the City by the applicant, the developer, consultant, related party, or any individual or entity acting on behalf of the proposed applicant.

1. **APPLICANT:** St. Elizabeth Place, LP
2. **TOTAL GRANT AMOUNT:** $500
3. **COMMITMENT CANCELLATION:** This commitment shall be deemed cancelled and void upon the event of any of the following: a) withdrawal of the application by applicant, or b) upon TDHCA’s termination or cancellation, if any, of the application or subsequent tax credit award letter, or c) failure to receive a 2018 award of tax credits from TDHCA

Please indicate your acceptance and agreement with the above terms and conditions by executing this letter agreement below. Please return the original to me and keep a copy for your records. This commitment shall remain in effect for no more than 30 days from the above date unless it is accepted and fully executed by all parties within that 30-day period. Beyond that expiration date this commitment shall be null and void. This commitment shall not be transferable or assignable by the applicant or to any other party.
Should you have any questions, please do not hesitate to call.

CITY OF HOUSTON
HOUSING & COMMUNITY DEVELOPMENT DEPARTMENT

By: Ray Miller, Executive Staff Analyst

ACCEPTED AND AGREED:

St. Elizabeth Place, LP

By: Date: 02/19/18

Name: JESSICA THOMPSON

Title: AUTHORIZED REPRESENTATIVE
February 21, 2018

Kathy Payton  
Executive Director  
Fifth Ward Community Redevelopment Corporation (FWCRC)  
4300 Lyons Avenue, Suite 300  
Houston, TX 77020

Tim Cantwell  
414 S Marengo Avenue  
Pasadena, CA 91101

Re: St. Elizabeth Place – Houston, TX

Dear Ms. Payton and Mr. Cantwell:

On behalf of National Equity Fund, Inc. (“NEF”), I am pleased to provide this Letter of Intent (“Letter”) which outlines the principal business terms of our proposed investment in the above-named Project. We invest through our affiliate, NEF Assignment Corporation (“Assignment Corporation”), by purchasing a 99.99% interest in the Limited Partnership formed to own and operate the Project. When we refer to “NEF,” we mean National Equity Fund, Inc. and its affiliates, including without limitation Assignment Corporation. As a preliminary matter, I will note that the terms of this Letter are based on certain assumptions which are incorporated in corresponding TDHCA application. Changes in those assumptions may result in changes to the terms of our proposed investment.

Upon your acceptance of this Letter, we will begin our standard due diligence activities. Upon successful completion of our due diligence and receipt of internal approvals, we will prepare a Limited Partnership Agreement, based on our current model form (“Limited Partnership Agreement”), and related closing agreements. These agreements will incorporate the terms appearing in this Letter, subject to any modifications that may be required to obtain final investment approval. We will then proceed to close this investment. NEF is aware of the Readiness to Proceed requirements included in the 2018 QAP and intends to close this transaction by October, 31 2018. NEF has reviewed the following due diligence as of the issuance of this letter:

1. The financial feasibility of the Project including the review of a market study and site location;
2. The financial capacity of the Guarantors;
3. The capacity and experience of the proposed general contractor.

1. **Property Information**

The Project consists of a proposed LIHTC, multifamily community which will consist of 110 units to be set aside for low income single and family households. The Project is located in Houston, TX and will be an historic rehabilitation of St. Elizabeth’s Hospital in the Fifth Ward including one new construction building. The Project will be a 110-unit historic rehabilitation housing development containing 29 studios, 57 one-bedroom units and 24 two-bedroom units. Ninety-eight (98) units will be set aside for tenants with incomes at or below 60% of Area Median Income (AMI) and 12 will be reserved for market rate tenants. Ten (10) units will be set aside for tenants at or below 30% of AMI, 40 units will be reserved for tenants with incomes at or below 50% of AMI, and the remaining 48 LIHTC units will target households at or below 60% of AMI.

- The Project will be owned by St Elizabeth Place, LP. FWCRC and Cloudbreak II, LLC will own the General Partner. The Limited Partner will be NEF Assignment Corporation. NEF has reviewed the entities and principals.

2. **Property Ownership**

Limited Partnership: St. Elizabeth Place LP (the “Limited Partnership”)

General Partner: St. Elizabeth Place GP LLC

Sponsor/Developer: Fifth Ward Redevelopment Corporation and Cloudbreak Development II, LLC will own the General Partner

Guarantor(s): Fifth Ward Redevelopment Corporation and Cloudbreak Development II, LLC. These entities have been reviewed by NEF.

Limited Partner: One or more investor funds, limited partnerships or limited liability companies of which NEF or its affiliate is the general partner or managing member, or Assignment Corporation, as nominee, on behalf of one or more such entities.

3. **Project Financing**

A. **Construction Loan**. The Limited Partnership expects to receive a construction loan term sheet or commitment for the Project of approximately $19,000,000 for an initial term of at least 24 months and a 6 month extension at an estimated 6.00% interest rate.
B. **Permanent Financing.** The permanent financing on the project is as follows: (All loans are non-recourse loans, unless otherwise noted, and all financing structures must be acceptable to NEF.)

<table>
<thead>
<tr>
<th>Lender</th>
<th>Lender/Source</th>
<th>Amount</th>
<th>Interest Rate</th>
<th>Term</th>
<th>Amort</th>
<th>Hard/Soft Debt</th>
<th>Available During Const. (y/n)</th>
</tr>
</thead>
<tbody>
<tr>
<td>First Mortgage</td>
<td>Conventional Lender</td>
<td>$2,905,908</td>
<td>6.25%</td>
<td>18</td>
<td>30</td>
<td>Hard</td>
<td>No</td>
</tr>
<tr>
<td>Second Mortgage</td>
<td>City of Houston</td>
<td>$5,000,000</td>
<td>1.0%</td>
<td>20</td>
<td>N/A</td>
<td>Soft</td>
<td>Yes</td>
</tr>
</tbody>
</table>

State Historic Credits will be sold to a third-party investor.

Permanent amortizing debt must be a fixed-rate commitment for a minimum of 16 years with terms acceptable to NEF.

4. **Timing Assumptions**

This Letter is based on the following timing assumptions:

<table>
<thead>
<tr>
<th>Benchmark</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Limited Partnership Closing</td>
<td>10/31/18</td>
</tr>
<tr>
<td>Construction Start</td>
<td>10/31/18</td>
</tr>
<tr>
<td>Placed In Service Date</td>
<td>2/1/20</td>
</tr>
<tr>
<td>100% Qualified Occupancy</td>
<td>2/1/21</td>
</tr>
<tr>
<td>Stabilized Occupancy</td>
<td>5/1/21</td>
</tr>
</tbody>
</table>

If these timing assumptions are not met, the terms of our proposed investment are subject to change. The term “Tax Credit Compliance Period” means, for each building in the Project, the 15 taxable years beginning with the first taxable year of the ‘Credit Period’, as defined in Section 42 of the Internal Revenue Code, as amended (“Code”).

5. **Tax Credit Price and Pay-In Schedule**

The Limited Partner will purchase the Tax Credits described in Paragraph 6 for a total purchase price of $15,990,782 (“Capital Contributions”), or $0.89 cents for each $1.00 of projected Tax Credits (total federal Low Income Tax Credits equity of $13,348,665) and $.80 cents for each dollar of Historic Credits (total federal historic credit equity of $2,642,117). Proceeds of the Capital Contributions will be used to fund Project equity (“Project Equity”) and the non-deferred portion of the Developer Fee (“Non-Deferred Developer Fee”). NEF will advance Project Equity and the Non-Deferred Developer Fee in installments, based upon its determination that the conditions specified in the Limited Partnership Agreement for payment of that installment
(“Applicable Conditions”) have been met. We make this determination based on our review and approval of certain documents you provide to us. Equity disbursements during construction are expected to be made through the construction lender’s escrow or, if there is no construction lender, through a title company using a disbursement agreement acceptable to NEF. We currently expect installments of Project Equity will be paid according to the schedule below. The schedule identifies some of the Applicable Conditions that will apply to each payment.

A. **First Installment**: $2,669,733 (17.0%). The Applicable Conditions for this payment will include satisfactory evidence or approval of:
   (i) Admission of NEF to the Limited Partnership and commencement of construction.

B. **Second Installment**: $5,276,958 (33.0%). The Applicable Conditions for this payment will include satisfactory evidence or approval of:
   (i) Completion of 100% of Project construction;
   (ii) Temporary (or, if available, Final) Certificates of Occupancy;
   (iii) Architect’s certification indicating that all the work has been completed substantially in accordance with plans and specifications;
   (iv) Satisfaction of the 10% Carryover Allocation requirements (if not addressed at Closing);
   (v) Owner’s title insurance policy in final form;
   (vi) Architect’s certification indicating that all the work has been completed substantially in accordance with plans and specifications;
   (vii) Draft Cost Certification verifying the Tax Credit basis;

C. **Third Installment**: $6,396,313 (40%). The Applicable Conditions for this payment will include satisfactory evidence or approval of:
   (i) 100% Qualified Occupancy of all Project Tax Credit Units;
   (ii) Funding of the Project’s permanent loan and receipt of executed permanent loan documents in approved form;
   (iii) Payment of any amounts required by the General Partner’s Development Completion Guaranty;
   (iv) Achievement of Stabilized Occupancy (generally defined as at least 90% occupancy with a Debt Service Coverage Ratio of 1.15x or better for a three consecutive month period after construction completion.
   (vi) Completion of any outstanding punch list items;
   (vii) Owner’s date down title insurance coverage;
   (viii) “As-Built” ALTA survey;
   (ix) Final lien waivers from the General Contractor;
   (x) If applicable, receipt (or evidence of filing) of real estate tax abatement;
   (xi) Final Certificates of Occupancy, if not previously provided;
   (xii) Final Cost Certification verifying the Tax Credit basis;
(xiii) Funding of Project reserves (or funding with the proceeds of this installment) at the required levels;
(xiv) If applicable, satisfaction of radon testing requirements;
(xv) Recorded Extended Use Agreement; and

$600,000 of this installment will be used to fund the Operating Reserve

D. Fourth Installment: $1,599,078 (10%). The Applicable Conditions for this payment will include satisfactory evidence or approval of:

(i) The first year’s tax return and K-1;
(ii) Fully executed Form 8609 for all Project buildings; and

6. Developer Fee

The Developer will earn a fee for development services in the total amount of $2,700,000 (the “Developer Fee” including housing consultants fees). $375,896 is projected to be deferred and will be paid from cash flow. If for some unforeseen reason a portion of the Developer Fee is deferred it will be payable from cash received from the operation of the Limited Partnership, after payment of debt service and operating expenses (“Cash Flow”), during the Tax Credit Compliance Period. Any principal balance and/or accrued interest on the Deferred Developer Fee remaining unpaid by the end of the eleventh (11th) year of the Tax Credit Compliance Period must be paid in full by the General Partner. Developer fee will be funded as follows: 25% at Closing, 25% at Construction Completion, 40% at Stabilization, and 10% at 8609s.

7. Reserve Requirements

A. Operating Reserve. $280,532, will be funded from a portion of the Limited Partner’s Capital Contributions. The General Partner will be permitted to use funds in the Operating Reserve account prior to any draw on its Operating Deficit Guaranty obligation. We approve all withdrawals from the Operating Reserve account. This Operating Reserve account remains with the Limited Partnership through the Tax Credit Compliance Period and any funds in the account at the end of that period will be distributed according to the priorities identified for Sale/Refinancing proceeds under Paragraph 13 hereof.

B. Replacement Reserve. $33,000 will be funded from a portion of the Limited Partner’s Capital Contributions. The General Partner must fund the Replacement Reserve account in the annual amount of $300 per unit per year (to be increased annually by 3% per annum from Project revenues throughout the Tax Credit Compliance Period. We must approve withdrawals that in the aggregate during any calendar year exceed the lesser of (i) $5,000 or (ii) ten percent (10%) of the amount then remaining in the Replacement Reserve account. Any funds remaining in the Replacement Reserve account at the end of the Tax Credit Compliance Period will
be distributed according to the priorities identified for Sale/Refinancing proceeds under Paragraph 13 hereof.

8. **General Partner Guaranties and Other Obligations**

A. **Development Completion Guaranty.** Guarantors will provide an unlimited guarantee of development completion which includes payments required for construction completion, funding of any operating deficits prior to Stabilized Occupancy, and conversion of the construction loan to a right-sized permanent loan having debt service requirements consistent with targeted debt service coverage levels. The General Partner will provide monthly reports to us during construction. The general contractor will provide (i) either a Stipulated Sum Contract or a Guaranteed Maximum Price Contract (using the current AIA form of agreement), and (ii) either a letter of credit equal to 15% of the total construction cost or a 100% payment and performance bond.

B. **Operating Deficit Guaranty.** Guarantors will provide an Operating Deficit Guaranty in the amount of $700,000 until the Project has maintained a 1.20 annual Debt Service Coverage Ratio for two consecutive years after the third anniversary of the date Stabilized Occupancy is achieved. If at the end of that period the Operating Reserve is not funded at the level specified in Paragraph 10.B above, the Operating Deficit Guaranty will remain in effect until the General Partner causes the Operating Reserve to be funded at the required level in the manner provided in the Limited Partnership Agreement.

C. **Repurchase.** Guarantors are required to repurchase the Limited Partner’s interest if certain major adverse events occur that threaten the continuing viability of the Project or its ability to generate the projected Tax Credits. The conditions triggering this repurchase obligation and the repurchase amount are described in detail in the Limited Partnership Agreement.

D. **Environmental Indemnification.** Guarantors will provide an environmental indemnification with regard to the presence of any hazardous substances or the existence of other environmental conditions at the Project Property. Our standard environmental indemnification provisions are contained in the Limited Partnership Agreement.

**Guaranty of General Partner’s Obligations.** The Guarantor(s) (jointly and severally if there is more than one) will guaranty full performance of all of the General Partner’s obligations under the Limited Partnership Agreement, including the specific guaranty obligations described under this Paragraph 11. All guaranties provided by the General Partner and Guarantor(s) are joint and several and payments under these guaranties will be made as no-interest loans to the Limited Partnership.
9. **Limited Partner Transfers**

   The Limited Partner will have certain rights to transfer its interest in the Limited Partnership, including the right to withdraw from the Limited Partnership at any time after the Limited Partner has satisfied its obligation to pay Capital Contributions and the right to put its interest to the General Partner upon the expiration of the Tax Credit Compliance Period.

10. **Reports**

   During the term of our investment, the General Partner will provide the following reports: (i) quarterly management and financial reports for the Limited Partnership, (ii) state and federal tax returns, (iii) monthly construction status and lease-up reports, (iv) copies of all construction loan draw requests, (v) annual audited financial statements for the Limited Partnership prepared in accordance with generally accepted accounting principles (GAAP), (vi) annual budget, and (vii) other information regarding significant Limited Partnership operations. The General Partner is required to submit such reports to the Limited Partner within the time frames established by the Limited Partnership Agreement. The fiscal year of the Limited Partnership will be the calendar year unless otherwise specified by us.

11. **Limited Partner Expenses**

   We will charge the Limited Partnership $52,000 for legal fees and other closing costs inclusive of the NEF tax opinion. We may require a third party construction inspector to provide monthly reports to us. If a third party construction inspector is needed, the cost will be added to the Project budget.

12. **Model Form Project Limited Partnership Agreement**

   The Limited Partnership Agreement will be prepared by our attorneys using our current model form agreement. The model form contains a variety of key terms that define the rights and obligations of the parties. This document is updated on a periodic basis in response to comments we receive from investors.

13. **Summary**

   This Letter summarizes the general terms and conditions of our investment which will be further detailed in the Limited Partnership Agreement. If these terms are acceptable to you, please sign and return this Letter to:
This Letter is valid until August 31, 2018 with an LPA closing no later than October 31, 2018. If this Letter is not signed by you prior to such date due to changes in market conditions or other assumptions on which this Letter is based, we will extend the date so long as you continue to work with us in good faith to restructure the transaction in a mutually satisfactory manner. We reserve the right to terminate this Letter at any time if we determine that such efforts are not likely to lead to a result reasonably satisfactory to us within a reasonable period of time not to exceed sixty (60) days from the date of this Letter.

By signing this Letter, and in consideration of the cost and expense incurred or to be incurred by us in conducting due diligence documentation and review, the Sponsor/General Partner hereby grants NEF or its affiliate the right to acquire a 99.99% interest in the Limited Partnership and the exclusive right to syndicate the Tax Credits generated by the Project. Our exclusive right to syndicate the tax credits shall continue until the earlier of (i) the date that occurs two years from the date of this letter or (ii) the date on which we agree in writing to terminate its exclusive right to syndicate the Tax Credits. Also, by executing this Letter you hereby authorize us to make any credit inquiries that we may deem necessary as part of its underwriting. These credit inquiries may be performed on the General Partner, Sponsor/Developer, Guarantors, or any other entities as determined to be necessary by us.

As next steps, we will perform a site visit and conduct document review and other due diligence activities to verify the information that has been provided and will be provided and the assumptions contained in the Projections. Our ability to recommend this proposed investment for final internal approval will depend upon a satisfactory outcome to these due diligence activities. Final internal approval requires action by our Investment Review Committee. If the committee grants approval, we will prepare the Limited Partnership Agreement and discuss with you and your attorneys all closing documentation and checklist items. This Investment Review Committee must approve this investment and the closing must occur by the date shown in Paragraph 5 above. We reserve the right to terminate this Letter if we determine that any of the conditions described in this paragraph have not or will not be met in a timely manner.

Upon receipt of this Letter executed by you, NEF will continue its due diligence on the Project investment. At your request, we may engage outside counsel to draft documents and conduct legal reviews prior to approval of this transaction by our Investment Review Committee, on the condition that you assume responsibility for payment of our legal fees if the transaction is not approved or does not close due to a change of assumptions incorporated in the Projections or other reasons outside of NEF’s control.
We look forward to working with you and your organization on this important affordable housing project in your community.

Sincerely,

Debbie Burkart, Vice President
March 1, 2018

St. Elizabeth Place LP
 c/o Jessica Thompson
 Fifth Ward CRC
 4300 Lyons Avenue, Suite 300
 Houston, TX 77020

Version 3.0    Sent via e-mail jthompson@fifthwardcdc.org

Re: Acquisition of Texas Historic Rehabilitation Tax Credits

Dear Jessica:

This letter sets forth the commitment of Commerce Bancshares, Inc. ("Commerce") to purchase, and the commitment of St Elizabeth Place LP (or its assigns) ("Owner") to sell, certain Texas historic rehabilitation tax credits issued by the Texas Comptroller of Public Accounts pursuant to Tex. Tax Code § 171.901 et seq. ("Tax Credits").

1. Description of Project -- The project is renovation of the building located at 4514 Lyons Avenue, Houston, Texas, to be known as St Elizabeth Place, which is a certified historic structure or a structure in a certified historic district that satisfies the requirements of Tex. Tax Code § 171.901 (or nomination pending/under consideration).

2. Amount of Tax Credit -- Pursuant to Tex. Tax Code § 171.905, the amount of available Tax Credits is 25% of the total eligible costs and expenses of qualified rehabilitation. The anticipated amount of the total eligible costs and expenses of qualified rehabilitation of this project is $16,514,882 with anticipated Tax Credits of approximately $4,128,720 (25% x $16,514,882).

3. Purchase Price -- Commerce will pay to Owner the amount of $0.915 per $1.00 of Tax Credits actually delivered to Commerce ("Purchase Price"), provided that the Tax Credits are delivered to Commerce on or before the expiration date set forth in Section 5 below. Owner is estimating a net after tax contribution rate of 0.80% on the dollar, for an estimate net contribution of $3,302,646 (at 99.9% between entities). Notwithstanding anything herein to the contrary, Commerce is not obligated to pay the Purchase Price until the tax credit certificate has been issued in Commerce's name.
4. **Delivery Date** -- The Tax Credits are anticipated, but not required, to be available in calendar year 2020.

5. **Expiration** -- Commerce’s obligation to acquire the Tax Credits **shall expire on December 31, 2023.** Commerce shall send written notice to Owner if Commerce elects to terminate this commitment on or after such date. Termination shall be effective on the date notice of said election is deposited in the U.S. mail, postage prepaid, to the address stated above. In no event shall Commerce’s obligation to acquire the Tax Credits extend beyond the useable date for the Tax Credits. In addition, Commerce may terminate this commitment, and Commerce shall have no obligation under this commitment, if any of the following shall occur: (a) Owner shall become subject to any bankruptcy, reorganization or insolvency proceeding, (b) any default has occurred in the performance of any of Owner’s obligations with respect to the Tax Credits or with respect to this commitment, (c) any material adverse change occurs in the financial condition of Owner or the State of Texas, or (d) the Texas legislature, the Texas Comptroller of Public Accounts, the Texas Historical Commission, the Texas Department of Revenue or any other agency or department, changes the statutes, regulations, interpretations or procedures with respect to any aspect of Texas historic rehabilitation tax credits in general or the Tax Credits specifically.

6. **Exclusivity** -- Owner grants Commerce the exclusive right to purchase the Tax Credits from Owner pursuant to the terms and conditions hereof. Owner shall not negotiate with any other party during the term of this commitment with respect to the Tax Credits. Owner agrees that it will cause the Tax Credits to be sold to Commerce, whether the Tax Credits are owned by Owner or any affiliate.

7. **Owner Authority** -- Owner represents and warrants to Commerce as follows:

   a) Owner will diligently pursue the applicable approval of the Texas Historical Commission, the Texas Comptroller of Public Accounts and any other appropriate agency or department for the Tax Credits, including but not limited to, making all the appropriate filings in a timely manner. Owner will diligently prosecute such application and do and perform all acts necessary to obtain the applicable approval and necessary documents to transfer the Tax Credits to Commerce. Owner will provide Commerce with a copy of all such applications and correspondence within five days of filing or receipt. The applications submitted by Owner will be true and correct in all material respects, including without limitation, the computation of qualified rehabilitation expenditures and basis for the project.

   b) Owner has the authority to enter into this commitment and to consummate the transactions contemplated hereby. This commitment shall be binding upon Owner and its successors and assigns.

   c) Upon receipt of approval by the Texas Comptroller of Public Accounts of the Tax Credits, Owner will execute Commerce’s standard Tax Credit Purchase Agreement which includes Owner’s indemnity of Commerce and its assigns in the event of a recapture or reduction in the amount of Tax Credits or in the event that the timing of the use of the Tax Credits is subsequently restricted. Owner will execute such
other documents and will take such other action, as may be reasonably requested by Commerce.

d) Owner is (or will be) the rightful owner of the Tax Credits, the Tax Credits when issued are assignable, the Tax Credits can be used by Commerce or its successors and assigns to offset their tax liability in the year in which the Tax Credits are issued and the Tax Credits may be carried forward to any of the succeeding five years, and Owner shall transfer the Tax Credits to Commerce or its successors and assigns. Commerce may assign its right to purchase the Tax Credits to a third party, provided that such assignment shall not relieve Commerce of its obligations to Owner hereunder.

e) Owner has disclosed to Commerce all material facts concerning the Tax Credits. Owner will provide Commerce with such other information as Commerce shall reasonably request from time to time.

f) Owner will develop, rehabilitate, construct, operate, use and manage the project in such manner so as to not cause the revocation, cancellation, termination or disallowance of the Tax Credits, or otherwise prevent Commerce from receiving the Tax Credits.

8. Commerce Authority -- Commerce represents and warrants to Owner as follows:

a) Commerce has the authority to enter into this commitment and to consummate the transactions contemplated hereby.

b) This commitment shall be binding upon Commerce and its successors and assigns.

9. No Tax Advice -- Each party acknowledges that it has relied upon its own tax and legal consultants. Each party must rely on its own tax advisors with respect to the methods of structuring the Tax Credits and any benefits that may result therefrom. Owner cannot rely upon any documents, summaries, projections or other information that may have been directly or indirectly provided by Commerce regarding the tax implications of tax credit transactions in general or the Tax Credits specifically. Each party is responsible for paying its own costs and expenses associated with the establishment and transfer of the Tax Credits.

10. Governing Law -- This commitment shall be governed by and construed in accordance with the laws of the State of Texas.

11. Final Agreement -- All prior representations and agreements between the parties with respect to the Tax Credits are merged into this commitment. This commitment can be changed only by a writing signed by the parties hereto. This commitment shall automatically become superseded upon the parties’ execution of a Tax Credit Purchase Agreement with respect to the purchase and sale of the Tax Credits as contemplated hereunder.

12. Fees -- Owner shall pay any and all fees charged by the State of Texas, the Texas Comptroller of Public Accounts, the Texas Historical Commission or any other agency, to process
March 1, 2018
Page 4

the tax credit application and to transfer the Tax Credits to Commerce. If Owner does not pay such fees, Commerce has the right but not the obligation, to pay such fees on behalf of Owner and, if Commerce pays such fees, to reduce the amount of the Purchase Price by the amount of such fees paid by Commerce.

If this commitment is acceptable to you, please sign a copy of this letter and return it to Stacy Rubenstein at Commerce Bank (via e-mail to stacy.rubenstein@commercebank.com) by March 31, 2018. If Commerce does not receive your executed copy of this letter by such date, this commitment will expire unless Commerce extends this commitment by signing a written extension agreement.

We are pleased to have the opportunity to work with you.

Yours very truly,

COMMERC BANK

By: [Signature]
Printed Name: Stacy B. Rubenstein
Title: Tax Credit Specialist

STACY B. RUBENSTEIN
Tax Credit Specialist
Commerce Bank

The undersigned on behalf of St Elizabeth Place LP by his/her signature hereto agrees to the terms and conditions contained in this letter.

St Elizabeth Place LP

By: [Signature]
Printed Name: Jessica Thompson
Title: Authorized Representative
Date: 3/1/2018
February 20, 2018

Sallie Burchett
Structure Development
702 San Antonio Street
Austin, TX 78701

Re: National Register and historic tax credit eligibility, St. Elizabeth’s Hospital, 4514 Lyons Ave, Houston, Harris County

Dear Ms. Burchett,

Thank you for your interest in the National Register of Historic Places (NRHP) and the historic tax credit programs administered by the Texas Historical Commission (THC). We understand that your client intends to pursue both the Federal Historic Rehabilitation Tax Credit and the Texas Historic Preservation Tax Credit for the rehabilitation of the above-referenced property.

We have received and reviewed your Part 1—Evaluation of Significance (federal application) and your Part A: Evaluation of Significance (state application). We have determined that St. Elizabeth’s Hospital appears to meet the National Register Criteria for Evaluation and will likely be listed in the NRHP if nominated according to the National Park Service procedures. Your Part 1 application has been similarly approved by the National Park Service.

The hospital complex is, therefore, eligible to participate in both the federal and state historic tax credit programs. Once architectural plans are in place, you must submit Part 2—Description of Rehabilitation and Part B: Description of Rehabilitation applications to the THC to ensure that the project will meet the Secretary of the Interior’s Standards for Rehabilitation and the requirements of the tax credit programs. As part of those requirements, you must also continue working with the THC’s National Register Coordinator to complete the historic designation process.

We look forward to further consultation about your project and thank you for your interest in the cultural heritage of Texas. If you have any questions or if we can be of further assistance, please contact Caroline Wright at 512/463-7687 or caroline.wright@thc.texas.gov.

Sincerely,

[Signature]

Caroline Wright
Tax Credit Project Reviewer
Division of Architecture
TEXAS HISTORICAL COMMISSION

Texas Historic Preservation Tax Credit Application
Part A: Evaluation of Significance

Read instructions carefully before completing application. No certification will be made unless a completed, signed application form has been received. Type or print clearly in black ink. Signatures must be original. If additional space is needed, attach blank sheets.

12/2014

State Project ID: THPTC-0278-17-091
☐ State Only
☒ State and Federal

Federal Project ID: THC-1398-17-043

Property Name: St. Elizabeth's Hospital
Property Address: 4514 Lyons Avenue
Houston
Harris 77020
Street City County Zip Code

Below is the table for Historic Designation:

<table>
<thead>
<tr>
<th>Historic Designation</th>
<th>Historic Designation</th>
</tr>
</thead>
<tbody>
<tr>
<td>☐ Individually listed on the National Register of Historic Places</td>
<td>☐ Contributing resource in existing National Register District</td>
</tr>
<tr>
<td>☐ Individually listed as a Recorded Texas Historic Landmark</td>
<td>☐ Contributing resource in certified Local Historic District</td>
</tr>
<tr>
<td>☐ Individually listed as a State Antiquities Landmark</td>
<td>Name of district:</td>
</tr>
<tr>
<td>☑ This is a preliminary request for individual determination of eligibility for the National Register of Historic Places</td>
<td>☐ This is a preliminary request for a property outside the Area or Period of Significance of an existing district</td>
</tr>
</tbody>
</table>

Below is the table for Applicant and Project Contact:

<table>
<thead>
<tr>
<th>Applicant</th>
<th>Project Contact</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name Kathy Flanagan-Payton</td>
<td>Name Anna Mod</td>
</tr>
<tr>
<td>Company 4514 Lyons LLC</td>
<td>Company SWCA Environmental Consultants</td>
</tr>
<tr>
<td>Address 4300 Lyons Ave., Suite 300</td>
<td>Address 10245 West Little York Road, Suite 600</td>
</tr>
<tr>
<td>City Houston Zip 77020</td>
<td>City Houston State TX Zip 77040</td>
</tr>
<tr>
<td>Telephone (713) 674-0175 Email <a href="mailto:kpayton@fishwardcr.org">kpayton@fishwardcr.org</a></td>
<td>Telephone (281) 617-3217 Email <a href="mailto:amod@swca.com">amod@swca.com</a></td>
</tr>
</tbody>
</table>

THC Official Use Only

The Texas Historical Commission has reviewed Part A for the above-named property and has determined that the property:

☐ is currently listed individually on the National Register, or as a State Antiquities Landmark or Recorded Texas Historic Landmark.
☐ contributes to the significance of the above-named district or National Register property and is a certified historic structure.
☐ does not contribute to the significance of the above-named district or property.

Preliminary determinations of eligibility:

☒ appears to meet the National Register Criteria for Evaluation or criteria for approval as a SAL or RTHL, and will likely be listed as such if nominated according to official procedures.
☐ does not appear to meet the criteria for individual listing in the National Register or as a SAL or RTHL.
☐ appears to contribute to the significance of a potential historic district, which will likely be listed if duly nominated.
☐ appears to contribute to the significance of a registered historic district if the period or area of significance as currently documented in NPS/THC records is expanded.
☐ does not appear to qualify as a certified historic structure.
☐ cannot be evaluated because insufficient information has been provided.

Texas Historical Commission Authorized Signature

Date 2-7-18
Texas Historic Preservation Tax Credit Application: Part A

Property Name: St. Elizabeth's Hospital

Description of Physical Appearance  
(add continuation sheets if necessary)

Please see attached.

Construction date(s): 1947  
Date(s) of alterations: 1958, 1960, 1964, 1989  
Source(s) of date(s): Sanborn, aerial photos, newspapers

No. buildings on site: 2  
No. buildings contributing: 1  
Has building been moved? Y N  
Date __________

Statement of Significance  
(add continuation sheets if necessary)

Note: this section is not required if the property is a Registered Texas Historic Landmark or State Antiquities Landmark and has no additional outbuildings or secondary resources.

Please see attached.

Photographs and Maps

Please submit photos (exterior and interior) and a map with your application. See instructions for details.

Applicant Agreement

I hereby swear or affirm, under penalty of perjury, that the information which has been provided in this application is, to the best of my knowledge, true, correct, and complete. I further swear or affirm that I am the owner or have the authority to act on behalf of the owner(s) of the above-described property (within the meaning of owner set forth in Title 13, section 13.1 of the Texas Administrative Code). If I am not the owner of this property, the owner(s) is/are aware of the action I am taking relative to this application, has no objection, and has signed below to affirm the same.

[Signature]
Kathy Flanagan-Payton  
Applicant Name  
Date 5/1/2017

[Signature]
Kathy Flanagan-Payton  
Owner Name  
Date 5/1/2017

Continuation sheets attached
HISTORIC PRESERVATION CERTIFICATION APPLICATION
PART 1 – EVALUATION OF SIGNIFICANCE

NPS Project Number: 362178

Instructions: This page must bear the applicant's original signature and must be dated. The National Park Service certification decision is based on the descriptions in this application form. In the event of any discrepancy between this application form and other, supplementary material submitted with it (such as architectural plans, drawings and specifications), the application form takes precedence. A dupli cate form will be provided to the Internal Revenue Service.

1. Property Name: St. Elizabeth's Hospital
   Street: 4514 Lyons Avenue
   City: Houston
   County: Harris
   Name of Historic District: n/a
   State: TX
   Zip: 77020
   Received: FEB 07 2018

2. Nature of request (check only one box)
   [X] certification that the building contributes to the significance of the above-named historic district or National Register property for rehabilitation purposes.
   [ ] certification that the building contributes to the significance of the above-named historic district for a charitable contribution for conservation purposes.
   [ ] certification that the building does not contribute to the significance of the above-named district.
   [ ] preliminary determination for individual listing in the National Register.
   [ ] preliminary determination that a building located within a potential historic district contributes to the significance of the district.
   [ ] preliminary determination that a building outside the period or area of significance contributes to the significance of the district.

3. Project Contact (if different from applicant)
   Name: Anna Mod
   Company: SWCA Environmental Consultants
   Street: 10245 W. Little York
   City: Houston
   Zip: 77040-2937
   Telephone: (281) 617-3217
   Email Address: amod@swca.com

4. Applicant
   I hereby attest that the information I have provided is, to the best of my knowledge, correct. I further attest that [check one or both boxes, as applicable]
   [X] I am the owner of the above-described property within the meaning of "owner" set forth in 36 CFR § 67.2 (2011), and/or
   [ ] If I am not the fee simple owner of the above-described property, the fee simple owner is aware of the action I am taking relative to this application and has no objection, as noted in a written statement from the owner, a copy of which (i) either is attached to this application form and incorporated herein, or has been previously submitted, and (ii) meets the requirements of 36 CFR § 67.3(e)(1) (2011). For purposes of this attestation, the singular shall include the plural wherever appropriate. I understand that knowing and willful falsification of factual representations in this application may subject me to fines and imprisonment under 18 U.S.C. § 1001, which, under certain circumstances, provides for imprisonment of up to 5 years.
   Name: Kathy Payton
   Signature: Kathy Payton
   Date: 02-21-17

   Applicant Entity: 4514 Lyons LLC
   Street: 4300 Lyons Avenue, Suite 300
   City: Houston
   Zip: 77020-2569
   Telephone: (713) 674-0175
   Email Address: kpayton@fifthwardcrc.org

NPS Official Use Only

The National Park Service has reviewed the Historic Preservation Certification Application – Part 1 for the above-named property and has determined that the property:

[ ] contributes to the significance of the above-named district or National Register property and is a "certified historic structure" for rehabilitation purposes.
[ ] contributes to the significance of the above-named district and is a "certified historic structure" for a charitable contribution for conservation purposes.
[ ] does not contribute to the significance of the above-named district.

Preliminary Determinations:
[ ] appears to meet the National Register Criteria for Evaluation and will likely be listed in the National Register of Historic Places if nominated by the State Historic Preservation Officer according to the procedures set forth in 36 CFR Part 60.
[ ] does not appear to meet the National Register Criteria for Evaluation and will likely not be listed in the National Register.
[ ] appears to contribute to the significance of a potential historic district, which will likely be listed in the National Register of Historic Places if nominated by the State Historic Preservation Officer.
[ ] appears to contribute to the significance of a registered historic district if the period or area of significance as documented in the National Register nomination or district documentation on file with the NPS is expanded by the State Historic Preservation Officer.
[ ] does not appear to qualify as a certified historic structure.

Date: 04-19-17
National Park Service Authorized Signature

NPS comments attached
COMMENTS SHEET
Historic Preservation Certification Application

Property name: St. Elizabeth's Hospital Project Number: 36278
Property address: 4514 Lyons Ave., Houston Texas

These comments respond to the Historic Preservation Certification Application --

X☐ Part 1 ☐ Part 2 ☐ Request for Certification of Completed Work.

The National Park Service (NPS) has reviewed the Historic Preservation Certification Application -- Part 1 for the property cited above, and has determined that the property appears to meet the National Register Criteria for Evaluation and will likely be listed in the National Register of Historic Places if nominated by the State Historic Preservation Officer.

Because the property contains more than one building, and those buildings were functionally related historically to serve an overall purpose, program regulations require NPS to determine which of the buildings contribute to the significance of the historic property, and therefore will be "certified historic structures" when the property is listed. Based on the documentation presented, the following buildings appear to contribute to the significance of the property:

The period of significance is 1947-1967
Criteria A, Ethnic Heritage Black and Health/Medicine

Contributing buildings
Original plan Hospital, 1947, Contributing
Chapel, 1949, non-contributing
West Wing, contributing addition, 1958
East Wing, contributing addition, 1960
Pump House, 1960, contributing
Convent/dormitory 1964, contributing
Rear addition, non-contributing, 1989

This determination is preliminary only. These buildings will become "certified historic structures" only when the property is listed in the National Register of Historic Places.

The same regulations also require NPS to review the rehabilitation work under your ownership as a single overall project, and to issue rehabilitation certification on the merits of the overall project rather than for each structure. Consequently, the submitted Part 2 of the application, Description of Rehabilitation Work, must describe all proposed work on the property, although the 20% investment tax credit is based only on costs for the rehabilitation of "certified historic structures"

The National Park Service has reviewed and approved the submitted application noted above. These comments must be addressed in future submissions related to this project.

01/19/2018
Date

National Park Service Signature

202/354/2236
Telephone Number
Sponsor Characteristics
Sponsor Characteristics (Competitive HTC Only)

Pursuant to §11.9(b)(2) of the Qualified Allocation Plan, an Application may qualify to receive up to two (2) points provided the ownership structure meets one of the following requirements in parts 1 OR 2 below;

1. Application is attempting to score as a Qualified Nonprofit or certified HUB with ownership interest and material participation and meets the criteria below:

   Yes  If attempting to score as a Qualified Nonprofit, Application is applying under the Nonprofit Set-Aside

   Yes  If attempting to score as a certified HUB, evidence of the HUB's existence from the Texas Comptroller of Accounts is provided behind this Tab

   Yes  The Qualified Nonprofit or certified HUB has some combination of ownership interest, cash flow from operations, and developer fee which taken together equal at least 50% and no less than 5% for any category.
   - Ownership Interest: 70.000%
   - Cash flow from operations: 70.000%
   - Developer Fee: 30.000%
   - Total: 170.00%

   Yes  The Qualified Nonprofit or certified HUB will materially participate in the Development and the operation of the Development throughout the Compliance Period. A detailed narrative describing how that material participation will be achieved is included.

   Yes  The Qualified Nonprofit or certified HUB has experience directly related to the housing industry. Mark all that apply and provide a detailed narrative describing experience in each category:
   - Property Management
   - Construction [X]
   - Development [X]
   - Financing [X]
   - Compliance

   X  No Principals of the Qualified Nonprofit or HUB are related Parties to any other Principals of the Applicant or Developer.

   X  Evidence of experience in the housing industry and a statement regarding material participation are provided behind this tab.

Points Claimed: 2

2. Application is attempting to score as a participating Nonprofit or certified HUB and meets the criteria below:

   X  A certified HUB will participate in Development Services or provide onsite tenant services, and evidence of the HUB's existence from the Texas Comptroller of Accounts is provided behind this Tab.

   X  A Nonprofit will participate in Development Services or provide onsite tenant services, and evidence from a state or federal source of the organization's nonprofit status is provided behind this Tab.

   X  No Principals of the HUB or Nonprofit are related Parties to any other Principal of the Applicant or Developer.

   Evidence of experience in the provision of Development Services or in the provision of on-site tenant services as well as a detailed narrative describing how the HUB or Nonprofit will provide such services must be included behind this tab.

Points Claimed: 0

Total Points Claimed: 2
Owner and Developer Organization Charts
Applicants should note that subsequent changes to the Development Ownership structure presented in this section will require the written consent of the Department.

Pursuant to §10.204(13)(A) of the Uniform Multifamily Rules, submit three separate charts. One showing the complete organizational structure of each of the following entities: Development Owner, Developer, and Guarantor.

The organization charts must include:

- The names and ownership percentages of all Persons having an ownership interest in the Development Owner, Developer, and/or Guarantor.
- Nonprofit entities, public housing authorities, publicly traded corporations, individual board members and executive directors must be included in Organization charts.
- Any and all trusts must list all beneficiaries that have the legal ability to control or direct activities of the trust and are not just financial beneficiaries.

In the case of:

(A) Partnerships - Principals include all general Partners and Special LPs (any LP that is not the Syndicator is a "Special LP);

(B) Corporations - Principals include the executive director and all members of the board (shown with "0%" ownership as applicable). For to-be formed instrumentalities of PHAs, where the executive director and board remain to be determined, include the PHA, itself, and its members;

(C) Limited liability companies - Principals include all the managing members and all other members.

Org. Chart Example:

Information about Organizations that will own or control the Applicant or other related organizations will be provided in the List of Organizations with an Ownership Special Interest in the Applicant form.

Note that the percentage refers to the entity to which the Person is directly connected, not to the whole Development Owner.

If a revised chart is submitted, include date of submission!
11. Cloudbreak Previous Participation Form requires marking the second box.

A corrected form is attached.

12. Submit confirmation that all members of the development owner, developer and guarantor that have Control are listed on the organization charts.

All members that have control of the development are listed in the organization charts. These include: Peter Postlmayr, Randall A. Bishop, Thomas R. “Tim” Cantwell and the Board Chair and Vice Chair for Fifth Ward Community Revitalization Corporation, Charles Turner and Bridgette Steele.

Please let us know if you have any further questions or require further documentation. Thank you for your consideration.

Sincerely,

Sarah H. Andre,
Consultant to the Project
St. Elizabeth Place Owner Organizational Structure

**Fifth Ward Community Redevelopment Corporation**
(70%) TIN: 76-0288037

- **Board of Directors:**
  - Charles Turner (Chair)
  - Bridgette Steele (Vice Chair)

- **Authorized Signer:** Jessica Thompson – Vice President of Development

**St. Elizabeth Place LP**
TIN: TBD

**St. Elizabeth Place GP LLC**
TIN: TBD
(00.01%)

**Cloudbreak Development II, LLC**
(30%) TIN: 71-0876135

- **Peter Postlmayr**
  (50%)

- **Randall A. Bishop**
  (50%)

**Investor Limited Partner (TBD)**
(99.99%)
St. Elizabeth Place Developer Organizational Structure

Fifth Ward Community Redevelopment Corporation
Co-Developer
(30%) TIN: 76-0288037

Board of Directors:
Charles Turner
(Chair)
Bridgette Steele
(Vice Chair)

Authorized Signer:
Jessica Thompson – Vice President of Development

Cloudbreak Development II, LLC
Co-Developer
(70%) TIN: 71-0876135

Peter Postlmayr
(50%)

Randall A. Bishop
(50%)
St. Elizabeth Place Guarantor Organizational Structure

Thomas R. “Tim” Cantwell
100%
List of Organizations and Principals
List of Organizations and Principals

Provide the requested information for all partnerships, corporations, limited liability companies, trusts, or any other public or private entity and their Affiliates identified on the Owner and Developer Organization Charts. Organizations that own or control other organizations should also be identified until the only remaining sub-entity would be natural persons. Organizations that are Developers and/or Guarantors must also be listed on this form as must any organization (and natural person whose ownership interest in an applicable entity is direct instead of via membership in an organization) that will receive more than 10% of the developer fee. (Note: Entity Names, Principals, and ownership percentage should coincide with the Owner and Developer Organization Charts)

<table>
<thead>
<tr>
<th>Applicant Legal Name:</th>
<th>St. Elizabeth Place, LP</th>
<th>Address: 4300 Lyons Avenue, Suite 300</th>
<th>City: Houston</th>
<th>State: TX</th>
<th>Zip: 77020</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name(s) of Entities the Organization Owns or Controls:</td>
<td>na</td>
<td>Organization legally formed?</td>
<td>No</td>
<td>Date formed:</td>
<td>n/a</td>
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<tr>
<td>Previous TDHCA Experience?</td>
<td>No</td>
<td>Phone:</td>
<td>(713) 674-0175</td>
<td>Email:</td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
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<tr>
<td>Organization Legal Name:</td>
<td>St. Elizabeth Place GP LLC</td>
<td>Role/Title</td>
<td>General Partner</td>
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<td>State: TX</td>
<td>Zip: 77020</td>
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<td>Date formed:</td>
<td>Apr-89</td>
<td>Legal Org is or will be: Non-Profit</td>
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<td>Previous TDHCA Experience?</td>
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<td>7136740175</td>
<td>Email:</td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
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<tr>
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<td>Ability to exercise Control over the Development?</td>
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<td>3. St. Elizabeth Place, LP</td>
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<td>6. St. Elizabeth Place, LP</td>
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<th>Fifth Ward Community Redevelopment Corporation</th>
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<td>Zip: 77020</td>
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<td>Yes</td>
<td>Date formed:</td>
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<td>Previous TDHCA Experience?</td>
<td>No</td>
<td>Phone:</td>
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<tr>
<td>Organization is identified on Org. Chart:</td>
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<td>Ability to exercise Control over the Development?</td>
<td>Yes</td>
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<tr>
<td>List of Sub-Entities or Principals:</td>
<td>1. Charles Turner, Chair</td>
<td>TDHCA Experience:</td>
<td>No</td>
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<tr>
<td></td>
<td>2. Bridgette Steele, Vice Chair</td>
<td>TDHCA Experience:</td>
<td>No</td>
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<tr>
<td></td>
<td>3. Jessica Thompson, Authorized Signer</td>
<td>TDHCA Experience:</td>
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<td>4. Randall A. Bishop</td>
<td>TDHCA Experience:</td>
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<td>5. Peter Postlmayr</td>
<td>TDHCA Experience:</td>
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<td></td>
<td>6. Third Party</td>
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<th>Cloudbreak Development II, LLC</th>
<th>Role/Title</th>
<th>Owner/Developer</th>
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<tr>
<td>Address: 414 South Marengo Avenue</td>
<td>City: Pasadena</td>
<td>State: CA</td>
<td>Zip: 91101</td>
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<tr>
<td>Name(s) of Entities the Organization Owns or Controls:</td>
<td>St. Elizabeth Place GP LLC</td>
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<td>310-568-9100</td>
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<tr>
<td>Organization is identified on Org. Chart:</td>
<td>Yes</td>
<td>Ability to exercise Control over the Development?</td>
<td>No</td>
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<tr>
<td>List of Sub-Entities or Principals:</td>
<td>1. Randall A. Bishop</td>
<td>TDHCA Experience:</td>
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<td>TDHCA Experience:</td>
<td>Yes</td>
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</tbody>
</table>
Previous Participation
1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, HOME (RHD), and BOND) that you have controlled at any time.

By selecting this box I certify that I have no prior experience with any TDHCA administered affordable rental program.

<table>
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<tr>
<th>TDHCA ID#</th>
<th>Property Name</th>
<th>Property City</th>
<th>Program</th>
<th>Control began (mm/yy)</th>
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</tbody>
</table>

2. Identify all Community Affairs and Single Family department programs that you have participated in within the last three (3) years by placing an "x" next to the program name.

By selecting this box I certify that I have no prior experience with any TDHCA Single Family or Community Affairs Programs.

<table>
<thead>
<tr>
<th>Community Affairs:</th>
<th>CEAP</th>
<th>DOE</th>
<th>HHSP</th>
<th>WAP</th>
</tr>
</thead>
<tbody>
<tr>
<td>HOME:</td>
<td>CFDC</td>
<td>HBA</td>
<td>PWD</td>
<td>TBRA</td>
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<td></td>
<td>DR</td>
<td>HRA</td>
<td>SFD</td>
<td></td>
</tr>
<tr>
<td>HTF/OCI:</td>
<td>AYBR</td>
<td>Bootstrap</td>
<td>CFDC</td>
<td>Self-Help</td>
</tr>
<tr>
<td>Other:</td>
<td></td>
<td></td>
<td></td>
<td>NSP</td>
</tr>
</tbody>
</table>
**Previous Participation Form**

Form must be completed separately for each person that has or will have a controlling interest or oversight in the contract, award, agreement, or ownership transfer being considered. This form should also be completed for each board member, individual with signature authority, executive director, or elected official that represents the person/entity (as applicable).

**Person/Role:** St. Elizabeth Place GP LLC  
**Email Address:** jthompson@fifthwardcrc.org  
**City & State of Home Addr:** Houston, TX  
**Applicant Legal Name:** St. Elizabeth Place, LP

1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, HOME (RHD), and BOND) that you have controlled at any time.

   ![X]  
   By selecting this box I certify that I have no prior experience with any TDHCA administered affordable rental program.

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2. Identify all Community Affairs and Single Family department programs that you have participated in within the last three (3) years by placing an "x" next to the program name.

   ![X]  
   By selecting this box I certify that I have no prior experience with any TDHCA Single Family or Community Affairs Programs.

<table>
<thead>
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<th>Community Affairs:</th>
<th>CEAP</th>
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<th>ESG</th>
<th>LIHEAP</th>
<th>CFDC</th>
<th>HBA</th>
<th>PWD</th>
<th>TBRA</th>
<th>DR</th>
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<th>HTF/OCI:</th>
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<th>Bootstrap</th>
<th>CFDC</th>
<th>Self-Help</th>
<th>Other:</th>
<th>NSP</th>
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<tbody>
<tr>
<td>HOME:</td>
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Previous Participation Form

Form must be completed separately for each person that has or will have a controlling interest or oversight in the contract, award, agreement, or ownership transfer being considered. This form should also be completed for each board member, individual with signature authority, executive director, or elected official that represents the person/entity (as applicable).

Person/Role: Fifth Ward Community Redevelopment Corporation

Email Address: jthompson@fifthwardcrc.org

City & State of Home Addr: Houston, TX

Applicant Legal Name: St. Elizabeth Place, LP

1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, HOME (RHD), and BOND) that you have controlled at any time.

X By selecting this box I certify that I have no prior experience with any TDHCA administered affordable rental program.

<table>
<thead>
<tr>
<th>TDHCA ID#</th>
<th>Property Name</th>
<th>Property City</th>
<th>Program</th>
<th>Control began (mm/yy)</th>
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</tbody>
</table>

2. Identify all Community Affairs and Single Family department programs that you have participated in within the last three (3) years by placing an "x" next to the program name.

X By selecting this box I certify that I have no prior experience with any TDHCA Single Family or Community Affairs Programs.

<table>
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<tr>
<th>Community Affairs:</th>
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Person/Role: Charles Turner
Email Address: jthompson@fifthwardcrc.org
City & State of Home Addr: Houston, TX
Applicant Legal Name: St. Elizabeth Place, LP

1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, HOME (RHD), and BOND) that you have controlled at any time.

   By selecting this box I certify that I have no prior experience with any TDHCA administered affordable rental program.

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2. Identify all Community Affairs and Single Family department programs that you have participated in within the last three (3) years by placing an "x" next to the program name.

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# Previous Participation Form

Form must be completed separately for each person that has or will have a controlling interest or oversight in the contract, award, agreement, or ownership transfer being considered. This form should also be completed for each board member, individual with signature authority, executive director, or elected official that represents the person/entity (as applicable).

**Person/Role:** Bridgette Steele

**Email Address:** jthompson@fifthwardrc.org

**City & State of Home Addr:** Houston, TX

**Applicant Legal Name:** St. Elizabeth Place, LP

## 1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, HOME (RHD), and BOND) that you have controlled at any time.

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By selecting this box I certify that I have no prior experience with any TDHCA Single Family or Community Affairs Programs.

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Person/Role: Cloudbreak Development II, LLC/ Co-Developer and Co-Owner
Email Address: rbishop@cantwell-anderson.com
City & State of Home Addr: Pasadena, CA
Applicant Legal Name: St. Elizabeth Place, LP

1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, Direct Loan (HOME, TCAP, RHD), and BOND) that you have controlled at any time.

   By selecting this box I certify that I have no prior experience with any TDHCA administered affordable rental program.

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Form must be completed separately for each entity (i.e., person, organization, etc.) that has or will have a controlling interest or oversight in the contract, award, agreement, or ownership transfer being considered. This form should also be completed for each board member, individual with signature authority, executive director, or elected official that represents the person/entity (as applicable).

<table>
<thead>
<tr>
<th>Person/Role:</th>
<th>Cloudbreak Development II, LLC/Co-Developer and Co-Owner</th>
</tr>
</thead>
<tbody>
<tr>
<td>Email Address:</td>
<td><a href="mailto:rbishop@cantwell-anderson.com">rbishop@cantwell-anderson.com</a></td>
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<tr>
<td>City &amp; State of Home Addr:</td>
<td>Pasadena, CA</td>
</tr>
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<tr>
<th>Person/Role:</th>
<th>Randall A. Bishop</th>
</tr>
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<tbody>
<tr>
<td>Email Address:</td>
<td><a href="mailto:yoliver@cantwell-anderson.com">yoliver@cantwell-anderson.com</a></td>
</tr>
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| Other:             |      |           |      |           |
|                    |      |           |      |           |
|                    |      |           |      |           |
Person/Role: Peter Postlmayr
Email Address: yoliver@cantwell-anderson.com
City & State of Home Addr: Pasadena, CA
Applicant Legal Name: St. Elizabeth Place, LP

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Person/Role: Timothy R. "Tim" Cantwell
Email Address: yoliver@cantwell-anderson.com
City & State of Home Addr: Pasadena, CA
Applicant Legal Name: St. Elizabeth Place, LP

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Nonprofit Participation
Nonprofit Participation

**Qualification:** Must meet the definition of a Qualified Nonprofit Development pursuant to §10.3(a)(102) of the Uniform Multifamily Rules, §42(h)(5) of the code, and the requirements of §11.5(1) of the Qualified Allocation Plan.

**Documentation:** Eligibility will be confirmed based upon completion of the Nonprofit Participation and Additional Nonprofit Documentation requirements in this section.

- By selecting this box the Applicant affirms the election to be included in the Nonprofit Set-Aside and certifies that they expect to receive a benefit in the allocation of tax credits as a result of being affiliated with a nonprofit.

- By selecting this box the Applicant affirms the election to be excluded from the Nonprofit Set-Aside and certifies that they do not expect to receive a benefit in the allocation of tax credits as a result of being affiliated with a nonprofit.

### Nonprofit Information (ALL Applications)

Only nonprofit organizations will complete this section. All nonprofit Applicants or Principals must complete this form without regard to their level of ownership or the set-aside under which the Application was made.

- **Organization Name:** Fifth Ward Community Redevelopment Corporation (FWCRC)
- **Is the Organization a 501(c)(3) or (4) as of the beginning of the Application Acceptance Period?** Yes
- **If no to the question above, what is its current legal status?**
- **If "Other" please specify:**
- **Date of legal formation of Nonprofit Organization:** 4/1/89

1) **Is Applicant comprised of a joint venture between a Nonprofit and for-profit entity?** Yes
   - **If “Yes”, will this nonprofit organization Control the Applicant?** Yes
   - **What is the ownership percentage of this nonprofit organization?** 70%

2) **Describe the nonprofit’s participation:** FWCRC is a co-developer and long-term owner of the project.

3) **Describe the nonprofit’s participation in the operation of the Development throughout the Compliance and/or extended use period:**

   FWCRC will be involved throughout the extended use period as the General Partner. FWCRC will review all audits. Interact with management and maintain a positive relationship with the City of Houston, as the borrower of local funds for the project.

4) **Will the nonprofit receive part of the development fees paid in connection with the development?** Yes
   - **If "Yes," explain:** FWCRC will receive 30% of the developer fee and 70% of the cash flow.

### LIST OF THE NONPROFIT ORGANIZATION’S BOARD MEMBERS, DIRECTORS AND OFFICERS

<table>
<thead>
<tr>
<th>Name</th>
<th>Title</th>
<th>Address</th>
<th>City</th>
<th>State</th>
<th>Zip</th>
<th>Phone</th>
<th>Ext.</th>
<th>Fax or Email</th>
<th>Occupation</th>
</tr>
</thead>
<tbody>
<tr>
<td>Gayila Bolden</td>
<td>Board Member</td>
<td>4603 New Orleans St.</td>
<td>Houston</td>
<td>TX</td>
<td>77020</td>
<td>(713) 674-0175</td>
<td></td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>Health Hearings Officer</td>
</tr>
<tr>
<td>Name</td>
<td>Title</td>
<td>Address</td>
<td>City</td>
<td>State</td>
<td>Zip</td>
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<tr>
<td>Harvey Clemons, Jr.</td>
<td>Board Member</td>
<td>5706 Trafalger Dr.</td>
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<tr>
<td>April Daniels</td>
<td>Board Member</td>
<td>4300 Lyons Avenue, Suite 300</td>
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<tr>
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<td>Board Member</td>
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<td>Robert Eury</td>
<td>Planning</td>
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<td>Leadership Consultant</td>
<td>1200 Smith St., Suite 1100</td>
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<td></td>
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</tr>
<tr>
<td>Robert Eury</td>
<td>Planning</td>
<td>909 Fannin St. #1650</td>
<td>Houston</td>
<td>TX</td>
<td>77010</td>
<td></td>
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<tr>
<td>Ted Hamilton</td>
<td>Real Estate</td>
<td>4518 Cedar Ridge Trail</td>
<td>Houston</td>
<td>TX</td>
<td>77059</td>
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</tr>
<tr>
<td>Laura Nichols</td>
<td>Leadership Consultant</td>
<td>1200 Smith St., Suite 1100</td>
<td>Houston</td>
<td>TX</td>
<td>77002</td>
<td></td>
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<tr>
<td>Bridgette Steele</td>
<td>Administrative Services</td>
<td>4601 Sumpter St.</td>
<td>Houston</td>
<td>TX</td>
<td>77020</td>
<td></td>
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</tr>
<tr>
<td>Name</td>
<td>Title</td>
<td>Address</td>
<td>City</td>
<td>State</td>
<td>Zip</td>
<td>Phone</td>
<td>Ext.</td>
<td>Fax or Email</td>
<td>Occupation</td>
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<td>--------------------</td>
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</tr>
<tr>
<td>Wiley Henry</td>
<td>Board Member</td>
<td>5609 Perkins</td>
<td>Houston</td>
<td>TX</td>
<td>77020</td>
<td>(713) 674-0175</td>
<td></td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>Operations Manager</td>
</tr>
<tr>
<td>Charles Turner</td>
<td>Board Member</td>
<td>15500 Cutten Rd. -3502</td>
<td>Houston</td>
<td>TX</td>
<td>77070</td>
<td>(713) 674-0175</td>
<td></td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>Pastor</td>
</tr>
<tr>
<td>Marcus Vasquez</td>
<td>Board Member</td>
<td>8931 Jordi Dr</td>
<td>Tomball</td>
<td>TX</td>
<td>77375</td>
<td>(713) 674-0175</td>
<td></td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>Banker</td>
</tr>
<tr>
<td>Anthony Wilcots</td>
<td>Board Member</td>
<td>501 Quitman St.</td>
<td>Houston</td>
<td>TX</td>
<td>77009</td>
<td>(713) 674-0175</td>
<td></td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>Pastor</td>
</tr>
</tbody>
</table>
Nonprofit Supporting Documents
Applications involving a Qualified Nonprofit Organization pursuant to Texas Government Code, §2306.6706 that have a 501(c)(3) or 501(c)(4) designation at the time of Application and competitive 9% HTC Applications electing to compete under the Nonprofit Set-aside must provide the following documentation behind this tab:

- [X] IRS determination letter
- [X] Third Party legal opinion (not applicable to Tax-Exempt Bond Developments)
- [X] The Nonprofit's most recent financial statement as prepared by a Certified Public Accountant (not applicable to Tax-Exempt Bond Developments)
- [X] Certification regarding Board member residence (not applicable to Tax-Exempt Bond Developments)
Dear Sir or Madam:

This is in response to your request of October 30, 2007, regarding your organization's tax-exempt status.

In January 1990 we issued a determination letter that recognized your organization as exempt from federal income tax. Our records indicate that your organization is currently exempt under section 501(c)(3) of the Internal Revenue Code.

Our records indicate that your organization is also classified as a public charity under sections 509(a)(1) and 170(b)(1)(A)(vi) of the Internal Revenue Code.

Our records indicate that contributions to your organization are deductible under section 170 of the Code, and that you are qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Internal Revenue Code.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

Sincerely,

Michele M. Sullivan
Michele M. Sullivan, Oper. Mgr.
Accounts Management Operations
February 27, 2018

Texas Department of Housing and Community Affairs  
P.O. Box 13941  
221 East 11th Street  
Austin, TX 78711-3941  

Re: St. Elizabeth Place (the “Development”)  
4514 Lyons Avenue, Houston, Texas  
TDHCA #18020  

Ladies and Gentlemen:  

St. Elizabeth Place LP, a to-be formed limited partnership, is the “Applicant”. Fifth Ward Community Redevelopment Corporation, a nonprofit corporation (“Fifth Ward CRC”), will be the sole member of the general partner of the Applicant. We have been asked by Applicant to render our legal opinion to meet the requirements of Tex. Gov’t Code, §2306.6706 and 10 TAC §10.204(14)(A)(iii). This opinion is issued to the Texas Department of Housing and Community Affairs (the “Department”) so that the Department, its governing board, and its staff may rely on it in making any determinations that the Applicant is eligible under Tex. Gov’t Code, §2306.6706(b) for a housing tax credit allocation from the nonprofit set-aside.  

In rendering our opinion, we have reviewed: (i) Articles of Incorporation of Fifth Ward CRC dated as of April 10, 1989, as amended, (ii) Amended and Restated Bylaws of Fifth Ward CRC dated as of dated July 31, 2007, as amended and (iii) letter dated October 30, 2007 from the Internal Revenue Service regarding Fifth Ward CRC’s status as an organization exempt from taxes under the Internal Revenue Code. We have also examined the records of Fifth Ward CRC to determine whether or not there exists any identity of interest between Fifth Ward CRC and any for-profit sponsors of the above-referenced development. We have reviewed such other documents, instruments, and writings as we deemed necessary or advisable to enable us to render this opinion. We have assumed and relied upon the genuineness of all documents. The review of all such documents, individually and collectively, forms the basis for our opinion.  

Based upon the foregoing, it is our opinion that:
(1) Fifth Ward CRC is not affiliated with or Controlled (within the meaning of 10 TAC §10.3(a)(29)) by a for-profit organization with respect to the Development.

(2) Fifth Ward CRC is a “Qualified Nonprofit Organization” within the meaning of §2306.6706 and §42(h)(5) of the Internal Revenue Code.

(3) Fifth Ward CRC is an organization described in paragraph (3) or (4) of §501(c), is exempt from taxation under §501(a) of the Internal Revenue Code, and is an organization that has its Internal Revenue Service documentation of designation as a Section 501(c)(3) or 501(c)(4) organization as of the beginning of the Application Acceptance Period. Fifth Ward CRC will be the sole member of Applicant’s general partner.

(4) Fifth Ward CRC is an organization which specifically has the providing of low-income housing as one of its tax exempt purposes.

(5) Applicant is eligible for a housing credit allocation from a set-aside reserved for the use of qualified nonprofit organizations. Fifth Ward CRC will be the sole member of Applicant’s general partner. As such, Fifth Ward CRC will control the general partner and will materially participate in the development and operation of the Development throughout the compliance period, in accordance with section 42(h)(5) of the Internal Revenue Code.

(6) Applicant will have Fifth Ward CRC or an affiliate or subsidiary that is also a nonprofit entity or its nonprofit affiliate or subsidiary meeting the requirements of §2306.6706 and §2306.6729 of the Texas Government Code and §42(h)(5) of the Internal Revenue Code be the Developer or co-Developer as evidenced in the development agreement or other Development documentation.

(7) Fifth Ward CRC prohibits any member of its board of directors, other than a chief staff member, serving concurrently as a member of the board, from receiving material compensation for service on the Board.

(8) Fifth Ward CRC has the ability to do business as a nonprofit in Texas.

This opinion is being furnished solely for the use of the addressee, and no other person may rely on this opinion in any manner. Further, this opinion is rendered as of the date hereof. We undertake no, and hereby disclaim any, obligation to advise you of any changes, including changes in the law, or any new developments which might affect any matters or opinions set forth hereinafore.

Very truly yours,

COATS ROSE, P.C.
FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION AND SUBSIDIARIES

Consolidated Financial Statements and Independent Auditor’s Report

December 31, 2016 and 2015
# FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION AND SUBSIDIARIES

YEARS ENDED DECEMBER 31, 2016 AND 2015

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</tr>
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<tr>
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</tr>
<tr>
<td>Schedule of Functional Expenses 2016</td>
<td>24</td>
</tr>
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<td>Schedule of Functional Expenses 2015</td>
<td>25</td>
</tr>
</tbody>
</table>
INDEPENDENT AUDITOR’S REPORT

To the Board of Directors
    Fifth Ward Community Redevelopment Corporation and Subsidiaries

We have audited the accompanying consolidated statements of Fifth Ward Community Redevelopment Corporation (“FWCRC”) and its subsidiaries Lyons Village Ltd (“Lyons Village”), Lyons Village II, LLC (“Lyons Village II”) and 4514 Lyons, LLC (“Lyons”) (collectively, the “Corporation”), which comprise the consolidated statements of financial position as of December 31, 2016 and 2015, and the related consolidated statements of activities and cash flows for the years then ended, and the related notes to the consolidated financial statements.

Management’s Responsibility for the Financial Statements
Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor’s Responsibility
Our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Corporation’s preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Corporation’s internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.
We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

**Opinion**

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the consolidated financial position of the Corporation as of December 31, 2016 and 2015, and the changes in their consolidated net assets and their consolidated cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements taken as a whole. The schedules of functional expenses on pages 24 and 25 are presented for purposes of additional analysis and are not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The information has been subjected to the auditing procedures applied in the audits of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the consolidated financial statements taken as a whole.

Houston, Texas
June 20, 2017
## FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION AND SUBSIDIARIES

### CONSOLIDATED STATEMENTS OF FINANCIAL POSITION

#### DECEMBER 31, 2016 AND 2015

<table>
<thead>
<tr>
<th>Assets</th>
<th>2016</th>
<th>2015</th>
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</thead>
<tbody>
<tr>
<td><strong>Current Assets</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Cash and cash equivalents</td>
<td>$636,677</td>
<td>$94,365</td>
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<tr>
<td>Contributions receivable</td>
<td>101,086</td>
<td>89,183</td>
</tr>
<tr>
<td>Tenant accounts receivable</td>
<td>2,623</td>
<td>850</td>
</tr>
<tr>
<td>Due from related party</td>
<td>205,081</td>
<td>273,441</td>
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<tr>
<td>Inventories, net:</td>
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<td></td>
</tr>
<tr>
<td>Land and SFR development</td>
<td>2,153,570</td>
<td>2,057,399</td>
</tr>
<tr>
<td>Commercial development</td>
<td>992,286</td>
<td>992,286</td>
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<tr>
<td><strong>Total current assets</strong></td>
<td>$4,091,323</td>
<td>$3,507,524</td>
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<tr>
<td><strong>Noncurrent Assets</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Notes receivable</td>
<td>52,222</td>
<td>54,711</td>
</tr>
<tr>
<td>Due from related party</td>
<td>67</td>
<td>-</td>
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<tr>
<td>Property and equipment, net</td>
<td>3,486,554</td>
<td>3,652,557</td>
</tr>
<tr>
<td>Construction in progress (St. Elizabeth Project)</td>
<td>3,462,578</td>
<td>-</td>
</tr>
<tr>
<td>Other assets</td>
<td>90,463</td>
<td>29,478</td>
</tr>
<tr>
<td><strong>Total noncurrent assets</strong></td>
<td>$7,091,884</td>
<td>$3,736,746</td>
</tr>
<tr>
<td><strong>Total assets</strong></td>
<td>$11,183,207</td>
<td>$7,244,270</td>
</tr>
</tbody>
</table>

| Liabilities and Net Assets | | |
| **Current Liabilities** | | |
| Accounts payable | $438,670 | $347,529 |
| Accrued salaries and related expenses | 130,925 | 131,231 |
| Property tax payable | - | 20,117 |
| Accrued interest payable | 35,451 | 116,671 |
| Other liabilities | 39,975 | 61,105 |
| Current portion of long-term lines of credit | 10,765 | 111,740 |
| Current portion of long-term notes payable | 884,065 | 943,729 |
| **Total current liabilities** | $1,539,851 | $1,732,122 |
| **Noncurrent Liabilities** | | |
| Deposits for program services | 33,037 | 19,399 |
| Retirement payable | 60,649 | 323,379 |
| Long-term notes payable and lines of credit | 5,434,271 | 2,097,396 |
| **Total noncurrent liabilities** | 5,527,957 | 2,440,174 |
| **Total liabilities** | 7,067,808 | 4,172,296 |
| **Net Assets** | | |
| Unrestricted | 2,593,184 | 1,443,263 |
| Temporarily restricted | 10,000 | 26,250 |
| Permanently restricted | 1,512,215 | 1,602,461 |
| **Total net assets** | $4,115,399 | $3,071,974 |
| **Total liabilities and net assets** | $11,183,207 | $7,244,270 |

*See notes to the consolidated financial statements*
FIFTH WARD COMMUNITY
REDEVELOPMENT CORPORATION AND SUBSIDIARIES
CONSOLIDATED STATEMENT OF ACTIVITIES
YEAR ENDED DECEMBER 31, 2016

See notes to the consolidated financial statements
### Revenues and support from operations

<table>
<thead>
<tr>
<th></th>
<th>Unrestricted</th>
<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
</tr>
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<tbody>
<tr>
<td>Public support</td>
<td>$400,728</td>
<td>$26,250</td>
<td>$</td>
<td>$426,978</td>
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<tr>
<td>Contract revenues</td>
<td>888,817</td>
<td></td>
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<td>888,817</td>
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<tr>
<td>Rental income</td>
<td>422,102</td>
<td></td>
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<td>422,102</td>
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<tr>
<td>Non-cash contribution</td>
<td>176,037</td>
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<td><strong>Total revenue and support from operations</strong></td>
<td><strong>1,887,684</strong></td>
<td><strong>26,250</strong></td>
<td></td>
<td><strong>1,913,934</strong></td>
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### Cost of operations

<table>
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<tr>
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<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
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<tbody>
<tr>
<td>Cost of contracts</td>
<td>618,606</td>
<td></td>
<td></td>
<td>618,606</td>
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<tr>
<td>Rental operations</td>
<td>331,645</td>
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<td>331,645</td>
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<tr>
<td>Program services</td>
<td>462,196</td>
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<td></td>
<td>462,196</td>
</tr>
<tr>
<td>Specific assistance to individuals</td>
<td>56,792</td>
<td></td>
<td></td>
<td>56,792</td>
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<tr>
<td>Fund development</td>
<td>51,279</td>
<td></td>
<td></td>
<td>51,279</td>
</tr>
<tr>
<td>General and administrative expenses</td>
<td>414,628</td>
<td></td>
<td></td>
<td>414,628</td>
</tr>
<tr>
<td><strong>Total cost of operations</strong></td>
<td><strong>1,935,146</strong></td>
<td><strong>-</strong></td>
<td><strong>-</strong></td>
<td><strong>1,935,146</strong></td>
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</table>

### Change in net assets from operations

<table>
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<tr>
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<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
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<tr>
<td>Change in net assets from operations</td>
<td>(47,462)</td>
<td>26,250</td>
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<td>(21,212)</td>
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### Other income (expense)

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<tr>
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<th>Temporarily Restricted</th>
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<th>Total</th>
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<tbody>
<tr>
<td>Interest expense</td>
<td>(138,083)</td>
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<td>(138,083)</td>
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<tr>
<td>Other income</td>
<td>9,901</td>
<td></td>
<td></td>
<td>9,901</td>
</tr>
<tr>
<td><strong>Total other revenue (expense)</strong></td>
<td><strong>(128,182)</strong></td>
<td><strong>-</strong></td>
<td><strong>-</strong></td>
<td><strong>(128,182)</strong></td>
</tr>
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</table>

### Change in net assets

<table>
<thead>
<tr>
<th></th>
<th>Unrestricted</th>
<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
</tr>
</thead>
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<tr>
<td>Change in net assets</td>
<td>(175,644)</td>
<td>26,250</td>
<td></td>
<td>(149,394)</td>
</tr>
</tbody>
</table>

### Net assets, beginning of year

<table>
<thead>
<tr>
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<th>Unrestricted</th>
<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net assets, beginning of year</td>
<td>1,618,907</td>
<td></td>
<td>1,602,461</td>
<td>3,221,368</td>
</tr>
</tbody>
</table>

### Net assets, end of year

<table>
<thead>
<tr>
<th></th>
<th>Unrestricted</th>
<th>Temporarily Restricted</th>
<th>Permanently Restricted</th>
<th>Total</th>
</tr>
</thead>
<tbody>
<tr>
<td>Net assets, end of year</td>
<td>$1,443,263</td>
<td>$26,250</td>
<td>$1,602,461</td>
<td>$3,071,974</td>
</tr>
</tbody>
</table>
# Consolidated Statements of Cash Flows

**FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION AND SUBSIDIARIES**

**CONSOLIDATED STATEMENTS OF CASH FLOWS**

**YEARS ENDED DECEMBER 31, 2016 AND 2015**

<table>
<thead>
<tr>
<th></th>
<th>2016</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Cash flows from operating activities</strong></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Change in net assets</td>
<td>$1,043,425</td>
<td>$(149,394)</td>
</tr>
<tr>
<td>Adjustments to reconcile change in net assets to net cash used by operating activities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Depreciation</td>
<td>194,989</td>
<td>192,704</td>
</tr>
<tr>
<td>Gain on early extinguishment of debt</td>
<td>(1,211,807)</td>
<td>-</td>
</tr>
<tr>
<td>Changes in operating assets and liabilities:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contribution receivable</td>
<td>57,106</td>
<td>14,274</td>
</tr>
<tr>
<td>Other asset</td>
<td>(60,985)</td>
<td>(10,086)</td>
</tr>
<tr>
<td>Inventory</td>
<td>(96,171)</td>
<td>(666)</td>
</tr>
<tr>
<td>Accounts payable</td>
<td>49,894</td>
<td>68,021</td>
</tr>
<tr>
<td>Other payable - agency funds</td>
<td>(354,812)</td>
<td>(15,747)</td>
</tr>
<tr>
<td><strong>Net cash provided (used) by operating activities</strong></td>
<td>(378,361)</td>
<td>(36,936)</td>
</tr>
</tbody>
</table>

| **Cash flows from investing activities** |            |            |
| Purchase of property and equipment | (3,491,564)| (28,802)   |
| **Net cash used in investing activities** | (3,491,564)| (28,802)   |

| **Cash flows from financing activities** |            |            |
| Payment on lines of credit and notes payable | (639,678)  | (316,479)  |
| Proceeds from lines of credit and notes payable | 5,051,915  | 411,267    |
| **Net cash provided by financing activities** | 4,412,237  | 94,788     |

| **Net increase in cash and cash equivalents** | 542,312    | 29,050     |
| **Cash and cash equivalents, beginning of year** | 94,365     | 65,315     |
| **Cash and cash equivalents, end of year** | $636,677   | $94,365    |

| **Supplemental disclosure of cash flow information** |            |            |
| Interest paid during the year | $111,307   | $138,083   |
| In-kind services received    | $32,400    | $28,333    |

See notes to the consolidated financial statements

6
NOTE 1 – REPORTING ENTITY AND DESCRIPTION OF ORGANIZATIONS

The accompanying consolidated financial statements include the accounts of Fifth Ward Community Redevelopment Corporation (“FWCRC”) and its subsidiaries, Lyons Village, Ltd. (“Lyons Village”) and 4514 Lyons, LLC (“Lyons”) (collectively, the “Corporation”). FWCRC and Lyons Village II, LLC (“Lyons Village II”) are the general and limited partners in Lyons Village, respectively. FWCRC is the sole member of Lyons Village II with 100% interest. Lyons Village II was formed as a limited liability company under the laws of the State of Texas on March 29, 2013. Lyons Village II was formed for the sole purpose of acquiring the 99.99% limited partnership interest held in Lyons Village Ltd. FWCRC is the sole manager of Lyons.

FWCRC is a catalytic nonprofit corporation dedicated to the collaborative fostering of holistic community development of the Fifth Ward Community (the “Community”) of Houston, Texas. The board, management, and staff continually address large societal issues - as a catalyst for change in the Community. Such tasks are particularly challenging - when the goal of the physical improvements and programming are to solve deep-seated social and economic problems. As FWCRC continues to meet the growing needs of the residents and businesses within the Community, a large percentage of human resources and financial capital are focused on improving the quality of life in the Community.

FWCRC is supported primarily through contributions and grants received from private donors including corporations and non-profit organizations, as well as from sales of real estate and rental income from lease of space.

To fulfill FWCRC’s mission of “Creating a Community of Choice” the management of FWCRC concentrates its efforts in the following lines of business that seek to achieve community economic development through housing and business enterprise development and education:

- Real Estate Development:
  - Land Acquisition
  - Housing
  - Commercial Development
  - Asset and Property Management
- Home Ownership Promotion
- Economic Development
- Support Services

Each of these program areas plays a vital role in the successful and comprehensive revitalization of the Community.

Lyons Village was formed as a limited partnership under the laws of the State of Texas on December 16, 1996, under a partnership agreement (the Partnership Agreement) for the purpose of constructing and operating a rental housing and commercial project. The project consists of 24 residential and 8 commercial units located in Houston, Texas, and are currently operated under
the names of Lyons Village Townhomes. Construction of the Project was substantially complete as of December 31, 1998 and initial rental operations commenced in 1999. The Project received an allocation of low income housing tax credits from the Texas Department of Housing and Community Affairs under Section 42 of the Internal Revenue Code of 1986, as amended. As such, Lyons Village is required to lease a minimum of 20% of its units to families whose income is 50% or less of the area median gross income. Furthermore, pursuant to the Purchase Agreement, the general partner and the Partnership guaranteed to continuously operate the Project as affordable housing to avoid the recapture of the aforementioned low income housing tax credits.

Lyons was formed as a limited liability company on March 11, 2016 with FWCRC being the sole member of the LLC. The purpose of Lyons is to facilitate and manage the redevelopment and operations of the former St. Elizabeth Hospital (the “Hospital”). Lyons plan is to redevelop the Hospital into a multi-use property which includes retail and affordable housing. Lyons acquired the Hospital during 2016 and began the rehabilitation of the property.

NOTE 2 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Accounting
The consolidated financial statements of the Corporation are prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Basis of Consolidation
Under the provisions of FASB ASC Topic 810-10, Consolidations, FWCRC includes the accounts of Lyons Village, a wholly-owned subsidiary and Lyons, in its consolidated financial statements. FWCRC obtained 100% control of Lyons Village in 2013 through the acquisition of the limited partner’s interest by Lyons Village II, LLC. FWCRC is the sole member of Lyons Village II with 100% interest. FWCRC is the sole member of Lyons.

All intercompany transactions and balances have been eliminated in the consolidation.

Financial Statement Presentation
The Corporation’s consolidated financial statements are presented in accordance with FASB ASC Topic 958-205, Financial Statements of Not-for-Profit Organizations. Under the FASB ASC Topic 958-205, the Corporation is required to report information regarding its financial position and activities according to three classes of net assets; unrestricted net assets, temporarily restricted net assets, and permanently restricted net assets, as defined below:

Unrestricted net assets – These are resources that are not subject to donor-imposed stipulations and can be used for the general operations of the Corporation.

Temporarily restricted net assets – These are resources that are subject to donor-imposed stipulations that may be met, either by actions of the Corporation and/or the passage of time.
Permanently restricted net assets  – These are resources that are subject to donor restrictions requiring that the principal be held in perpetuity and any income thereon be used by the Corporation.

When restricted, temporarily restricted and unrestricted resources are available for use, it is the Corporation’s policy to use restricted resources first, then unrestricted resources as they are needed. In addition, the Corporation is required by FASB ASC Topic 958-205 to present statements of activities and cash flows.

Revenue Recognition
FWCRC enters into contracts to build, develop or substantially rehabilitate properties in the community, and then sells homes to customers where applicable, transfers titles, and collects proceeds from such sales. In accordance with FASB ASC Topic 360-20, Real Estate Sales, FWCRC does not recognize the revenue from a lot sale until FWCRC delivers the completed home and has no continued involvement related to that home. Any cash received from the buyer on the development of a lot is recorded as a customer deposit until the revenue is recognized. Projects may be classified as either inventory or listed as property, plant, and equipment.

Rental income is recognized for apartment, residential, and commercial unit rentals as the income accrues on the basis of the passage of time. Advance receipts of rental income are deferred or classified as liabilities until earned.

Grants are recognized as revenues when earned. Grants that operate on a reimbursement basis are recognized on the accrual basis as revenues only to the extent of costs and commitments that are allowable for reimbursement. Revenues from contributions, donations and other sources are recognized as unrestricted or temporarily restricted revenues when received or unconditionally promised by third parties. Revenues from special events are recognized when the events are held. Interest income is recognized when earned based on the passage of time. Program income and other income are recognized when received. Conditional promises by third parties to give cash or other assets to the Corporation are not recognized as revenues until received, or until the conditions are substantially met.

Contributions
In accordance with FASB ASC Topic 958-605, Accounting for Contributions Received and Contributions Made, contributions received are recorded as unrestricted, temporarily restricted, or permanently restricted support depending on the existence and/or nature of any donor restrictions. Contributions that are restricted by the donor are reported as increases in unrestricted net assets if the restrictions expire (that is, when a stipulated time restriction ends or purpose restriction is satisfied) in the fiscal year in which the contributions are recognized. All other donor-restricted contributions are reported as increases in temporarily or permanently restricted net assets depending on the nature of the restrictions. When a restriction expires, temporarily restricted net assets are reclassified to unrestricted net assets and reported in the statement of activities as net assets released from restrictions.
Contributed Services
The Corporation recognizes contributed services at their fair value if the services provide value to the Corporation and require specialized skills, are provided by individuals possessing those skills, and would have been purchased if not provided by contributors, as established by FASB ASC Topic 958-605. During the year ended December 31, 2015, the Corporation received staff members from NeighborWorks America to provide marketing and economic development services. The Corporation recognized these services as in-kind donations. During the year-ended December 31, 2016, the Corporation did not receive any staff members from NeighborWorks America.

Cash and Cash Equivalents
The Corporation considers all monies in banks and highly liquid investments with maturities of three months or less from the date of purchase to be cash equivalents. There were no cash equivalents at December 31, 2016 and 2015.

Notes Receivable
In the normal course of business, FWCRC provides low interest notes receivable to some of its customers to be used as down payments toward the purchase of homes. The notes bear interest at 5% to 8% over eight to thirty years. On an annual basis, the Corporation evaluates the collections of outstanding amounts due and reserves for uncollectible accounts. As of December 31, 2016 and 2015, notes receivable was considered collectible by the management of the Corporation, however in 2016 an allowance $68,360 of was recorded for a long outstanding note receivable. The notes are secured by liens on the related properties. The Corporation considers the notes past due and delinquent when debtors do not follow and comply with payment terms under signed agreements. Currently, FWCRC holds first mortgage on one property. As of December 2016 and 2015, the balance was $52,289 and $54,711, respectively.

Inventories
In accordance with FASB ASC Topic 970, Real Estate, inventories and long-lived assets held for sale are recorded at the lower of cost or fair value less direct costs to sell. Fair value is defined as the amount at which an asset could be bought or sold in a current transaction between willing parties, that is, other than in a forced or liquidation sale. Construction costs are accumulated during the period of construction and charged to cost of sales under specific identification methods. Land, land development, and common facility costs are capitalized and allocated based on buildable acres, then charged equally to cost of sales based upon the number of homes to be constructed in each product type. Interest costs are capitalized while development is in progress. For land held for sale, a loss is recorded if the fair value less cost to sell is below the carrying amount. The loss is the difference between the carrying amount and the fair value less the cost to sell.

The corporation provides full allowance for inventory costs related to discontinued acquisitions and 50% for inventory costs that cannot be distributed to current inventoried properties. Total allowance of $86,571 in 2015 remained the same in 2016.
Property and Equipment
Property and equipment are stated at cost or, if donated, at their estimated fair value at the date of donation. The Corporation has a policy of capitalizing all expenditures for property and equipment in excess of $2,500 for FWCRC and $1,000 for Lyons Village. Lyons is currently capitalizing all cost to rehabilitate the Hospital to construction in progress. Property and equipment are depreciated using the straight-line basis. Buildings and improvements are depreciated over thirty-nine years while furniture and equipment items are depreciated over five years. Recreational and Park equipment are depreciated over fifteen years. Leasehold improvements are amortized on a straight-line basis over the lesser of the terms of the leases or the useful lives of the improvements. Recoverability of property and equipment is periodically evaluated by assessing whether the net book value can be recovered over its remaining useful life through undiscounted cash flows generated by the asset. Major improvements are capitalized, while for the costs of maintenance and repairs are charged to expenses as incurred.

Donated Assets
Property and equipment are stated at cost or if donated, at the fair market value, whichever is less, at the date of donation. Such donations are recorded as unrestricted support unless the donor has restricted the donated asset to a specific purpose. Assets donated with explicit restrictions regarding their use and contributions of cash that must be used to acquire or maintain property and equipment are recorded as restricted contributions.

Income Taxes
FWCRC is a nonprofit corporation that is exempt from federal income taxes under Section 501(c)(3) of the U.S. Internal Revenue Code (Code) and comparable State law, and contributions to it are tax deductible within the limitations prescribed by the Code. FWCRC has also been classified as a publicly-supported organization which is not a private foundation under Section 509(a) of the Code. Therefore, the Corporation has made no provision for federal income taxes on the business activities of FWCRC, in the accompanying consolidated financial statements. FWCRC is subject to local property taxes on lands and buildings that are included in either property and equipment or inventory.

Lyons Village is a limited partnership established under Texas state laws. Lyons Village II is a limited liability company established under Texas state laws. Both the limited partnership and limited liability company are wholly owned by FWCRC. Accordingly all assets, liabilities, income and expenses are recorded in FWCRC’s financial statements as both Lyons Village and Lyons Village II are considered disengaged entities for federal tax purposes. Furthermore, since both Lyons Village and Lyons Village II engage in activities similar to those of FWCRC, there is no jeopardy to the exemption status of FWCRC; accordingly, there is no unrelated business income tax (UBIT) to record.

Lyons is a limited liability company established under Texas state laws. FWCRC is the sole member of the company. Accordingly all assets, liabilities, income and expenses are recorded in FWCRC’s financial statements as Lyons is considered a disengaged entity for federal tax
purposes. Furthermore, since Lyons engages in activities similar to those of FWCRC, there is no jeopardy to the exemption status of FWCRC; accordingly, there is no unrelated business income tax (UBIT) to record.

The Corporation applies the provisions of FASB ASC Topic 740, *Income Taxes*, which prescribes a recognition threshold and measurement attribute for financial statement recognition and measurement of a tax position taken or expected to be taken in a tax return. FASB ASC Topic 740 also provides guidance on de-recognition, classification, interest and penalties, accounting in interim periods, disclosure, and transition. The Corporation believes that it has appropriate support for any tax positions taken, and as such, does not have any uncertain tax positions that are material to the consolidated financial statements. The Corporation’s federal income tax returns for the year 2013 through 2015 are subject to examination by the Internal Revenue Services, generally for three years after they were filed.

**Functional Allocation of Expenses**

Expenses included in Program Services include the five major program areas, projects that are in the very early stages of development or programs that are being developed by the Corporation. Not included in Program Services are specific assistance to individuals, fund development and general and administrative expenses. Although the expenses for Program Services are grouped rather than being associated with any particular project, without this type of support from the Corporation the growth and revitalization of the Community would be stymied.

The costs of providing the various programs and other activities have been summarized on a functional basis in the statements of activities. Directly identifiable expenses are charged to programs and supporting services. Expenses related to more than one function are charged to programs and supporting services on the basis of periodic time and expense studies. Management and general expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Corporation.

**Measure of Operations**

In its consolidated statements of activities, the Corporation includes in its definition of operations all revenues and expenses that are an integral part of its programs and supporting activities. Other revenues and expenses, including other income and interest expense, are excluded from the definition of operations.

**Use of Estimates**

The preparation of consolidated financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make certain estimates and assumptions that affect certain reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as of the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Accordingly, actual results could differ from those estimates. The significant estimates included in the consolidated financial statements are the estimates of useful lives used for depreciating
property and equipment items, allowance for doubtful receivables for loans made to individuals/families, estimates of property taxes payable for the current year, and functional allocation of expenses.

NOTE 3 – RESTRICTED ESCROW DEPOSITS AND RESERVES

According to the Partnership Agreement, loan and other regulatory agreements, Lyons Village is required to make monthly deposits of unspecified amounts into an asset replacement reserve accounts. The following shows the activity for such accounts during 2016 and 2015:

<table>
<thead>
<tr>
<th>Operating reserve</th>
<th>January 1, 2016</th>
<th>Additions</th>
<th>Withdrawals</th>
<th>December 31, 2016</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$23,193</td>
<td>$-</td>
<td>$(23,193)</td>
<td>$-</td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>Operating reserve</th>
<th>January 1, 2015</th>
<th>Additions</th>
<th>Withdrawals</th>
<th>December 31, 2015</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>$23,193</td>
<td>$-</td>
<td>$-</td>
<td>$23,193</td>
</tr>
</tbody>
</table>

NOTE 4 – CONCENTRATION OF CREDIT RISKS

Custodial credit risk is the risk that, in the event of the failure of a depository financial institution, the Organization will not be able to recover its deposits. Although the Organization does not have a formal deposit policy, it maintains demand deposits at federally insured banks and strives to spread its deposits with several banks to minimize exposure to custodial credit risk. Balances in interest bearing accounts at the banks are insured by the Federal Deposit Insurance Corporation (FDIC) up to $250,000 per bank.

The total cash and cash equivalents, including certificates of deposit, maintained by the Corporation in those banks as of December 31, 2016 and 2015 were $634,585 and $52,181, respectively, which exceeded the FDIC insured amounts by $173,315 and $0, respectively, and were not otherwise insured. Management believes that such credit risk exposure was mitigated by the financial strength of the banking institutions in which the deposits were held.

NOTE 5 – PROPERTY AND EQUIPMENT

As of December 31, 2016 and 2015, property and equipment consisted of the following:
<table>
<thead>
<tr>
<th></th>
<th>2016</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>Commercial building and improvements</td>
<td>$4,456,629</td>
<td>$4,447,773</td>
</tr>
<tr>
<td>Land improvements</td>
<td>124,323</td>
<td>124,323</td>
</tr>
<tr>
<td>Furniture and equipment</td>
<td>878,678</td>
<td>805,902</td>
</tr>
<tr>
<td>Playground equipment</td>
<td>774,471</td>
<td>681,442</td>
</tr>
<tr>
<td>Less accumulated depreciation</td>
<td>(3,185,685)</td>
<td>(2,990,696)</td>
</tr>
<tr>
<td></td>
<td>3,048,416</td>
<td>3,068,744</td>
</tr>
<tr>
<td>Land</td>
<td>292,471</td>
<td>438,146</td>
</tr>
<tr>
<td>Land (leased properties)</td>
<td>145,667</td>
<td>145,667</td>
</tr>
<tr>
<td></td>
<td>$3,486,554</td>
<td>$1,197,636</td>
</tr>
<tr>
<td>Construction in progress (St. Elizabeth Project)</td>
<td>$3,462,578</td>
<td>$ -</td>
</tr>
</tbody>
</table>

Depreciation expense charged to operations was $194,990 and $192,701 for the years ended December 31, 2016 and 2015, respectively.

Amount in construction in progress represents acquisition and rehabilitation costs for Lyon’s St. Elizabeth Project. The project is expected to be completed in 2018.

Property and equipment includes the cost of properties leased to tenants, which was $3,669,242 at December 31, 2016 and 2015. Accumulated depreciation for such properties was $1,716,352 and $2,130,693 at December 31, 2016 and 2015, respectively. Minimum future rental receipts related to the Corporation’s leased properties with original terms of one year of longer, amounted to $23,950 and $22,400 at December 31, 2016 and 2015, respectively.

**NOTE 6 – DEBT FORGIVENESS**

In September 2006, the Corporation opened a line of credit with Comerica (the “Bank”) in the amount of $75,000. The balance since 2008 has remained at $61,022. In 2016, the Corporation contacted the Bank and noted that the Bank was unable find the account or the balance in their system. The Corporation wrote off the balance in full in 2016.

Lyons Village held two mortgage payables with Trimont Real Estate Advisors, Note A and Note B. The balance in 2015 on Note A and Note B were $512,434 and $825,000, respectively. The agreement included that upon payment in full of Note A, Note B will be completely forgiven. During 2016, Lyons Village obtained a new loan and fully paid the outstanding balance of Note A and as a result, the balance in Note B of $825,000 was completely forgiven.
NOTE 7 – LINES OF CREDIT

The Corporation has revolving lines of credit agreements with domestic financial institutions to finance its operations. These consisted of the following:

<table>
<thead>
<tr>
<th>Balance Outstanding at December 31,</th>
<th>2016</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>$75,000 revolving line of credit, payable in monthly installments of $1,530, bearing interest at 8.15%, with the unpaid principal and accrued interest payable on demand. Balance was forgiven as of December 31, 2016.</td>
<td>-</td>
<td>$61,022</td>
</tr>
<tr>
<td>$60,000 revolving line of credit, bearing interest at 6% per annum and maturing on December 31, 2014 plus accrued unpaid interest. Balance was paid in full as of December 31, 2016.</td>
<td>-</td>
<td>43,662</td>
</tr>
<tr>
<td>$100,000 revolving line of credit, bearing interest at 5.5% per annum and maturing on November 18, 2018 plus accrued unpaid interest.</td>
<td>91,378</td>
<td>-</td>
</tr>
<tr>
<td>$309,693 revolving line of credit, bearing interest at 5% and matured on June 20, 2012. The line of credit is secured by real estate. The Corporation is in negotiations with the lender for an extension of the credit.</td>
<td>10,767</td>
<td>7,056</td>
</tr>
<tr>
<td>Total for revolving lines of credit</td>
<td>$102,145</td>
<td>$111,740</td>
</tr>
</tbody>
</table>
NOTE 8 – NOTES PAYABLE

Notes payable at December 31, 2016 and 2015, consisted of the following:

<table>
<thead>
<tr>
<th>Note Description</th>
<th>2016</th>
<th>2015</th>
</tr>
</thead>
<tbody>
<tr>
<td>Note A in the amount of $550,000 has a fixed interest rate of 6.52%. Note A</td>
<td>$</td>
<td>$</td>
</tr>
<tr>
<td>requires monthly principal and interest payments of $3,500 until maturity on</td>
<td></td>
<td>512,434</td>
</tr>
<tr>
<td>September 30, 2014, at which point all unpaid principal and interest became due.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>In 2015, Note A was extended through January 2017. Balance was paid in full as of</td>
<td></td>
<td></td>
</tr>
<tr>
<td>December 31, 2016.</td>
<td>$</td>
<td></td>
</tr>
<tr>
<td>Note B in the amount of $825,000 has a fixed interest rate of 2.0%. Note B</td>
<td>-</td>
<td>825,000</td>
</tr>
<tr>
<td>requires no principal or interest repayment until maturity on September 30,</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2014, at which time the entire principal balance and any accrued and unpaid</td>
<td></td>
<td></td>
</tr>
<tr>
<td>interest was due. Subsequent activity includes an extension of Note B through</td>
<td></td>
<td></td>
</tr>
<tr>
<td>January 2017. Upon payment in full of Note A, Note B will be forgiven. Note A</td>
<td></td>
<td></td>
</tr>
<tr>
<td>balance was paid in full as of December 31, 2016, and as a result, the Note B</td>
<td></td>
<td></td>
</tr>
<tr>
<td>has been forgiven.</td>
<td>-</td>
<td></td>
</tr>
<tr>
<td>Note payable to a commercial investor, payable at $1,162 monthly, including</td>
<td>-</td>
<td>138,164</td>
</tr>
<tr>
<td>interest at 12.75%, due September 2019; secured by a first deed of trust and</td>
<td></td>
<td></td>
</tr>
<tr>
<td>assignment of leases and rents. Balance was paid in full as of December 31,</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2016.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Note payable balance consist of a commercial investor, payable at $2,900</td>
<td>-</td>
<td>63,000</td>
</tr>
<tr>
<td>monthly, including interest at 15%, due on November 17, 2014; secured by real</td>
<td></td>
<td></td>
</tr>
<tr>
<td>estate. Balance was paid in full as of December 31, 2016.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Note payable balance consists of two notes to a commercial investor, payable</td>
<td>-</td>
<td>23,000</td>
</tr>
<tr>
<td>at $2,900 monthly, including interest at 15%, due on June 21, 2014; secured by</td>
<td></td>
<td></td>
</tr>
<tr>
<td>real estate. Balance was paid in full as of December 31, 2016.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
Note payable to a nonprofit corporation, proceeds restricted to land acquisition, interest at 6.5%, due December 2011; secured by real estate. Management is currently is in negotiation for an extension of the terms of the Note with the lender.

$13,500 $8,050

Note payable to a commercial investor, proceeds restricted to land acquisition, interest at 5.5%, due November 18, 2018; secured by real estate. The loan is guaranteed by Lyons Village II, LLC and Lyons LLC.

100,000 -

Note payable to a commercial investor, with interest payable monthly at 6% and was due on May 1, 2016. Note is secured by a 1st lien on real estate. Management is currently is in negotiation for an extension of the terms of the Note with the lender.

143,496 95,166

Note payable to a commercial investor, with interest payable monthly at 6%. Note is secured by a 1st lien on real estate. The Note maturity is extended to May 1, 2016. Balance was paid in full as of December 31, 2016.

- 95,518

Note payable to a commercial investor, payable at $510 monthly, including interest at 7%, due July 2019; secured by real estate. Balance was paid in full as of December 31, 2016.

- 19,723

Note payable to a commercial investor; note was amended on June 25, 2014 and reduced monthly payment from $3,155 to $2,213, including interest which also reduced from 12.75% to 12.00%. The note matures on July 15, 2034 and is secured by real estate and personal guarantee.

209,602 200,826

Note payable to a commercial investor, with interest payable monthly at 6%. Loan is secured by 1st lien on mortgage. The note matures on August 20, 2027.

499,417 534,078

Note payable to a commercial investor, with interest payable monthly at 6%. Note is secured by a 1st lien on real estate. The note's maturity date was extended to October 1, 2016.

100,000 100,000
Note payable to a commercial investor, with interest payable monthly at 6%. Note is secured by a 1st lien on real estate. The note's maturity date was extended to April 1, 2022. 66,613 70,000

Note payable to a commercial investor, with interest payable monthly at 6%. Note is secured by a 1st lien on real estate. The note matures on April 4, 2018. 2,450,000 -

Note payable to a commercial investor, with interest payable monthly at 6%. Note is secured by a 1st lien on real estate. The note matures on April 4, 2018. 800,000 -

Note payable to a commercial investor, with interest payable monthly at 5.75%. Note is secured by a 1st lien on real estate. The note matures on December 1, 2031. 1,400,000 -

Note payable to a Texas non-profit corporation with interest rate at 4% for unpaid amounts beyond maturity date. Note is secured by real estate. Maturity date has been extended to December 24, 2017 444,330 356,166

<table>
<thead>
<tr>
<th>Year ending December 31,</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>$ 894,832</td>
</tr>
<tr>
<td>2018</td>
<td>256,256</td>
</tr>
<tr>
<td>2019</td>
<td>69,723</td>
</tr>
<tr>
<td>2020</td>
<td>75,118</td>
</tr>
<tr>
<td>2021</td>
<td>29,061</td>
</tr>
<tr>
<td>2022 and thereafter</td>
<td>5,004,113</td>
</tr>
<tr>
<td></td>
<td>$ 6,329,103</td>
</tr>
</tbody>
</table>
For the years ended December 31, 2016 and 2015, the Corporation recorded interest expense of $120,319 and $138,083, respectively, of which $153,318 and $10,016 was capitalized for the years ended December 31, 2016 and 2015, respectively.

NOTE 9 – IN-KIND DONATIONS

The Corporation received three staff members from NeighborWorks America to provide marketing and economic development services. The Corporation recorded these services at the fair value totaling $28,333 for the year ended December 31, 2015.

The Corporation receives free rent from the City of Houston at the Deluxe Theatre. The corporation received this rent at the fair value totaling $32,400 for the year ended December 31, 2016.

NOTE 10 – INTER-ENTITY TRANSACTIONS

On April 14, 1998, FWCRC executed a contractor agreement with Lyons Village to construct a project at the cost of $2,376,819. The Partnership Agreement provided for various obligations of FWCRC, including obligations to provide funds for certain development cost overruns, operating deficits and tax credit shortfalls. As of December 31, 2016 and 2015, there were no development cost overruns, operating deficits or tax credit shortfalls from the project.

At December 31, 2016 and 2015, notes payable from Lyons Village to FWCRC totaled $632,100 and $683,100, respectively, and the accrued interest payable thereon was $9,876 and $306,507, respectively. These liabilities were eliminated in the consolidation of the FWCRC’s and Lyons Village’s financial statements, for financial reporting purposes only. At December 31, 2016 and 2015, Lyons maintained an Due to FWCRC balance of $119,789 for interest payment and construction in progress amounts paid by FWCRC on behalf of Lyons.

Upon the achievement of qualified occupancy, as defined in the Partnership Agreement, Lyons Village is obligated to pay FWCRC an annual property management fee of $15,000, increasing annually by 3% on a compound basis, for its services in managing the operations of the Project. Additionally, Lyons Village is obligated to fund a capital reserve account with payments equaling 33⅓% of available net operating cash flow, as defined in the partnership agreement. As of December 31, 2016, the capital reserve has been funded.
NOTE 11 – RELATED PARTY TRANSACTIONS

FWCRC has a policy in place that allows for related party transactions between the Corporation and its board members. When FWCRC engages in related party transactions with board members, the board members involved will abstain from voting on the transaction.

FWCRC had a note receivable from Pleasant Hill Community Development Corporation (“Pleasant Hill CDC”), a related party, amounting to $205,081 and $273,441 as of December 31, 2016 and 2015, respectively. In 2016, an allowance was recorded on the related party note receivable in the amount of $68,360. The current and noncurrent portions of this amount have been included in the statements of financial position.

FWCRC leases office space to Pleasant Hill Ministries, an affiliate of Pleasant Hill CDC. The pastor of the Church is a member of the Board of Directors of FWCRC. Lyons Village is managed by Creative Property Management. Creative Property Management provides staffing, supervision, operations, maintenance, and general oversight to the property in addition to two properties owned by Pleasant Hill CDC. In 2016, FWCRC elected to switch management companies to Tidewater Management. In January 2014, FWCRC and Pleasant CDC negotiated free rent in exchange for personnel services offered in conjunction with the shared staff providing operations and maintenance of Lyons Village as a method of improving Lyons Village performance until the property was stable. In 2016, Corporation made payments in the amount of $20,000 to Pleasant Hill CDC.

In 2014, the pastor of the Church also entered into a lease agreement with FWCRC for one of the residential properties with a monthly rental of $500. The Corporation posted rental income of $6,000 from this lease as of December 31, 2016 and 2015. FWCRC also provides travel and training reimbursements and payments for consulting services to the pastor of the Church, a board member. The total in 2016 paid to the pastor by FWCRC was $4,249.

During 2016, FWCRC received a loan from a board member to pay-off a note payable. The loan was for $63,000. FWCRC paid the loan back in full as of year-ended December 31, 2016.

Also presented in the consolidated financial statements is a $31,200 payable to a related party as of December 31, 2015. This payable represents a reimbursement for employee contributions accounted for as a pre-tax salary deferral to the 403(b) Thrift Plan (Plan), in the employee’s payroll, but deposited personally by the employee into the Plan. In 2016, the board passed a resolution to allow the forgiveness of the retirement payable by the FWCRC President.

FWCRC encourages each member of the board of trustees to make a donation to the organization. For the year ended December 31, 2016, each of the members of the board made such donations directly or through their affiliated corporation totaling $10,575.

FWCRC currently has outstanding loans payable with Texas Mezzanine Fund, Allegiance Bank and Woodforest Bank as referenced in Notes 6 and 7. Three members of the board of trustees are affiliated with the aforementioned entities.
NOTE 12 – LEASE TRANSACTIONS

The Corporation manages the operations of its properties and provides office accommodations to various businesses through operating leases expiring at different times through calendar year 2016. Minimum annual future rent to be received on non-cancellable leases as of December 31, 2016 is as follows:

<table>
<thead>
<tr>
<th>Year ending December 31</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>2017</td>
<td>$9,250</td>
</tr>
<tr>
<td>2018</td>
<td>8,400</td>
</tr>
<tr>
<td>2019</td>
<td>6,300</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>$23,950</strong></td>
</tr>
</tbody>
</table>

NOTE 13 – PROPERTY MANAGEMENT FEES

Lyons Village has entered into a property management agreement with Creative Property Management to operate, manage and lease the Lyons Village rental property located on Lyons Avenue, Houston. The monthly management fee is equal to the greater of five percent of gross revenues collected from the tenants at the property or $750. During 2016 and 2015, the property manager earned and was paid $3,000 and $8,250, respectively, in accordance with the property management agreement. In April 2016, FWCRC entered into a new property management agreement with Tidewater Management. During 2016, the property manager earned and was paid $11,336. FWCRC has negotiated for personnel to be provided at no cost by Pleasant Hill CDC to aid in stabilizing the property (see Note 9).

NOTE 14 – EMPLOYEE BENEFIT PLAN

The Corporation has a contributory 403(b) Thrift Plan (the “Plan”) that covers substantially all the employees of FWCRC. Employee contributions are voluntary; however, such contributions may not exceed 10% of their respective compensation or $14,000. The Corporation’s contribution for each of the years ended December 31, 2016 and 2015 amounted to $20,800.

At December 31, 2016 and 2015, retirement contributions due to the Plan are $0 and $323,379, respectively. These payables represent accumulated employer contributions due for the years 2006 through 2016. In 2016, the board passed a resolution to allow the current President to forgive the retirement payable and amend the benefit plan. As a result, the total retirement payable due to the current President was written off.

NOTE 15 – FUNDRAISING AND CAPITAL CAMPAIGN EXPENDITURES

The Corporation expended funds to raise money in support of FWCRC’s long term capital fund campaign and operational support. These expenditures included the financial payments to fund
campaign consultants in the total amount of $46,181 and $51,279 for the years ended December 31, 2016 and 2015, respectively. The Corporation has also allocated a portion of the overhead costs incurred by FWRC during 2016 and 2015, to its fundraising and capital campaign expenses, to reflect the amounts expended for fundraising type activities. Management anticipates returns from such expenditures in future periods.

NOTE 16 – RESTRICTIONS / LIMITATION ON USE OF NET ASSETS

Permanently restricted net assets consist of funds permanently restricted by the donors for various lending and development activities. Of the total permanently restricted net assets of $1,512,215 and $1,602,461 at December 31, 2016 and 2015, respectively, the sum of $1,112,215 and $1,202,461 at December 31, 2016 and 2015, respectively, is attributed to NeighborWorks America Revolving Loan and Capital Projects Fund received by FWRC in year 2005 that must be maintained permanently restricted for the following uses:

- Loans to individuals who cannot be adequately served by local financial institutions.
- Loans to owners of residential rental or mixed use commercial/residential rental properties for their purchase and/or renovation.
- Loans to low to moderate income families whose homes were affected by flood damage.
- Funding capitalized pre-development costs associated with determining the feasibility of acquiring and developing real estate properties.
- Funding capitalized costs incurred during the acquisition, construction, or rehabilitation of real properties designated to facilitate neighborhood revitalization.

Such loans that are still outstanding from the beneficiaries and assets acquired with the funds are included in the accompanying consolidated financial statements in notes receivable, inventory, and buildings and improvements.

During 2016, an additional $30,000 was restricted by NeighborWorks to the funds related to the Hospital project and $120,246 was released from permanently restricted to unrestricted.

The remaining $400,000 of the total permanently restricted net assets at December 31, 2016 was received from the Congregation of the Sisters of Charity of the Incarnate Word in year 1996, for use as a revolving equity fund to expedite the home development process. Funds can be used for land acquisition and development and construction but must be replenished once permanent financing is completed. At December 31, 2016 and 2015, all such funds had been utilized for land acquisition and development included in inventory.

Temporarily restricted net assets consist of grants received to benefit the Corporation. The restrictions placed on the grant where both time and purpose restrictions for the usage of the funds. There were $10,000 and $26,250 temporarily restricted net assets as of December 31, 2016 and 2015, respectively.

Unrestricted net assets at December 31, 2016 and 2015 amounted to $2,593,184 and $1,443,263, respectively, and were available for any purpose or activity of the Corporation.
NOTE 17 – OPERATING DEFICIT GUARANTEES

FWCRC has committed to fund the operating deficits of Lyons Village as operating deficit loans. During the fiscal year ended December 31, 2016 and December 31, 2015, advances provided by FWCRC in support of the operations of Lyons Village amounted to $1,999 and $740 respectively. FWCRC has agreed to forgive these advances made in 2016 and 2015 and as such, no principal or interest for the amount was accrued.

The Corporation believes that opportunities for improving the performance of Lyons Village appear realizable through the stabilization of Lyons Village development arising from increases in occupancy and restructuring of debt owed to FWCRC in connection with advances and loans made on behalf of the Project. FWCRC hired a new management team in April of 2016 to aid in improving project performance. The management fee has been fixed at $750 per month. The new management company also manages properties for Pleasant Hills CDC that are in close proximity to Lyons Village. The project size does not allow for full time staff. In addition, FWCRC has negotiated with Pleasant Hill CDC for their on-site manager and maintenance personnel to provide daily support and operations to the property in lieu of on-site management since all of the properties are under one property Management Company (see Note 9).

NOTE 19 – SUBSEQUENT EVENTS

Management has evaluated events through June 20, 2017, the date financial statements were available to be issued. No changes were made, or are necessary to be made, to the consolidated financial statements, as a result of this evaluation.
### FIFTH WARD COMMUNITY
#### REDEVELOPMENT CORPORATION AND SUBSIDIARIES
#### CONSOLIDATED SCHEDULE OF FUNCTIONAL EXPENSES
#### FOR THE YEAR ENDED DECEMBER 31, 2016

<table>
<thead>
<tr>
<th>Programs Services</th>
<th>Support Services</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cost of contracts</td>
<td></td>
</tr>
<tr>
<td>Rental operations</td>
<td></td>
</tr>
<tr>
<td>Specific assistance to individuals</td>
<td></td>
</tr>
<tr>
<td>Other program services</td>
<td></td>
</tr>
<tr>
<td>Total program services</td>
<td></td>
</tr>
<tr>
<td>Management and general</td>
<td></td>
</tr>
<tr>
<td>Fund-raising</td>
<td></td>
</tr>
<tr>
<td>Total support services</td>
<td></td>
</tr>
<tr>
<td>Total expenditures</td>
<td></td>
</tr>
</tbody>
</table>

#### Fifth Ward

<table>
<thead>
<tr>
<th>Cost of contracts</th>
<th>Rental operations</th>
<th>Specific assistance to individuals</th>
<th>Other program services</th>
<th>Total program services</th>
<th>Management and general</th>
<th>Fund-raising</th>
<th>Total support services</th>
<th>Total expenditures</th>
</tr>
</thead>
<tbody>
<tr>
<td>Payroll &amp; related costs</td>
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<td>$14,037</td>
<td>$28,074</td>
<td>$140,369</td>
<td>$210,554</td>
<td>$49,128</td>
<td>$21,055</td>
<td>$70,183</td>
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<td>$234,712</td>
<td>-</td>
<td>-</td>
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</tr>
<tr>
<td>Specific assistance to individuals</td>
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<td>11,442</td>
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<td>19,070</td>
<td>4,767</td>
<td>1,933</td>
<td>6,700</td>
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<td>3,910</td>
<td>-</td>
<td>11,079</td>
<td>14,989</td>
<td>11,079</td>
<td>-</td>
<td>11,079</td>
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<tr>
<td>Repair and maintenance</td>
<td>-</td>
<td>5,201</td>
<td>-</td>
<td>14,736</td>
<td>19,937</td>
<td>14,735</td>
<td>-</td>
<td>14,735</td>
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<tr>
<td>Property and asset management</td>
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<td>19,789</td>
<td>-</td>
<td>-</td>
<td>19,789</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Property taxes</td>
<td>-</td>
<td>22,720</td>
<td>-</td>
<td>22,720</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Professional fees</td>
<td>$10,376</td>
<td>5,188</td>
<td>$10,376</td>
<td>$11,079</td>
<td>$11,079</td>
<td>$22,720</td>
<td>$11,079</td>
<td>$22,720</td>
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<tr>
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<td>$94,328</td>
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<td>$4,932</td>
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<td>12,546</td>
<td>9,273</td>
<td>-</td>
<td>9,273</td>
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<td>-</td>
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<td>7,647</td>
<td>-</td>
<td>7,647</td>
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<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>16,567</td>
<td>-</td>
<td>16,567</td>
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<tr>
<td>Interest expenses</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>69,439</td>
<td>-</td>
<td>69,439</td>
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<tr>
<td>Other expenses</td>
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<td>14,028</td>
<td>$64,049</td>
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<td>$15,940</td>
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<td>$145,388</td>
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<td>$63,920</td>
<td>$333,401</td>
<td>$780,561</td>
<td>$311,265</td>
<td>$46,181</td>
<td>$357,446</td>
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</tbody>
</table>

#### Lyons Village

<table>
<thead>
<tr>
<th>Cost of contracts</th>
<th>Rental operations</th>
<th>Specific assistance to individuals</th>
<th>Other program services</th>
<th>Total program services</th>
<th>Management and general</th>
<th>Fund-raising</th>
<th>Total support services</th>
<th>Total expenditures</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rental operations</td>
<td>$ -</td>
<td>$185,960</td>
<td>-</td>
<td>$ -</td>
<td>$185,960</td>
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<td>-</td>
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<tr>
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<td>-</td>
<td>50,880</td>
<td>-</td>
<td>50,880</td>
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<tr>
<td>Depreciation</td>
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<td>-</td>
<td>-</td>
<td>100,662</td>
<td>-</td>
<td>-</td>
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<tr>
<td>Other expenses</td>
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<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Sub total Lyons Village</td>
<td>$ -</td>
<td>$286,622</td>
<td>-</td>
<td>$ -</td>
<td>$286,622</td>
<td>$50,880</td>
<td>-</td>
<td>$50,880</td>
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</tbody>
</table>

#### Total - consolidated

<table>
<thead>
<tr>
<th>Cost of contracts</th>
<th>Rental operations</th>
<th>Specific assistance to individuals</th>
<th>Other program services</th>
<th>Total program services</th>
<th>Management and general</th>
<th>Fund-raising</th>
<th>Total support services</th>
<th>Total expenditures</th>
</tr>
</thead>
<tbody>
<tr>
<td>$309,122</td>
<td>$360,740</td>
<td>$63,920</td>
<td>$333,401</td>
<td>$1,067,183</td>
<td>$362,145</td>
<td>$46,181</td>
<td>$408,326</td>
<td>$1,475,509</td>
</tr>
</tbody>
</table>
## FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION AND SUBSIDIARIES

### CONSOLIDATED SCHEDULE OF FUNCTIONAL EXPENSES FOR THE YEAR ENDED DECEMBER 31, 2015

<table>
<thead>
<tr>
<th>Programs Services</th>
<th>Support Services</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Fifth Ward</strong></td>
<td></td>
</tr>
<tr>
<td>Cost of contracts</td>
<td></td>
</tr>
<tr>
<td>$58,405</td>
<td>$-</td>
</tr>
<tr>
<td>Cost of contracts</td>
<td></td>
</tr>
<tr>
<td>445,078</td>
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</tr>
<tr>
<td>Specific assistance to individuals</td>
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<td>104,270</td>
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<tr>
<td>Contract labor</td>
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<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Utilities</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Repair and maintenance</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Property and asset management</td>
<td></td>
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<tr>
<td>1,079</td>
<td>27,376</td>
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<tr>
<td>Property taxes</td>
<td></td>
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<tr>
<td>-</td>
<td>1,327</td>
</tr>
<tr>
<td>Professional fees</td>
<td></td>
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<tr>
<td>1,000</td>
<td>8,814</td>
</tr>
<tr>
<td>Depreciation</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Insurance</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>6,613</td>
</tr>
<tr>
<td>Travel, mileage, and conferences</td>
<td></td>
</tr>
<tr>
<td>6,132</td>
<td>1,066</td>
</tr>
<tr>
<td>Bank, penalties, and late fees</td>
<td></td>
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<tr>
<td>Interest expenses</td>
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<td>-</td>
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</tr>
<tr>
<td>Other expenses</td>
<td></td>
</tr>
<tr>
<td>2,642</td>
<td>(836)</td>
</tr>
<tr>
<td><strong>Sub total FWCRc</strong></td>
<td>$618,606 $46,936 $56,792 $462,196 $1,184,530 $484,479 $51,279 $535,758 $1,720,288</td>
</tr>
</tbody>
</table>

<p>| Lyons Village     |                  |
| Rental operations |                  |
| $-                | $184,047         |</p>
<table>
<thead>
<tr>
<th>Professional fees</th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Interest expenses</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td>Depreciation</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>100,662</td>
</tr>
<tr>
<td>Other expenses</td>
<td></td>
</tr>
<tr>
<td>-</td>
<td>-</td>
</tr>
<tr>
<td><strong>Sub total Lyons Village</strong></td>
<td>$284,709</td>
</tr>
</tbody>
</table>

| **Total - consolidated** |                  |
| $618,606             | $331,645          |
| $56,792              | $462,196          |
| $1,149,239          | $552,711          |
| $51,279             | $603,990          |
| $2,073,229          |                  |
February 7, 2016

Ms. Marni Holloway
Director of Multifamily Finance
TDHCA
PO Box 13941
Austin, TX 78711

Re: St. Elizabeth Place, Application #18020

Dear Ms. Holloway:

Please accept this letter as certification of the fact that the majority of board members of Fifth Ward Community Redevelopment Corporation (FWCRC) reside within 90 miles of the proposed development that will be located at 4514 Lyons Avenue, Houston, TX 77020.

If you have a question or concern, please contact me at 713/674-0175.

Sincerely,

[Signature]

Jessica Thompson
Vice President of Development, Fifth Ward CRC and Authorized Signer, St Elizabeth Place LP
Development Team Members
## Development Team Members

The requested information on all known Development Team members must be provided. In addition to the categories listed below, the “Other” category should be used to list all known Development Team members that are included in the “Development Cost Schedule.” If the team member that will be utilized is not yet known, indicate “TBD.” If it is anticipated that the Development Team category will not be utilized, indicate “N/A.”

*If there is a direct or indirect, financial, or other interest with Applicant or other team members, provide an attachment behind this form in the Application that explains the relationship(s).*

### Developer:

<table>
<thead>
<tr>
<th>Name</th>
<th>Contact Name</th>
<th>Phone</th>
<th>Email</th>
<th>Proposed Fee</th>
<th>Tax ID Number (TIN)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cloudbreak Development II, LLC</td>
<td>Randall A. Bishop</td>
<td>(310) 629-7686</td>
<td><a href="mailto:rbishop@cantwell-anderson.com">rbishop@cantwell-anderson.com</a></td>
<td>tbd</td>
<td>na - to be formed entity</td>
</tr>
</tbody>
</table>

Certified Texas HUB? | No

This is a direct or indirect, financial, or other interest with Applicant or other team members* | No

### Housing General Contractor:

<table>
<thead>
<tr>
<th>Name</th>
<th>Contact Name</th>
<th>Phone</th>
<th>Email</th>
<th>Proposed Fee</th>
<th>Tax ID Number (TIN)</th>
</tr>
</thead>
<tbody>
<tr>
<td>TBD</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Certified Texas HUB? | |

This is a direct or indirect, financial, or other interest with Applicant or other team members* | |

### Infrastructure General Contractor:

<table>
<thead>
<tr>
<th>Name</th>
<th>Contact Name</th>
<th>Phone</th>
<th>Email</th>
<th>Proposed Fee</th>
<th>Tax ID Number (TIN)</th>
</tr>
</thead>
<tbody>
<tr>
<td>TBD</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Certified Texas HUB? | |

This is a direct or indirect, financial, or other interest with Applicant or other team members* | |

### Cost Estimator:

<table>
<thead>
<tr>
<th>Name</th>
<th>Contact Name</th>
<th>Phone</th>
<th>Email</th>
<th>Proposed Fee</th>
<th>Tax ID Number (TIN)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Cloudbreak Development, LLC</td>
<td>Peter Postlmyer</td>
<td>(310) 505-0055</td>
<td><a href="mailto:ppostlmyer@cantwell-anderson.com">ppostlmyer@cantwell-anderson.com</a></td>
<td>na</td>
<td>71-0876135</td>
</tr>
</tbody>
</table>

Certified Texas HUB? | No

This is a direct or indirect, financial, or other interest with Applicant or other team members* | Yes

### Architect:

<table>
<thead>
<tr>
<th>Name</th>
<th>Contact Name</th>
<th>Phone</th>
<th>Email</th>
<th>Proposed Fee</th>
<th>Tax ID Number (TIN)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Van Meter Williams Pollack</td>
<td>Tim Van Meter</td>
<td>(303) 298-1480</td>
<td><a href="mailto:tim@vmwp.com">tim@vmwp.com</a></td>
<td>TBD</td>
<td>94-3113870</td>
</tr>
</tbody>
</table>

Certified Texas HUB? | No

This is a direct or indirect, financial, or other interest with Applicant or other team members* | No

### Engineer:

<table>
<thead>
<tr>
<th>Name</th>
<th>Contact Name</th>
<th>Phone</th>
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<tbody>
<tr>
<td>Stanley Spurling &amp; Hamilton, Inc.</td>
<td>Jackie Spurling</td>
<td>(713) 776-9433</td>
<td><a href="mailto:JSpurling@sshinc.net">JSpurling@sshinc.net</a></td>
<td>tbd</td>
<td>74-2088294</td>
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<th>Civil Engineer:</th>
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<th>Market Analyst:</th>
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<tr>
<td><strong>Apartment Market Data, LLC</strong></td>
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<td>Contact Name</td>
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<tr>
<td><a href="mailto:djack@stic.net">djack@stic.net</a></td>
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<td><strong>The Powers Group</strong></td>
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<td>Contact Name</td>
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<td><a href="mailto:powersgroup2004@yahoo.com">powersgroup2004@yahoo.com</a></td>
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<td><strong>Coats Rose</strong></td>
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<td><a href="mailto:bpalmer@coatsrose.com">bpalmer@coatsrose.com</a></td>
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| Originator of Underwriter:    |
### Bond Issuer:

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### Syndicator:

<table>
<thead>
<tr>
<th>National Equity Fund</th>
<th>Debbie Burkart</th>
<th>(213) 240-3133</th>
</tr>
</thead>
<tbody>
<tr>
<td><a href="mailto:dburkart@nefinc.org">dburkart@nefinc.org</a></td>
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### Supportive Services Provider:

<table>
<thead>
<tr>
<th>Fifth Ward Community Redevelopment</th>
<th>Jessica Thompson</th>
<th>(713) 674-0175</th>
</tr>
</thead>
<tbody>
<tr>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>tbd</td>
<td>76-0288037</td>
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### Supportive Services Provider:

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<thead>
<tr>
<th>American Title Company</th>
<th>Catherine L. York</th>
<th>(713) 651-1996</th>
</tr>
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<tbody>
<tr>
<td><a href="mailto:cyork@barnesturner.com">cyork@barnesturner.com</a></td>
<td>tbd</td>
<td>rqstd</td>
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### Title Company:

<table>
<thead>
<tr>
<th>Application Consultant:</th>
<th>Sarah Andre</th>
<th>(512) 698-3369</th>
</tr>
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<tbody>
<tr>
<td><a href="mailto:sarah@structuretexas.com">sarah@structuretexas.com</a></td>
<td>tbd</td>
<td>45-4483787</td>
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<td><strong>ESA Provider:</strong></td>
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<tr>
<td>Phase Engineering</td>
<td>No</td>
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<tr>
<td>Melanie Edmundson</td>
<td>(713) 476-9844</td>
<td></td>
</tr>
<tr>
<td>Email</td>
<td><a href="mailto:Melanie@phaseengineering.com">Melanie@phaseengineering.com</a></td>
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<td><strong>PCA Provider:</strong></td>
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<tr>
<td>Aestimo, Inc.</td>
<td>No</td>
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<tr>
<td>Brian Bonczynski</td>
<td>(281) 556-1522</td>
<td></td>
</tr>
<tr>
<td>Email</td>
<td><a href="mailto:brian@aestimo.com">brian@aestimo.com</a></td>
<td>tbd</td>
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<tr>
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<td>Email</td>
<td><a href="mailto:jthompson@fifthwardcrc.org">jthompson@fifthwardcrc.org</a></td>
<td>30% of Dev Fee</td>
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Architect Certification Form
The form for the certification will be posted to the Department's website at http://www.tdhca.state.tx.us/multifamily/apply-for-funds.htm.

NOTE: The certification requires a separate statement be submitted that describes how the accessibility requirements for the physically accessible/hearing and visual impaired Units will be met, along with related parking requirements. Be sure this statement is attached to this certification.
I (We) certify that the Development will be designed and built to meet the accessibility requirements of the Federal Fair Housing Act as implemented by HUD at 24 C.F.R. Part 100 and the Fair Housing Act Design Manual, Titles II and III of the Americans with Disabilities Act (42 U.S.C. Sections 12131-12189) as implemented by the Department of Justice regulations at 28 C.F.R. Parts 35 and 36, and the Department’s Accessibility rules in 10 TAC Chapter 1, Subchapter B, in effect at the time of certification.

I (we) certify that all materials submitted to the Department by the Architect or Applicant constitute records of the Department subject to Chapter 552, Tex. Gov’t Code, and the Texas Public Information Act.

I (We) certify that in accordance with Section 504 of the Rehabilitation Act of 1973 and implemented at 24 C.F.R. Part 8, if the Development includes the New Construction or substantial rehabilitation of multifamily units (4 or more units per building), at least five percent (5%) of all dwelling units will be designed and built to be accessible for persons with mobility impairments. A unit that is on an accessible route and is adaptable and otherwise compliant with the 2010 ADA Standards with the exceptions listed in “Nondiscrimination on the Basis of Disability in Federally Assisted Programs and Activities” (Federal Register 79 FR 29671) meets this requirement. In addition, at least two percent (2%) of all dwelling units will be designed and built to be accessible for persons with hearing or vision impairments.

I (We) have attached a statement describing how the requirements Section 504 of the Rehabilitation Act of 1973 and implemented at 24 C.F.R. Part 8 will be met as described in 10 TAC Chapter 1, Subchapter B. At a minimum, the statement will include (1) The total number of Units (2) Number and description of Unit types, the number of Units of each Type, (3) Number of Units of each Type that will meet the accessibility requirements, and (4) a description of how the accessibility requirements relating to Unit distribution will be met.

We are providing a total of 110 units.

- The units break down as follows:
  - Studio: 29
  - 1 Bedroom: 57
  - 2 Bedroom: 24

- All units will be designed to meet the requirements of the Fair Housing Act Design Manual.
- Of the 110 provided units, 6 units (5%) will be provided for individuals with mobility impairments and designed to meet the requirements of UFAS. The break down is as follows:
  - Studio: 2
  - 1 Bedroom: 2
  - 2 Bedroom: 2
• Of the 110 provided units, 90 units (all non-UFAS units in the Historic buildings, and all ground level non-UFAS units in the New Building) will be designed to be adaptable by meeting the requirements for “Type B” units as outlined in ICC A117.1 (2009) section 1004.
• Of the 110 provided units, 3 units (2%) will be provided for with for individuals with audio/visual impairments by meeting the requirements of ICC A117.1 (2009) section 1006. The break down is as follows:
  o Studio:  1
  o 1 Bedroom:  1
  o 2 Bedroom:  1

In the New Building (which is not elevator served), two UFAS units are provided on the ground level.

In the Historic Hospital and Convent building (which is elevator served), four UFAS units are provided. The UFAS units are distributed so that there is one UFAS unit on every floor, and there is one in every wing of the Historic Hospital and Convent building.

I (We) certify that if the Development includes the New Construction or Rehabilitation of single family units (1 to 3 units per building), every unit will be designed and built to meet the accessibility requirements of Tex. Gov’t Code §2306.514, as it may be amended from time to time.

I (We) have attached a statement describing how, regardless of building type, all Units accessed by the ground floor or by elevator (“affected units”) meet the requirements at 10 TAC §10.101(b)(8)(B).

I(We) certify that all accessible Units under 10 TAC Chapter 1, Subchapter B, and all affected Units meeting the requirements under 10 TAC 10.101(b)(8)(B) will be dispersed throughout the Development.

All of the ground floor and elevator served units are located on an accessible route, and all covered units feature an accessible route within the unit that the entrance to the bathroom.

Each provided unit has a bathroom with a toilet and sink on the entry level that comply with the specifications set forth in the Fair Housing Act Design Manual. Each affected bathroom will be provided with blocking for the future installation of grab bars.

If the Applicant is applying for HOME funds and the Development consists of New Construction, I (We) further certify that the Development meets the Construction Site Standards in 24 C.F.R §983.57(e)(1).

Definition of Certify and Certification for this Document: As used herein, the words Certify and Certification, shall mean an expression of the Architect’s professional opinion to the best of it’s information, knowledge, and belief, and does not constitute a warranty or guarantee by the Architect.
This certification meets the requirement that the Applicant provide a certification from the Development engineer or an accredited architect. A similar certification will also be required after the Development is completed from an inspector, architect, or accessibility specialist.

By

Signature

February 20, 2018

Date

Tim Van Meter

Printed Name

#21991, State of Texas

License Number and State

Van Meter Williams Pollack, LLP

Firm Name (If applicable)
February 20, 2018

Marni Holloway  
Director of Multifamily Finance  
Texas Department of Housing and Community Affairs  
221 East 11th Street  
Austin, Texas 78701

Re: St. Elizabeth Place, TDHCA#18020, Houston, Texas

Dear Ms. Holloway,

I am writing as the architect of record for St. Elizabeth Place, TDHCA#18020 in Houston, Texas. Please note that the proposed Development will be designed to meet 10 TAC Chapter 1, Subchapter B, 1.207. “Development has a minimum of 5% of all units in the development set aside for the mobility impaired and an additional 2% set aside for the hearing and/or visually impaired.” With 110 total units planned for this renovated housing development, we have included 6 mobility impaired and 3 hearing and/or visually impaired units within the application drawing documents. In the New Building (which is not elevator served), 2 UFAS units are provided on the ground level. In the Historic Hospital and Convent Building (which is elevator served), 4 UFAS units are provided. The UFAS units are distributed so that there is one UFAS unit on every floor, and there is one in every wing of the Historic Hospital and Convent Building.

As part of the formal review process, final construction documents will be submitted for State Accessibility review prior to starting construction. Additionally, intermittent accessibility inspections will be performed throughout construction to confirm compliance with such.

Please do not hesitate to let me know should you have questions or concerns.

Sincerely,

Tim Van Meter  
Van Meter Williams Pollack LLP  
1738 Wynkoop Street, Ste. 203  
Denver, CO 80202
44 Evidence of Experience
Evidence of Experience Must be Provided Behind this Tab

Pursuant to §10.204(6) of the Uniform Multifamily Rules, a Principal of the Developer, Development Owner, or General Partner must establish that they have experience in the development of 150 units or more.

Evidence of experience behind this tab includes:

- An Experience certificate issued by the Department under the 2014-2018 Uniform Multifamily Rules.
- An Application for experience and supporting documentation in accordance with §10.204(6)(A)(i) through (ix)
- Evidence from the Department that the application for experience was received and is being processed by the Department.

Alternatively, pursuant to §13.5(d)(1) of the Multifamily Direct Loan Rule, Applicants requesting MFDL as the only source of Department funds may meet the Experience Requirement by providing evidence of the successful development and operation for at least 5 years of at least twice as many affordability restricted units as requested in the Application.

- Documentation provided behind this tab meets the alternative Experience Requirement in §13.5(d)(1).

DUNS Number and System for Award Management (SAM.gov) registration (Direct Loan Applications Only)

The Office of Management and Budget (OMB) requires grant applicants to provide a Dunn and Bradstreet (D&B) Data Universal Numbering System (DUNS) number when applying for Federal grants, including Direct Loan funds, on or after October 1, 2003. The DUNS number will supplement other identifiers required by statute or regulation, such as tax identification numbers. To apply for a DUNS number applicants can go to the Dunn & Bradstreet website: http://fedgov.dnb.com/webform

Once applicants have obtained a DUNS number, they must register with the SAM database: https://sam.gov/portal/public/SAM

Applicants may provide this information with the Application or upon award.

- Evidence of SAM.gov registration for the applicant entity is attached behind this tab.

Davis Bacon Labor Standards (Section 811 PRA Program and Direct Loan Applications)

24 CFR §92.354, Davis-Bacon Act (40 U.S.C. §§276(a)-276(a)(S), the Davis-Bacon Related Acts, the Contract Work Hours and Safety Standards Act, and the Copeland (Anti-Kickback) Act (40 U.S.C. §276(c)) apply to developments being assisted with Direct Loan funds if (Select all that apply):

- Twelve (12) or more Direct Loan or Section 811 PRA-assisted units will be rehabilitated or constructed under one construction contract.
  The Section 811 PRA units and Direct Loan Units are not cumulative. For example, if a proposed development has ten Section 811 PRA units and ten Direct Loan-assisted units, Davis Bacon would not be triggered.
- Community Development Block Grant (CDBG) funds are being used to support the Development, which requires a lower number of units (8) be used as a threshold.

Applicants electing to participate in the Section 811 PRA Program either by committing an Existing Development to the Section 811 PRA Program or by committing a Proposed Development in this Application are encouraged to review §PRA.213 Davis Bacon Labor Standards in the Section 811 Program Guidelines, found on the TDHCA webpage at http://www.tdhca.state.tx.us/section-811-pra/resource-documents.htm

Existing Developments where construction is fully complete before an application for a Proposed Development is submitted to the Department to receive assistance under the 811 PRA program are not subject to Davis-Bacon or Contract Work Hours and Safety Standards Act requirements.

Affirmative Marketing Plan (Direct Loan Applications Only)

Complete and submit HUD’s Affirmative Marketing Plan form (Form 935.2 or successors). This form may be found on the Department’s website at http://www.tdhca.state.tx.us/home-division/mf-home/index.htm

The Affirmative Marketing Plan must comply with the Affirmative Marketing requirements in the Compliance Rules.

HUD approval is not necessary unless the property receives project-based Section 8 assistance.
Mr. Randall A. Bishop
C/O Sarah Andre
702 San Antonio Street
Austin, Texas 78702

RE: REQUEST FOR EXPERIENCE CERTIFICATE UNDER 2018 UNIFORM MULTIFAMILY RULES

Dear Mr. Bishop:

We have reviewed your request for an experience certificate, which is provided to individuals that meet the requirements of §10.204(6) of the Uniform Multifamily Rules. In order to meet the experience requirements an individual must establish that they have experience in the development and placement in service of at least 150 residential units. We find that the documentation you have provided is sufficient to establish this required experience. Additionally, you have certified to compliance with the requirements of §10.204(6)(B), including the following requirements:

(ii) Experience may not be established for a Person who at any time within the preceding three years has been involved with affordable housing in another state, in which the Person or Affiliate has been the subject of issued IRS Form 8823 citing non-compliance that has not been or is not being corrected with reasonable due diligence. ...

(iv) Notwithstanding the foregoing, no person may be used to establish such required experience if that Person or an Affiliate of that Person would not be eligible to be an Applicant themselves.

Should you choose to participate as a member of the Development Team or an individual providing experience for any Application submitted for funding, a Previous Participation Review (10 TAC §1.5) may be conducted prior to any award of funds. Additionally, should it be determined at any point in time that the information provided in your request for experience is fraudulent, knowingly falsified, intentionally or negligibly materially misrepresented, or omits relevant information, this certificate of experience is null and void and you may be subject to other sanctions under the Texas Department of Housing and Community Affairs’ rules and requirements.
If you have any questions or concerns regarding this certificate or the experience requirements, please contact Marni Holloway at marni.holloway@tdhca.state.tx.us.

Sincerely,

Marni Holloway
Director of Multifamily Finance
Applicant Credit Limit
Documentation and Certification
Applicant Credit Limit Documentation and Certification (Competitive HTC Only)

Pursuant to §11.4(a) of the Qualified Allocation Plan, the Department shall not allocate more than $3 million of Competitive Housing Tax Credits from the current Application Round to any Applicant, Developer, Affiliate or Guarantor (unless the Guarantor is also the General Contractor, and is not a Principal of the Applicant, Developer, or Affiliate of the Development Owner). All Applications must be identified herein to ensure that the Department is advised of all Applications, Applicants, Affiliates, Developers, General Partners or Guarantors involved to avoid any statutory violation of Texas Government Code, §2306.6711(b).

Instructions:
Complete Part I of this form. For each person or entity in Part I that answers "Yes" to Part I b., a Part II form must be submitted (i.e. if 4 persons/entities answer "Yes" to Part I b., then 4 separate Part II forms must be provided).

Part I: Applicant Credit Limit Documentation

<table>
<thead>
<tr>
<th></th>
<th>Applicant, Developers, Affiliates, and Guarantors - List below all entities or Persons meeting the definition of Applicant, Affiliate, Developer or Guarantor.</th>
<th></th>
<th>Person/entity has at least one other application in the current Application Round.</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td>St. Elizabeth Place LP</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>2.</td>
<td>St. Elizabeth Place GP LLC</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>3.</td>
<td>Fifth Ward Community Redevelopment Corporation</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>4.</td>
<td>Charles Turner</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>5.</td>
<td>Bridgette Steele</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>6.</td>
<td>Jessica Thompson</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>7.</td>
<td>Cloudbreak Development II, LLC</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>8.</td>
<td>Randall A. Bishop</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>9.</td>
<td>Peter Postmayr</td>
<td>No</td>
<td></td>
</tr>
<tr>
<td>10.</td>
<td>Thomas R. &quot;Tim&quot; Cantwell</td>
<td>No</td>
<td></td>
</tr>
</tbody>
</table>

Individually, or as the General Partner(s) of officer(s) of the Applicant entity, I (we) certify that we are submitting behind this tab one signed Credit Limit Certification form for each person and/or entity that answered "Yes" to Part I b. above.

By: [Signature of Applicant]  
Date: 2/23/18  
Its: [Authorized Signer]
Community Input
# Community Input Scoring Items

<table>
<thead>
<tr>
<th>TDHCA#</th>
<th>18020</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>1. Local Government Support - §11.9(d)(1)</strong></td>
<td></td>
</tr>
</tbody>
</table>
| X | Resolution(s) of either "no objection" or "support" is included behind this tab.**  
** Note that resolutions are due March 1, 2018 |
| **2. Community Support from State Representative - §11.9(d)(5)** | |
| X | Letter of either "support" or "opposition" is included behind this tab.**  
** Note that letters are due March 1, 2018 |
| **3. Input from Community Organizations - §11.9(d)(6)** | |
| X | Applicant has included one or more letters of support or opposition behind this tab. |

List information for each of the letters below:

<table>
<thead>
<tr>
<th>A. Houston Habitat for Humanity</th>
<th>Support</th>
<th>Opposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Community Organization</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Allison Hay</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contact Name</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>B. Buffalo Bayou Partnership</th>
<th>Support</th>
<th>Opposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Community Organization</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Anne Olson</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Contact Name</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>C. Houston City Council Member, At-Large 4</th>
<th>Support</th>
<th>Opposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Community Organization</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Councilmember Amanda K. Edwards</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contact Name</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>D. Office of Vice Mayor Pro-Tem City of Houston</th>
<th>Support</th>
<th>Opposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Community Organization</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Jerry Davis</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contact Name</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>E. Greater Fifth Ward Super Neighborhood #55</th>
<th>Support</th>
<th>Opposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Name of Community Organization</td>
<td>X</td>
<td></td>
</tr>
<tr>
<td>Joetta Stevenson</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Contact Name</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

<table>
<thead>
<tr>
<th>F. Name of Community Organization</th>
<th>Support</th>
<th>Opposition</th>
</tr>
</thead>
<tbody>
<tr>
<td>Contact Name</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
A RESOLUTION CONFIRMING SUPPORT FOR THE PROPOSED DEVELOPMENT AS AFFORDABLE RENTAL HOUSING OF CERTAIN PROPERTIES, EACH LOCATED IN THE CITY OF HOUSTON, TEXAS, AND THE SUBMITTAL OF APPLICATIONS FOR HOUSING TAX CREDITS FOR SUCH DEVELOPMENTS; MAKING VARIOUS FINDINGS AND PROVISIONS RELATING TO THE SUBJECT.

* * *

WHEREAS, the City Council (the “City Council”) of the City of Houston (the “City”) finds that each of the entities whose name is listed in the column on Schedule I captioned “Applicant Name” (individually referred to as “Applicant”) has proposed a development for affordable rental housing whose name and location are set forth beside the name of such Applicant in the columns on Schedule I captioned “Project Name” and “Project Address” (individually referred to as “Applicant’s Project” with respect to the Applicant whose name is listed beside such information), each located in the City of Houston, Texas; and

WHEREAS, the City Council finds that each Applicant has advised that it has submitted or intends to submit an application, bearing the number set forth beside the name of such Applicant in the column on Schedule I captioned “TDHCA Number” (individually referred to as “Applicant’s Application” with respect to the Applicant whose name is listed beside such TDHCA Number), to the Texas Department of Housing and Community Affairs for 2018 Competitive 9% Housing Tax Credits for the Development; and

WHEREAS, the City Council, as the governing body of the City, supports each Applicant’s Project and the submittal of Applicant’s Application related thereto; NOW, THEREFORE,

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF HOUSTON:

Section 1. That the findings contained in the preamble of this Resolution are determined to be true and correct and are hereby adopted as a part of this Resolution.

Section 2. That the City Council hereby confirms that it supports each Applicant’s Project and the submittal of Applicant’s Application related to such project.

Section 3. That this Resolution shall take effect immediately upon its passage and approval by the Mayor; however, in the event that the Mayor fails to sign this Resolution within five days after its passage and adoption, it shall take effect in accordance with Article VI, Section 6, Houston City Charter.
PASSED AND ADOPTED this 14th day of February, 2018.

Mayor of the City of Houston

Pursuant to Article VI, Section 6, Houston City Charter, the effective date of the foregoing Resolution is 02/20/2018

City Secretary

(Prepared by Legal Dept. Senior Assistant City Attorney)

(Requested by Tom McCasland, Director, Housing and Community Development Department)
## Housing and Community Development Department

### Schedule I - Resolutions of Support - City of Houston Projects

<table>
<thead>
<tr>
<th>Applicant Name</th>
<th>Project Name</th>
<th>Project Address</th>
<th>TDHCA Number</th>
</tr>
</thead>
<tbody>
<tr>
<td>NH Flintlock LP</td>
<td>Flintlock Apartments</td>
<td>SEC of West Little York and Flintlock Road</td>
<td>18354</td>
</tr>
<tr>
<td>NH WLY LP</td>
<td>West Little York Apartments</td>
<td>West Little York between Hollister Rd and Guhn Rd</td>
<td>18355</td>
</tr>
<tr>
<td>AMTEX Green Oaks LP</td>
<td>Green Oak Apartments</td>
<td>8.671 acres enclosed by Gears Road, Greens Parkway and Greensmark Drive</td>
<td>18093</td>
</tr>
<tr>
<td>Greens at Roanoke LP</td>
<td>Greens at Roanoke</td>
<td>SWC of Jensen Dr and Grayson St</td>
<td>18703</td>
</tr>
<tr>
<td>Parkway Meadows, Ltd.</td>
<td>Parkway Meadows</td>
<td>The approximate 3300 block of West Gulf Bank, north of West Golf Bank and west of West Montgomery</td>
<td>18073</td>
</tr>
<tr>
<td>St. Elizabeth Place, LP</td>
<td>St. Elizabeth Place</td>
<td>4514 Lyons Avenue</td>
<td>18020</td>
</tr>
<tr>
<td>Houston DMA Housing II, LLC</td>
<td>The Greenery</td>
<td>18000 block of Imperial Valley Dr</td>
<td>18338</td>
</tr>
<tr>
<td>DWR Somerset 18 LP</td>
<td>Somerset Lofts</td>
<td>2.63+/- acres at 8506 Hempstead Rd</td>
<td>18254</td>
</tr>
<tr>
<td>2222 Cleburne LP</td>
<td>2222 Cleburne</td>
<td>2222 Cleburne</td>
<td>18243</td>
</tr>
<tr>
<td>Houston DMA Housing III, LLC</td>
<td>City Park Apartments</td>
<td>NW corner of W Orem Drive and US HWY 288</td>
<td>18701</td>
</tr>
<tr>
<td>Monroe Crossing, LP</td>
<td>Monroe Crossing</td>
<td>Approx 8500 Blk of Fuqua (NEC of Fuqua &amp; Monroe)</td>
<td>18161</td>
</tr>
<tr>
<td>Trinity East Ltd.</td>
<td>Trinity East</td>
<td>SW corner of Mcgowen St and Live Oak St</td>
<td>18949</td>
</tr>
<tr>
<td>Provision at Synott, LP</td>
<td>Provision at Synott</td>
<td>West Side of Synott Rd, N of W Bellfort Blvd</td>
<td>18382</td>
</tr>
<tr>
<td>Campanile on Commerce LP</td>
<td>Campanile on Commerce</td>
<td>2800 Commerce St</td>
<td>18306</td>
</tr>
<tr>
<td>Fulton Lofts, LP</td>
<td>Fulton Lofts</td>
<td>SW Corner of Fulton St and Robert Lee Rd</td>
<td>18333</td>
</tr>
<tr>
<td>Houston 5009 Fulton, LP</td>
<td>Fulton on the Rail</td>
<td>5009 Fulton St</td>
<td>18337</td>
</tr>
<tr>
<td>McKee City Living LP</td>
<td>McKee City Living</td>
<td>600 blk of McKee Street</td>
<td>18299</td>
</tr>
<tr>
<td>East End Lofts, LP</td>
<td>East End Lofts</td>
<td>NE corner of Harrisburg Blvd and 75th Street</td>
<td>18336</td>
</tr>
<tr>
<td>BAH Lancaster Senior Village, Ltd.</td>
<td>Lancaster Senior Village</td>
<td>Telephone Rd</td>
<td>18138</td>
</tr>
<tr>
<td>Leeland Lofts Ltd.</td>
<td>Leeland Lofts</td>
<td>3131 Gulf Freeway</td>
<td>18046</td>
</tr>
<tr>
<td>Provision at Lake Houston, LP</td>
<td>Provision at Lake Houston</td>
<td>East Side of HWY 90 at S Lake Houston Pkwy</td>
<td>18383</td>
</tr>
<tr>
<td>Scott Street Lofts, LP</td>
<td>Scott Street Lofts</td>
<td>1320 Scott St</td>
<td>18327</td>
</tr>
<tr>
<td>TX Bellfort Apartments, LP</td>
<td>Bellfort Park Apartments</td>
<td>4135 W Bellfort</td>
<td>18229</td>
</tr>
<tr>
<td>DWR Court 18, LP</td>
<td>Court Lofts</td>
<td>SEC of Court Rd. &amp; S. Post Oak Rd.</td>
<td>18226</td>
</tr>
<tr>
<td>BAH Rockwell Senior Village, Ltd.</td>
<td>Rockwell Senior Village</td>
<td>SW corner of Beltway &amp; between Rockwell Blvd &amp; W Fuqua Drive</td>
<td>18397</td>
</tr>
</tbody>
</table>
February 26, 2018

Mr. Tim Irvine  
Executive Director  
Texas Department of Housing and Community Affairs  
221 East 11th Street  
Austin, TX 78701

Re: St. Elizabeth Place, TDHCA #18020  
4514 Lyons Avenue, Houston, Harris County

Dear Mr. Irvine,

I received the Public Notification for St. Elizabeth Place, TDHCA #18020, located at the above address in Houston and in Texas State House District 142, which I represent.

I am pleased to lend my support to this Development which will serve the constituents in my District.

Sincerely,

Harold V. Dutton, Jr.  
State Representative District 142  
Texas State House of Representatives
February 8, 2018

Marni Holloway
Director of Multifamily Finance
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701

RE: St. Elizabeth Place, TDHCA #18020 in Houston, Texas

Dear Ms. Holloway,

Please accept this letter in support of the aforementioned project. I am writing this letter to voice my support for St. Elizabeth Place, an affordable housing development to be located in Houston at 4514 Lyons Avenue in Harris County.

Houston Habitat for Humanity is a 501(3)(c) nonprofit organization that serves the Houston community by providing residents with help to build homes, financial education and home repair for low-income Houstonians. As an organization that regularly works within the area and has a primary purpose of bettering the community, we believe that St. Elizabeth Place will serve our clients well and will promote a high quality of life for the underserved citizens of Houston and Harris County.

Should you have any questions or concerns, please do not hesitate to contact me at Allison Hay or ahay@houstonhabitat.org. Thank you for your consideration.

Sincerely,

Allison Hay
Executive Director,
Houston Habitat for Humanity
3750 N. McCarty
Houston, TX 77029
According to the records of the Comptroller of Public Accounts, the following exemption(s) from Texas taxes apply to the above organization(s):

Franchise tax, as of 01-15-1987
Sales and use tax, as of 01-15-1987
   (provide Texas sales and use tax exemption certificate Form 01-339 (Back) to vendor)
The entity is not exempt from hotel occupancy tax.

Texas taxpayer identification number: 17602070843

This exemption verification is not a substitute for the completed exemption certificates that are required when claiming exemption from Texas taxes. Vendors should be familiar with the requirements for accepting the certificates in good faith from their customers.

This exemption verification does not mean that the organization holds a permit for collecting or remitting any Texas taxes.

Exempt organizations must collect tax on most sales. For more information, please see our publication Exempt Organizations: Sales and Purchases (96-122). Online registration is available.

For information concerning sales taxpayer permit status, please use the vendor search we provide online.

Corporations that are registered in Texas with the Secretary of State must maintain a current registered agent and registered office address. Information is available from Business and Nonprofit Forms page of the Secretary of State's Website. Additionally, out-of-state corporations, limited liability companies, or limited partnerships transacting business in Texas may need to file a Certificate of Authority or Registration with the Texas Secretary of State. More information is available from the Foreign or Out-of-State Entities page on the Secretary of State's Website.

Our publications and other helpful information are available on our website. If you need more information, write to us at exempt.orgs@cpa.texas.gov, or call us at (800) 252-5555.
Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public

Information about Form 990 and its instructions is at www.irs.gov/form990

For the 2015 calendar year, or tax year beginning 01-01-2015 , and ending 12-31-2015

Name of organization
Houston Habitat for Humanity Inc.

Doing business as

Number and street (or P.O. box if mail is not delivered to street address) Roomsuite
3750 N McCarty

City or town, state or province, country, and ZIP or foreign postal code
Houston, TX 77029

Employer identification number
76-0207084

Telephone number
(713) 671-9993

Gross receipts $ 12,552,573

Name and address of principal officer
Allison Hay
3750 N McCarty
Houston, TX 77029

Is this a group return for subordinates?
Yes

Are all subordinates included?
Yes

Group exemption number

Tax-exempt status
501(c)(3)

Website:
www.houstonhabitat.org

Year of formation
1987

State of legal domicile
TX

Part I  Summary

1 Briefly describe the organization's mission or most significant activities
Help economically disadvantaged people obtain a home by providing zero-interest mortgages. The organization seeks community involvement of volunteers that help in the construction of low cost housing. The organization is an affiliate of HMFI located in Americus, Georgia.

2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets

3 Number of voting members of the governing body (Part VI, line 1a)

4 Number of independent voting members of the governing body (Part VI, line 1b)

5 Total number of individuals employed in calendar year 2015 (Part V, line 2a)

6 Total number of volunteers (estimate if necessary)

7 Total unrelated business revenue from Part VIII, column (C), line 12

b Net unrelated business taxable income from Form 990-T, line 34

Revenue

Prior Year

Current Year

8 Contributions and grants (Part VIII, line 1h)

9 Program service revenue (Part VIII, line 2g)

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d)

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e)

12 Total revenue—add lines 8 through 11 (must equal Part VIII, column (A), line 12)

Expenses

13 Grants and similar amounts paid (Part IX, column (A), lines 1 – 3)

14 Benefits paid to or for members (Part IX, column (A), line 4)

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5 – 10)

16a Professional fundraising fees (Part IX, column (A), line 11e)

b Total fundraising expenses (Part IX, column (D), line 25) $740,006

17 Other expenses (Part IX, column (A), lines 11a – 11d, 11f – 24e)

18 Total expenses Add lines 13 – 17 (must equal Part IX, column (A), line 25)

19 Revenue less expenses Subtract line 18 from line 12

Net Assets or Fund Balances

20 Total assets (Part X, line 16)

21 Total liabilities (Part X, line 26)

22 Net assets or fund balances Subtract line 21 from line 20

Part II  Signature Block

Sign Here

signature of officer

Date

Type or print name and title

Preparer's name

Preparer's signature

Date

Check if self-employed

Firm's name

Firm's EIN

Firm's address

Phone no

For Paperwork Reduction Act Notice, see the separate instructions.

May the IRS discuss this return with the preparer shown above? (see instructions) Yes / No

Cat No 11282Y

Form 990(2015)
Who We Are

Since 1987, individuals, businesses and groups in our community have joined Houston Habitat for Humanity to build or improve a place people call home.

Through shelter, we empower people to build a better future for themselves and their families by completing financial and home maintenance training, building homes alongside volunteers, and by purchasing an affordable mortgage. With this hand up, they achieve the strength, stability and self-reliance they need to build better futures.

To learn more about Houston Habitat for Humanity and the Houston Habitat ReStore – a nonprofit home improvement store and donation center open to the public – go to www.houstonhabitat.org, or call 713-671-9993. Houston Habitat for Humanity is a tax-exempt 501(C) (3) nonprofit organization. Your gift is tax-deductible as allowed by law.

All Are Welcome

Houston Habitat welcomes volunteers, supporters and future homeowners from all backgrounds. Houston Habitat will not proselytize. Nor will Houston Habitat work with entities or individuals who insist on proselytizing as part of their work with Habitat. This means that Houston Habitat will not offer assistance on the expressed or implied condition that people must adhere to or convert to a particular faith or listen and respond to messaging designed to induce conversion to a particular faith.

How can you help?

Contact us today and see how your financial support, voice and time can help families build better futures.

Other Resources

Donate Today
Contact Us
Annual Report
Privacy Policy
Employment
Financial Information

Location

Houston Habitat for Humanity
3750 N. McCarty, Houston, TX. 77029
713-671-9993
info@houstonhabitat.org

ReStore

6161 S. Loop East, Houston, TX. 77087
713-643-1100
restore@houstonhabitat.org

Photo Library
Volunteer Opportunities

Volunteers who grab their hammers and build affordable housing alongside our construction staff and family partners are vital to helping realize Houston Habitat's vision of a world where everyone has a decent place to live.

Our build schedule is Tuesday through Saturday from 7:30am until 2pm. Volunteers must be 16 years of age or older to work on the build site, and must be at least 18 years of age to use power tools and to participate in roof work. Don't worry if you lack building experience; our staff is happy to teach! We are currently building in Harrel Park, located in Northeast Houston.
February 9, 2018

Marni Holloway
Director of Multifamily Finance
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701

RE: St. Elizabeth Place, TDHCA #18020 in Houston Texas

Dear Ms. Holloway:

On behalf of Buffalo Bayou Partnership (BBP), we are writing to lend our
support to St. Elizabeth Place, an affordable housing development that will be
located at 4514 Lyons Avenue in Houston’s historic Fifth Ward (Harris County).

Our organization is responsible for revitalizing and transforming Buffalo Bayou,
Houston’s historic waterway. Over the past 20 years, BBP has worked closely
with the Fifth Ward Community Redevelopment Corporation and the Fifth Ward
community. We currently are developing a master plan for the bayou that
incorporates the Fifth Ward. As part of our planning work and community
engagement, we hear residents continually stress the need for more affordable
housing. St. Elizabeth Place will contribute greatly to the affordable housing
shortage and further revitalize the Fifth Ward neighborhood’s Lyons Avenue
corridor.

We enthusiastically support the St. Elizabeth Place project and urge its funding.
If you require additional information or have questions, please feel free to
contact me at (713) 752-0314 or email at aolson@buffalobayou.org. Thank you.

Sincerely,

Anne Olson
President

BUFFALO BAYOU
PARTNERSHIP

2017 Board of Directors

Officers
Thomas Fish, Chair
Jonathan H. Brinsden, Vice Chair
Bas Solleved, Vice Chair
Paul Cannings, Jr., Treasurer
Nory Angel, Secretary

Board of Directors
Ralph Abendschein
Murad Ajani
Richard M. Blades
C. Ronald Blankenship
Christina A. Bryan
Carolyn W. Dorros
Clayton Erikson
Bolivar M. Fraga
Cristina Garcia Gamboa
Guy Hagstette
J. David Heaney
Lynn M. Herbert
Kellie R. Jenkins
Samir Khushalani
Sherman L. Lewis III
Lisa Marshall
Ginni Mithoff
John Mooy
Sara-Ashley Moreno
Judy Nyquist
David Oft, Jr.
Charles R. Parker
Alison Porter
Carleton Riser
Karl S. Stern
Judy Tate
Jeff Taylor
Claire Cormier Thielke
Saul Valetin
Anne Whitlock
Stacey Gillman Wimbish
Geraldina Interiano Wise
Renee Witzig-Barrios
Robert P. Wright
Ellyn Wulfe

Chairs Emeritus
Toni Beauchamp*
Chuck Carlberg
Brady F. Carruth
Collin J. Cox
Mike Garver
Dennis Greer
Arttie Lee Hinds
Sis Johnson
Susan Keeton
Dr. Manuel Pacheco
Bob Phillips
F. Max Schuette*
Raymond Snokhous
Georgia Wilson

*deceased

President
Anne Olson

1019 Commerce Street, Suite 200
Houston, Texas 77002
713.752.0314
fax 713.523.3500
buffalobayou.org
info@buffalobayou.org
THE BUFFALO BAYOU PARTNERSHIP
1019 COMMERCE ST
HOUSTON, TX 77002-1701

According to the records of the Comptroller of Public Accounts, the following exemption(s) from Texas taxes apply to the above organization(s):

- Franchise tax, as of 11-05-1985
- Sales and use tax, as of 11-05-1985
  
  (provide Texas sales and use tax exemption certificate Form 01-339 (Back) to vendor)

The entity is not exempt from hotel occupancy tax.

Texas taxpayer identification number: 17601839545

This exemption verification is not a substitute for the completed exemption certificates that are required when claiming exemption from Texas taxes. Vendors should be familiar with the requirements for accepting the certificates in good faith from their customers.

This exemption verification does not mean that the organization holds a permit for collecting or remitting any Texas taxes.

Exempt organizations must collect tax on most sales. For more information, please see our publication Exempt Organizations: Sales and Purchases (96-122). Online registration is available.

For information concerning sales taxpayer permit status, please use the vendor search we provide online.

Corporations that are registered in Texas with the Secretary of State must maintain a current registered agent and registered office address. Information is available from Business and Nonprofit Forms page of the Secretary of State's Website. Additionally, out-of-state corporations, limited liability companies, or limited partnerships transacting business in Texas may need to file a Certificate of Authority or Registration with the Texas Secretary of State. More information is available from the Foreign or Out-of-State Entities page on the Secretary of State's Website.

Our publications and other helpful information are available on our website. If you need more information, write to us at exempt.orgs@cpa.texas.gov, or call us at (800) 252-5555.
THE BUFFALO BAYOU PARTNERSHIP
1113 VINE ST STE 200
HOUSTON, TX 77002-1039

According to the records of the Comptroller of Public Accounts, the following exemption(s) from Texas taxes apply to the above organization(s):

Sales and use tax, as of 07-15-1986
   (provide Texas sales and use tax exemption certificate Form 01-339 (Back) to vendor)
   The entity is not exempt from hotel occupancy tax.

Texas taxpayer identification number: 30009571081

This exemption verification is not a substitute for the completed exemption certificates that are required when claiming exemption from Texas taxes. Vendors should be familiar with the requirements for accepting the certificates in good faith from their customers.

This exemption verification does not mean that the organization holds a permit for collecting or remitting any Texas taxes.

Exempt organizations must collect tax on most sales. For more information, please see our publication Exempt Organizations: Sales and Purchases (96-122). Online registration is available.

For information concerning sales taxpayer permit status, please use the vendor search we provide online.

Corporations that are registered in Texas with the Secretary of State must maintain a current registered agent and registered office address. Information is available from Business and Nonprofit Forms page of the Secretary of State's Website. Additionally, out-of-state corporations, limited liability companies, or limited partnerships transacting business in Texas may need to file a Certificate of Authority or Registration with the Texas Secretary of State. More information is available from the Foreign or Out-of-State Entities page on the Secretary of State's Website.

Our publications and other helpful information are available on our website. If you need more information, write to us at exempt.orgs@cpa.texas.gov, or call us at (800) 252-5555.
Return of Organization Exempt From Income Tax

Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except private foundations)

Do not enter social security numbers on this form as it may be made public.
Information about Form 990 and its instructions is at www.irs.gov/form990

For Paperwork Reduction Act Notice, see the separate instructions.

Cat No 11202Y Form 990 (2015)

A For the 2015 calendar year, or tax year beginning 01-01-2015, and ending 12-31-2015

B Employer identification number
76-0183954

C Name of organization
Buffalo Bayou Partnership Inc.

D Doing business as

E Telephone number
(713) 752-0314

F Name and address of principal officer
Anne M Olson
1113 Vine Street Suite 200
Houston, TX 77002

G Gross receipts $ 8,697,840

H Is this a group return for subordinates?
Yes

I Tax-exempt status
501(c)(3)

J Website: http://buffalobayou.org

K Form of organization:
Corporation (check)

L Year of formation: 1986

M State of legal domicile: TX

Part I Summary

1 Briefly describe the organization's mission or most significant activities.
Buffalo Bayou Partnership (BBP) is transforming and revitalizing Buffalo Bayou, Houston's most significant natural resource. BBP's geographic focus is the 10-mile long stretch of Buffalo Bayou from Shepherd Drive to the Port of Houston Turning Basin.

2 Check this box if the organization discontinued its operations or disposed of more than 25% of its net assets.

3 Number of voting members of the governing body (Part VI, line 1a) ....... 42

4 Number of independent voting members of the governing body (Part VI, line 1b) ....... 42

5 Total number of individuals employed in calendar year 2015 (Part V, line 2a) ....... 41

6 Total number of volunteers (estimate if necessary) ....... 2,822

7a Total unrelated business revenue from Part VIII, column (c), line 12 ....... 0

7b Net unrelated business taxable income from Form 990-T, line 34 ....... 0

8 Contributions and grants (Part VIII, line 1h) ....... 4,036,106

9 Program service revenue (Part VIII, line 2g) ....... 1,496,628

10 Investment income (Part VIII, column (A), lines 3, 4, and 7d) ....... 52,395

11 Other revenue (Part VIII, column (A), lines 5, 6d, 8c, 9c, 10c, and 11e) ....... -23,596

12 Total revenue—that is, lines 8 through 11 (must equal Part VIII, column (A), line 12) ....... 5,561,533

13 Grants and similar amounts paid (Part IX, column (A), lines 1-3) ....... 2,000

14 Benefits paid to or for members (Part IX, column (A), line 4) ....... 0

15 Salaries, other compensation, employee benefits (Part IX, column (A), lines 5-10) ....... 1,143,133

16a Professional fundraising fees (Part IX, column (A), line 11e) ....... 15,339

b Total fundraising expenses (Part IX, column (D), line 25) ....... 246,805

17 Other expenses (Part IX, column (A), lines 11a-11d, 11f-24e) ....... 1,350,352

18 Total expenses (must equal Part IX, column (A), line 25) ....... 2,510,824

19 Revenue less expenses Subtract line 18 from line 17 ....... 3,050,709

20 Total assets (Part X, line 16) ....... 73,170,321

21 Total liabilities (Part X, line 26) ....... 7,230,777

22 Net assets or fund balances Subtract line 21 from line 20 ....... 65,939,544

Part II Signature Block

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge.

Signature of officer

Date 2016-08-24

Preparer Use Only

Firm's name: Blazek & Vettesingh

Firm's EIN: F0007674

Phone number (713) 339-5739

Paid Preparer Use Only

Print the preparer's name (or preparer's signature if self-employed)

Judy Blazek

Preparer's EIN: F0007674

Print or type preparer's name

Judy Blazek

Date of signature 08-24-2016
Buffalo Bayou Partnership is the non-profit organization revitalizing and transforming Buffalo Bayou, Houston’s most significant natural resource.

Founded in 1986, Buffalo Bayou Partnership’s (BBP) geographic focus is the 10-mile stretch of Buffalo Bayou from Shepherd Drive to the Port of Houston Turning Basin. Thanks to the generous support of foundations, corporations, individuals and government agencies, BBP has raised and leveraged more than $150 million for the redevelopment and stewardship of the waterfront – spearheading award-winning projects such as Sabine Promenade and Sesquicentennial Park, protecting land for future parks, constructing hike and bike trails, and operating comprehensive clean-up and maintenance programs. BBP recently completed the $58 million Buffalo Bayou Park project that includes major destinations, natural landscaping, footpaths, trail lighting, water features and pedestrian bridges. Buffalo Bayou Partnership is maintaining and operating Buffalo Bayou Park, with annual funding provided by the Downtown Tax Increment Reinvestment Zone (TIRZ) #3.

Watch Buffalo Bayou Park: Where Houston Begins, a TV special produced by KHOU 11.

Buffalo Bayou Partnership also seeks ways to activate Buffalo Bayou through pedestrian, boating and biking amenities; volunteer activities; permanent and temporary art installations; and wide-ranging tours and events that attract thousands.

Buffalo Bayou officially starts just west of Katy, Texas and flows approximately 53 miles east through the Port of Houston and Houston Ship Channel into Galveston Bay and onto the Gulf of Mexico. Ever since the Allen Brothers founded Houston in 1836, Buffalo Bayou has played a critical role in the evolution of the city. In addition, it has served as a major artery in the network of waterways flowing from west to east into Galveston Bay. To learn more about the rich history of Buffalo Bayou, visit Louis Aulbach and Linda Gorski’s website, Buffalo Bayou: An Echo of Houston’s Wilderness Beginnings or read Marguerite Johnston’s Houston: The Unknown City.
In the Works

Directed by the Master Plan, Buffalo Bayou Partnership continues to raise and leverage private and public funds for the bayou’s restoration and high profile capital projects. Some of the important projects that are “in the works” are:

**Sunset Coffee Building**
Allen’s Landing, Houston’s birthplace and first port, has been a focal point of BBP’s revitalization efforts for over a decade. Central to these efforts is restoration of the 12,000-square-foot Sunset Coffee Building. All renovations are scheduled to be complete in 2017.

**Hike and Bike Trails**
Key to Buffalo Bayou’s restoration are the hike and bike trails that wind their way from Shepherd Drive through parts of Houston’s East End.

**Japhet Creek**
BBP has been working along Japhet Creek for over five years, purchasing more than five acres of property and securing easements that were donated to the City of Houston Parks & Recreation Department.

**Rice Crew Team/Texas Dragon Boat Association Boat House**
Within the next year, the Rice Crew Team and Texas Dragon Boat Association plan to launch a collaborative fundraising campaign with BBP to build a permanent boat house in the East End.

**Buffalo Bayou East Sector Master Plan**
Through a planning effort, made possible by an initial $500,000 grant from Houston Endowment, the organization will be developing a comprehensive plan from US $9 to the Port of Houston Turning Basin.
Hike and Bike Trails

A top priority of Buffalo Bayou Partnership is to build a continuous system of trails on the north and south banks of Buffalo Bayou from Shepherd Drive to the Turning Basin. This will give Houstonians and visitors 20 miles of trails to run, walk and bike along our waterway.

**West Sector (Shepherd Drive to Sabine Street)**

In partnership with the City of Houston and Texas Department of Transportation (TxDot), the Sandy Reed Memorial Trail from Shepherd Drive to Sabine Street was realigned and resurfaced. With the reconstruction of this trail, bicycling along the bayou is becoming even more popular. To accommodate residents and visitors who want to enjoy a walk or jog along the Shepherd Drive to Sabine Street stretch of the bayou, BBP added asphalt footpaths closer to the waterway.

**Downtown Sector (Sabine Street to US-59)**

The organization is currently focusing on vital trail connections through downtown. There are already numerous trail segments west of downtown, but right now the trail ends with a concrete wall at Allen’s Landing. Construction was recently completed on one of the bayou’s most unique trails under a network of downtown streets. Connecting Smith Street at Sesquicentennial Park to Milam Street near Allen’s Landing is the $4.6 million “TIGER” trail which was funded through the highly-competitive Transportation Investment Generating Economic Recovery grant program administered by the Federal Highway Administration. BBP contributed $1 million in matching funds which were donated by a BBP board member. Equally exciting downtown trail links are in the planning stage. One is to be located on Harris County and Harris County Flood Control District properties and will be funded by private donations and City of Houston funds. The second trail will be located on an easement donated by CenterPoint Energy.

**East Sector (US-59 to Port of Houston Turning Basin)**

In Houston’s East End, more than four miles of hike and bike trails have been constructed by BBP primarily with private funds. The trails have been built incrementally as property owners have provided easements. Currently, the organization is focusing on several missing trail links. In partnership with the Texas Department of Transportation, BBP is working on a hike and bike trail at the Harris County Housing Authority’s Clayton Homes. In addition to the trail, a pedestrian bridge will be developed to provide first-time access from the south and north banks.
Mr. Tim Irvine, Executive Director  
Texas Department of Housing and Community Affairs  
Housing and Community Development Department  
221 East 11th Street  
Austin, Texas 78701  

Dear Mr. Irvine,

As a member of the Houston City Council, I am pleased to support the St. Elizabeth Place multi-family development, which is to be located at 4514 Lyons Avenue in the Greater Fifth Ward TIRZ and the Fifth Ward Community Revitalization Area. The proposed development seeks to redevelop the historic St. Elizabeth Hospital and Convent buildings and construct one new building for the purpose of creating approximately 118 affordable housing units. In addition to providing residential housing, it is my understanding that the project seeks to demonstrate its commitment to historic preservation, and intends to maintain the historical components of St. Elizabeth Hospital and the adjacent convent.

Thank you for your consideration.

Sincerely,

[Signature]
Amanda K. Edwards  
Houston City Council  
At-Large, Position 4
February 6, 2018

Mr. Tim Irvine, Executive Director
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701

Dear Mr. Irvine,

I am writing on behalf of the developers of St. Elizabeth Place, LP under TDHCA project number 18020 to extend my support for their development to be located at 4514 Lyons Avenue in the Greater Fifth Ward TIRZ and Community Revitalization Area. St. Elizabeth Place is a comprehensive adaptive reuse of the historic St. Elizabeth Hospital and represents an opportunity to reestablish the Lyons corridor and will serve as a vital resource that will help meet the need for quality housing in the Greater Fifth Ward area.

The City of Houston recognized St. Elizabeth Hospital as a historic landmark on October 6th, 2015 (http://www.houstontx.gov/planning/HistoricPres/landmarks.html). Redevelopment and adapting the purpose of St. Elizabeth Hospital into housing and a cultural meeting place will preserve its historic significance, provide needed housing and dually establish options for business, arts and culture on Lyons Avenue.

As a City of Houston City Council Member representing District B, I commend the long-lasting benefits of the housing stability and services that St. Elizabeth Place will help provide to its future residents and to the community as a whole. It is my belief that this development meets and surpasses all of the criteria that the Housing and Community Development Department and that the City of Houston put forth to their prospective housing providers.

Should you have any additional questions as to the merits of St. Elizabeth Place, please feel free to contact my office at (832) 393-3009 or via email at districtb@houstontx.org. Thank you for your consideration and for your efforts to provide Houstonians with high quality housing.

Sincerely,

Jerry Davis
Vice Mayor Pro-Tem
City of Houston
City Council Member, District B
February 10, 2018

Mr. Tim Irvine, Executive Director
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701

Dear Mr. Irvine,

I am writing on behalf of the developers of St. Elizabeth Place, LP under TDHCA project number 18020 to extend my support for their development to be located at 4514 Lyons Avenue in the Greater Fifth Ward TIRZ and Community Revitalization Area. St. Elizabeth Place is a comprehensive adaptive reuse of the historic St. Elizabeth Hospital and represents an opportunity to reestablish the Lyons corridor and will serve as a vital resource that will help meet the need for quality housing in the Greater Fifth Ward area.

The City of Houston recognized St. Elizabeth Hospital as a historic landmark on October 6th, 2016 (http://www.houstontx.gov/planning/HistoricPres/landmarks.html). Redevelopment and adapting the purpose of St. Elizabeth Hospital into housing and a cultural meeting place will preserve its historic significance, provide needed housing and dually establish options for business, arts and culture on Lyons Avenue.

As the President of the Greater Fifth Ward Super Neighborhood #55, I commend the long-lasting benefits of the housing stability and services that St. Elizabeth Place will help provide to its future residents and to the community as a whole. It is my belief that this development meets and surpasses all of the criteria that the Housing and Community Development Department and that the City of Houston put forth to their prospective housing providers.

Should you have any additional questions as to the merits of St. Elizabeth Place, please feel free to contact me via email at survivor770205@yahoo.com. Thank you for your consideration and for your efforts to provide Houstonians with high quality housing.

Sincerely,

[Signature]

Jetta Stevenson
President
Fifth Ward Super Neighborhood #55
(713) 502-7181
QUALIFIED NEIGHBORHOOD ORGANIZATION EVIDENCE OF QUANTIFIABLE COMMUNITY PARTICIPATION

- Read each item carefully before completing the blanks.
- Certify to each requirement by signing the last page.
- All attachments must be included in the QCP submission package.
- Once a letter is submitted to the Department it may not be changed or withdrawn.

Part 1: Development Information

Development Name: St. Elizabeth Place  
Development Street Address: 4514 Lyons Avenue  
Development City: Houston  
Development County: Harris  
TDHCA # (for office use only): 18020

Part 2: Neighborhood Organization Information

Neighborhood Organization Name: Fifth Ward Civic Club

This organization also made a submission to TDHCA in prior HTC Application Rounds:
- Check one: ☐ Yes ☐ No
- If YES, provide the years that the organization made submissions prior to 2018:

The Neighborhood Organization is a [select one of the following]:
☐ Homeowners Association
☐ Property Owners Association
☐ Resident Council and our members occupy the existing development
☑ Other (explain): Fifth Ward Civic Club The mission of the Fifth Ward Civic Club is to unite the neighborhood to enhance the quality of life for the residents of Fifth Ward.

As of January 26, 2018 or March 1, 2018, [as applicable] this Neighborhood Organization is on record with [select one of the following]:
☐ County
☑ Secretary of State
**Part 3: Neighborhood Organization Contact Information**

**1st Contact Information**
Name: Earnestine Lloyd  
Title: President  
Physical Address: 2319 Sam Wilson  
Mailing Address (if different from above): P.O. Box 88305  
City: Houston  
ZIP Code: 77020  
Phone: (713) 805-1432  
Email: Earnestine.lloyd@scbcglobal.net

**2nd Contact Information**
Name: Ben White  
Title: Board Chairman  
Physical Address: 4500 Rainey  
Mailing Address (if different from above):  
City: Houston  
ZIP Code: 77020  
Phone: (713) 505-1144  
Email: earlbenwhite@gmail.com

**Part 4: Reason for Support or Opposition**
The Neighborhood Organization: ☑ Supports ☐ Opposes the Application for Competitive Housing Tax Credits for the above referenced development for the following reasons:

*The St. Elizabeth Hospital is key to re-establishing the Lyons corridor as a cultural district combining business, residential, arts and culture, and other public uses in a collaborative environment. St. Elizabeth Place will revitalize a historic property that is currently vacant.*
Part 5: Written Boundary Description

Provide a written boundary description of the geographical boundaries of the Neighborhood Organization. (Example: North boundary is Main St, East boundary is railroad track, South boundary is First St, West boundary is Jones Ave.) Boundary description MUST match the boundary map.

North boundary is Collingsworth St, East boundary is Lockwood Dr., South boundary is Buffalo Bayou, West boundary is Hwy 69/59.
Part 6: Certifications

By signing this form, I (we) certify to the following:

- This organization certifies that the two contacts listed have the authority to sign on behalf of the Neighborhood Organization.
- This organization certifies that the organization was formed before January 9, 2018.
- This organization certifies that the boundaries of this organization include the proposed Development Site in its entirety. This organization acknowledges that boundary changes or annexations after January 9, 2018 may not be considered eligible and a site that is only partially within the boundaries may not satisfy the requirement that the boundaries contain the proposed Development Site.
- This organization certifies that it meets the definition of "Neighborhood Organization"; defined as an organization of persons living near one another within the organization's defined boundaries that contain the proposed Development Site and that has a primary purpose of working to maintain or improve the general welfare of the neighborhood.
- This organization certifies that none of the following individuals participated in the deliberations or voted on the decision to provide a statement with respect to the proposed development: the development owner, architect, attorney, tax professional, property management company, consultant, market analyst, tenant services provider, syndicator, real estate broker or agent or person receiving fees in connection with these services, current owners of the property, developer, builder, or general contractor associated with the proposed development.
- This organization certifies that at least 60% of the current membership consists of homeowners and/or tenants living within the boundaries of the Neighborhood Organization.
- This organization certifies that all certifications contained herein are true and accurate.

(First and Second Contacts must sign below):

[Signature]

1st Contact Signature

02/28/2018

Date

Barne
tine Lloyd

President

1st Contact Printed Name

Title

[Signature]

2nd Contact Signature

02/28/2018

Date

Ben White

Board Chairman

2nd Contact Printed Name

Title
QUALIFIED NEIGHBORHOOD ORGANIZATION EVIDENCE OF QUANTIFIABLE COMMUNITY PARTICIPATION (Continued)

REQUIRED ATTACHMENTS
(Only if not previously submitted to register with TDHCA)

In addition to the information requested on the form, please attach the following items and include with your submission to the Texas Department of Housing & Community Affairs:

1. Documentation to support the selection of being on record with the County or Secretary of State (ex: letter from county clerk or judge acknowledging the Organization, letter from the Secretary of State stating the incorporated entity is in good standing.)

2. Evidence of the Neighborhood Organization's existence (ex: bylaws, newsletter, minutes, etc.)

3. Boundary Map: The boundary map should be legible, clearly marked with the geographical boundaries of the Neighborhood Organization, and indicate the location of the proposed Development.
Attachment 1

Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for FIFTH WARD NEIGHBORHOOD CIVIC CLUB (file number 141922801), a Domestic Nonprofit Corporation, was filed in this office on October 23, 1996.

It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate HAROLO DUTTON as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

4001 JEWETT
HOUSTON, TX - 77026 USA

In testimony whereof, I have hereto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 27, 2018.

Rolando B. Pablos
Secretary of State
Attachment 2

Meeting Minutes

Civic Club meeting 2/25/2016
Meeting Minutes
Taken by Bridgette Steele
Attendees: Bridgette Steele, Dorothy Steele, Beverly Parker, Erica Hubbard, Miranda Herbert

Call to order 6:50 PM by Bridgette Steele
Reading of Minutes on own time and submit any changes to Krystal
Treasurer report-No report Beverly still working on report
Crime report was provided by HPD
Presidents report: Received information from National Association of Town Watch about National night out Oct.4, 2016
Mr. White went to meeting for Mow-down project for 2016 will have report from him next month
We have been asked to Host for the PIP meeting March 10th, 2016, discussed having Spaghetti and green salad with water, will need servers to help with event
Vice Presidents report: Erica will present letter to HPD Captain at March PIP meeting,
Erica is still waiting on the signs from City Council Jerry Davis office waiting on Proposal 7 Erica and Beverly looking into having Art (Murals) on various businesses on Lyons Ave. more info to come;
Miranda gave Erica a local person to get in contact with for future work.
Concerns/Comments: Miranda gave an over view for the Festival March 19th, 2016, the Civic Club need to have presence at the Festival

Meeting adjourned 7:35 PM

Additional minutes may be found at: https://fifthwardcc.wordpress.com/meeting-minutes/
The shaded area indicates the Neighborhood Organization's boundary.
The heart icon indicates the development site.
QUALIFIED NEIGHBORHOOD ORGANIZATION EVIDENCE OF QUANTIFIABLE COMMUNITY PARTICIPATION

- Read each item carefully before completing the blanks.
- Certify to each requirement by signing the last page.
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Development Street Address: 4514 Lyons Avenue
Development City: Houston
Development County: Harris
TDHCA # (for office use only): 18020

Part 2: Neighborhood Organization Information

Neighborhood Organization Name: Fifth Ward Civic Club

This organization also made a submission to TDHCA in prior HTC Application Rounds:
- Check one: ☐ Yes ☑ No
- If YES, provide the years that the organization made submissions prior to 2018:

The Neighborhood Organization is a (select one of the following):
☐ Homeowners Association
☐ Property Owners Association
☐ Resident Council and our members occupy the existing development
☑ Other (explain): Fifth Ward Civic Club The mission of the Fifth Ward Civic Club is to unite the neighborhood to enhance the quality of life for the residents of Fifth Ward.

As of January 26, 2018 or March 1, 2018, (as applicable) this Neighborhood Organization is on record with (select one of the following):
☐ County
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Part 3: Neighborhood Organization Contact Information

1st Contact Information
Name: Earnestine Lloyd
Title: President
Physical Address: 2319 Sam Wilson
Mailing Address (if different from above): P.O. Box 88305
City: Houston
Phone: (713) 805-1432
Email: Earnestine.lloyd@sbcglobal.net
ZIP Code: 77020

2nd Contact Information
Name: Ben White
Title: Board Chairman
Physical Address: 4500 Rainey
Mailing Address (if different from above): 
City: Houston
Phone: (713) 505-1144
Email: earlbenwhite@gmail.com
ZIP Code: 77020

Part 4: Reason for Support or Opposition

The Neighborhood Organization: ☑ Supports ☐ Opposes the Application for Competitive Housing Tax Credits for the above referenced development for the following reasons:

The St. Elizabeth Hospital is key to re-establishing the Lyons corridor as a cultural district combining business, residential, arts and culture, and other public uses in a collaborative environment. St. Elizabeth Place will revitalize a historic property that is currently vacant.
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QUALIFIED NEIGHBORHOOD ORGANIZATION EVIDENCE OF QUANTIFIABLE COMMUNITY PARTICIPATION (Continued)
Part 6: Certifications

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- This organization certifies that it meets the definition of “Neighborhood Organization”; defined as an organization of persons living near one another within the organization's defined boundaries that contain the proposed Development Site and that has a primary purpose of working to maintain or improve the general welfare of the neighborhood.
- This organization certifies that none of the following individuals participated in the deliberations or voted on the decision to provide a statement with respect to the proposed development: the development owner, architect, attorney, tax professional, property management company, consultant, market analyst, tenant services provider, syndicator, real estate broker or agent or person receiving fees in connection with these services, current owners of the property, developer, builder, or general contractor associated with the proposed development.
- This organization certifies that at least 80% of the current membership consists of homeowners and/or tenants living within the boundaries of the Neighborhood Organization.
- This organization certifies that all certifications contained herein are true and accurate.

(First and Second Contacts must sign below):

1st Contact Signature

Earnestine Lloyd

1st Contact Printed Name

02/28/2018

Date

President

Title

2nd Contact Signature

Ben White

2nd Contact Printed Name

02/28/2018

Date

Board Chairman

Title
QUALIFIED NEIGHBORHOOD ORGANIZATION EVIDENCE OF QUANTIFIABLE COMMUNITY PARTICIPATION (Continued)

REQUIRED ATTACHMENTS
(Only if not previously submitted to register with TDHCA)

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Rolando B. Pablos
Secretary of State

Office of the Secretary of State

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It is further certified that our records indicate HAROLD V DUTTON as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

4001 JEWETT
HOUSTON, TX - 77020 USA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 27, 2018.

Rolando B. Pablos
Secretary of State
Meeting Minutes

Civic Club meeting 2/25/2016
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Vice Presidents report: Erica will present letter to HPD Captain at March PIP meeting. Erica is still waiting on the signs from City Council Jerry Davis office waiting on Proposal 7 Erica and Beverly looking into having Art (Murals) on various businesses on Lyons Ave. more info to come; Miranda gave Erica a local person to get in contact with for future work.
Concerns/ Comments: Miranda gave an over view for the Festival March 19th, 2016, the Civic Club need to have presence at the Festival

Meeting adjourned 7:35 PM

Additional minutes may be found at: https://fifthwardcc.wordpress.com/meeting-minutes/
Attachment 3

Boundary Map

The shaded area indicates the Neighborhood Organization's boundary. The heart icon indicates the development site.
4500 Rawley, Houston, TX 77020

Sent from Mail for Windows 10

From: Nicole Fisher
Sent: Friday, March 16, 2018 2:54 PM
To: 'Earl Ben White'; 'Earnestine.lloyd@sbcglobal.net'
Cc: 'jthompson@fifthwardcrc.org'; 'Sarah Andre'
Subject: RE: Deficiency notice for QCP 18020

Mr. White,

You listed your address as 4500 Rainey Houston, TX 77020 but I can’t find this address on the map. Do you live within the boundaries of the Greater Fifth Ward Civic Club? If so, can you let me know where on the map you live? If not, we need another member of the organization who resides within the boundaries to submit their information.

Thank you,

Nicole Fisher
Housing Specialist
Texas Department of Housing and Community Affairs
Office: 512.475.2201

Any person receiving guidance from TDHCA staff should be mindful that, as set forth in 10 TAC Section 11.1(b) there are important limitations and caveats (Also see 10 TAC §10.2(b)).
I am currently reviewing the QCP Packet for application #18020 from the Fifth Ward Civic Club. The following items are deficient. Please submit the information by 5:00pm Wednesday, March 14, 2018.

1. Please indicate if/when the Neighborhood Organization submitted QCP in prior years.
2. Legible boundary map with the proposed development indicated.

Please let me know if you have any questions,

Nicole Fisher
Housing Specialist
Texas Department of Housing and Community Affairs
221 E. 11th Street | Austin, TX 78701
Office: 512.475.2201
Fax: 512.475.1895

Any person receiving guidance from TDHCA staff should be mindful that, as set forth in 10 TAC Section 11.1(b) there are important limitations and caveats (Also see 10 TAC §10.2(b)).
Required Third Party Reports
1. **Environmental Site Assessment (ESA) (All Multifamily Applications)**

   - **Prepared by:** Phase Engineering  
   - **Date of Report:** 2/19/18

   - [X] Report recommends further studies or establishes environmental hazards that currently exist on the Property or off-site with the potential to affect the Property.

   - [X] If the above box is checked, a statement is provided behind this tab signed by the Development Owner, that certifies the Development Owner will comply with any and all recommendations made by the ESA preparer.

   - [☐] Development is funded by USDA and is not required to supply an ESA.

2. **Environmental Clearance (Section 811 PRA and Direct Loan applications only)**

   All Applications selecting Points for Section 811 PRA Program participation under the Competitive Housing Tax Credit program or Direct Loans must review the Environmental Requirements and Environmental Assurance section of the Section 811 PRA Program Guidelines (§PRA.215) and provide adequate material to meet the tenets. A Phase I Environmental Site Assessment (ESA) will not satisfy the environmental clearance required for use of the Section 811 PRA Program.

   All Applications for Direct Loans by the Department must complete an environmental clearance process in accordance with 24 CFR Parts 50 and 58 prior to engaging in choice limiting activities such as closing on land, loans, beginning demolition or construction activities, or entering into construction contracts. A Phase I Environmental Site Assessment (ESA) will not satisfy the environmental clearance required for use of Multifamily Direct Loan funds.

   - [☐] Application selected points for the Section 811 PRA Program and includes documentation for the project participating in the Section 811 PRA Program that the project meets the tenets of HUD environmental policy and the requirements of applicable statutes and authorities.

   - [☐] Applicant has submitted an environmental packet to TDHCA and determination is pending.

   - [X] Applicant has reviewed the Environmental Requirements and Environmental Assurance section of the Section 811 PRA Program Guidelines (§PRA.215) and understands that a determination must be received prior to signing the Rental Assistance Contract.

   - [☐] MFDF Development has already received Environmental Clearance from HUD under 24 CFR Parts 50 or 58.

   - [☐] Documentation of HUD Environmental Clearance is included behind this tab.

   - [☐] Applicant has submitted an environmental packet to TDHCA and clearance is pending.

   - [☑] Applicant has reviewed the environmental clearance materials available on the Department’s website and understands that clearance must be received prior to closing on the loan.

   - [http://www.tdhca.state.tx.us/program-services/environmental/index.htm](http://www.tdhca.state.tx.us/program-services/environmental/index.htm)

   - [☐] A Third Party will aid in the completion of the environmental clearance process. If checked, complete the following:

   | Name of Firm: |  
   | Contact Person: |  
   | Contact Telephone: | Email: |
3. **Primary Market Area Map**

   Primary Market Area (PMA) map with definition of PMA is included behind this tab.

   Prepared by: Apartment Market Data, LLC                       Date of Report: 2/12/18

4. **Property Condition Assessment (PCA)**

   Prepared by: Aestimo, Inc.                           Date of Report: 2/21/18

5. **Appraisal**

   Prepared by: The Powers Group                             Date of Report: 2/28/18

6. **Site Design and Development Feasibility Report**

   Prepared by: Stanley, Spurling and Hamilton               Date of Report: 2/13/18
ESA Certification

St. Elizabeth Place

Phase Engineering, Inc. conducted a Phase I Environmental Site Assessment in conformance with the scope and limitations of ASTM Practice E1527-13 and TDHCA Uniform Family Rules Section 10.305 for St. Elizabeth Place. Based on their assessment, a Phase II Environmental Site Assessment is recommended on the Subject Property, asbestos sampling is recommended, testing for lead-based paint is recommended, testing for lead in the drinking water is recommended if any existing plumbing will remain, additional vapor encroachment screening procedures are recommended, and noise mitigation is recommended due to the site’s proximity to Interstate-10.

This statement serves as a certification that St. Elizabeth Place, LP will follow all recommendations of the ESA. Funds have been budgeted as part of the environmental costs to conduct a Phase II ESA, asbestos sampling, testing for lead-based paint, testing for lead in drinking water, additional vapor encroachment procedures, and noise mitigation. Any recommendations received from these subsequent investigations, such as additional noise proofing, will be paid out of the construction contingency.

Authorized Representative for St. Elizabeth Place, LP

2/23/18

Date
MARKET ANALYSIS SUMMARY

Provider: Apartment MarketData, LLC                              Date: 2/12/2018
Contact: Darrell G Jack                                           Phone: (210) 530-0040
Development: St. Elizabeth Place                               Target Population: General
Site Location: 4514 Lyons Avenue                                 City: Houston
Site Coordinates: Longitude: -95.324347                         Latitude: 29.775484

Primary Market Area (PMA) page 32

Square Miles

CENSUS TRACTS

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Deficiency Documents
In the course of the Department’s Housing Tax Credit Eligibility/Selection/Threshold and/or Direct Loan review of the above referenced application, a possible Administrative Deficiency as defined in §10.3(a)(2) and described in §10.201(7)(A) and/or §10.201(7)(B) of the 2018 Uniform Multifamily Rules was identified. By this notice, the Department is requesting documentation to correct the following deficiency or deficiencies. Any issue initially identified as an Administrative Deficiency may ultimately be determined to be beyond the scope of an Administrative Deficiency, and the distinction between material and non-material missing information is reserved for the Director of Multifamily Finance, Executive Director, and Board.

Per 10 TAC 10 TAC §11.9(c)(8), an Applicant must include evidence to support closing of all financing and fully executing the construction contract by the last business day of October, and evidence that appropriate zoning will be in place at award.

(8) Readiness to proceed in disaster impacted counties. Application for a proposed development, located in a county declared by the Federal Emergency Management Agency to be eligible for individual assistance within the year proceeding the Full Application Delivery Date, that provides evidence they will close all financing and fully execute the construction contract on or before the last business day of October. Evidence may include, but is not limited to, loan or equity commitments with evidence of completed due diligence, permit-ready architectural plans, and construction contracts or permits. Applications must include evidence that appropriate zoning will be in place at award. The Board cannot and will not waive the deadline and will not consider waiver under its general rule regarding waivers. Failure to close all financing and provide evidence of an executed construction contract by the October deadline will result in penalty under 10 TAC §11.9(f), as determined solely by the Board. (emphasis added)

1. Documents submitted with the Application indicate that a construction contract will be fully executed in October. Provide evidence to support this.

The above list may not include all Administrative Deficiencies such as those that may be identified upon a supervisory review of the application. Notice of additional Administrative Deficiencies may appear in a separate notification.

All deficiencies must be corrected or otherwise resolved by 5 pm Austin local time on the fifth business day following the date of this deficiency notice. Deficiencies resolved after 5 pm Austin local time on the fifth business day will have 5 points deducted from the final
score. For each additional day beyond the fifth day that any deficiency remains unresolved, the application will be treated in accordance with §10.201(7)(B) of the 2018 Uniform Multifamily Rules. Applications with unresolved deficiencies after 5pm Austin local time on the seventh business day may be terminated.

All deficiencies related to the Direct Loan portion of the Application must be resolved to the satisfaction of the Department by 5pm Austin local time on the fifth business day following the date of this deficiency notice. Applications with unresolved deficiencies after 5pm Austin local time on the seventh business day will be suspended from further processing, and the Applicant will be notified to that effect, until the deficiencies are resolved. If, during the period of time when the Application is suspended from review, Direct Loan funds become oversubscribed, the Applicant will be informed that unless the outstanding item(s) are resolved within one business day the Application will be terminated. For purposes of priority under the Direct Loan set-asides, if the outstanding item(s) are resolved within one business day, the date by which the item is submitted shall be the new received date pursuant to §13.5(c) of the 2018 Multifamily Direct Loan Rule. Applicants should be prepared for additional time needed for completion of staff reviews.

Unless the person that issued this deficiency notice, named below, specifies otherwise, submit all documentation at the same time and in only one file using the Department’s Serv-U HTTPs System. Once the documents are submitted to the Serv-U HTTPs system, please email the staff member issuing this notice. If you have questions regarding the Serv-U HTTPs submission process, contact Liz Cline at liz.cline@tdhca.state.tx.us or by phone at (512)475-3227. You may also contact Jason Burr at jason.burr@tdhca.state.tx.us or by phone at (512)475-3986.

All applicants should review §§11.1(b) and 10.2(b) of the 2018 QAP and Uniform Multifamily Rules as they apply to due diligence, applicant responsibility, and the competitive nature of the program for which they are applying.

**All deficiencies must be corrected or clarified by 5 pm Austin local time on May 4, 2018. Please respond to this email as confirmation of receipt.**

About TDHCA
The Texas Department of Housing and Community Affairs administers a number of state and federal programs through for-profit, nonprofit, and local government partnerships to strengthen communities through affordable housing development, home ownership opportunities, weatherization, and community-based services for Texans in need. For more information, including current funding opportunities and information on local providers, please visit www.tdhca.state.tx.us.

Regards,

Sharon D. Gamble MSW, PMP
Competitive Housing Tax Credit Program Administrator
Texas Department of Housing and Community Affairs
Any person receiving guidance from TDHCA staff should be mindful that, as set forth in 10 TAC Section 11.1(b) there are important limitations and caveats (Also see 10 TAC §10.2(a)).

About TDHCA
The Texas Department of Housing and Community Affairs administers a number of state and federal programs through for-profit, nonprofit, and local government partnerships to strengthen communities through affordable housing development, home ownership opportunities, weatherization, and community-based services for Texans in need. For more information, including current funding opportunities and information on local providers, please visit www.tdhca.state.tx.us
May 3, 2018

Ms. Sharon Gamble
Competitive Housing Tax Credit Program Administrator
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, TX 78701

Via: email and Userv

Re: St. Elizabeth Place, Houston, Application #18020

Dear Ms. Gamble:

Please see the following response and associated attachments regarding the deficiency for HTC application 18020 St. Elizabeth Place, dated April 27, 2018. In your letter, you stated:

1. Documents submitted with the Application indicate that a construction contract will be fully executed in October. Provide evidence to support this.

St Elizabeth Place has a nonprofit sponsor – Fifth Ward Community Revitalization Corporation (Fifth Ward CRC). In order to preserve a sales tax exemption on all construction materials, Fifth Ward CRC will act as the General Contractor for this project. Beneath Fifth Ward CRC, a prime subcontractor will actively carry out the day-to-day construction work for the proposed development. This is a common structure for developments with a nonprofit sponsor.

Because Fifth Ward CRC is both the GC and the managing member of the General Partner, and therefore controls the limited partnership, as well as a co-developer on the project, we can assure TDHCA with confidence that a contract with the GC will be signed prior to October, 2018. A certification of this fact from both of the project partners: Fifth Ward CRC and Cloudbreak Development II, LLC is attached. Moreover, as you know we are planning to close our financing on this transaction in October and both our equity provider, NEF and lender, BBVA Compass will require that Fifth Ward CRC have a signed contract with the GC as well as with the master subcontractor.

Documents for both of these contracts have already been drafted. Please see the attached drafts of form AIA 102 which the form of GC contract will be, as required by NEF, and a draft subcontract to provide to the chosen prime subcontractor. At this time, Fifth Ward CRC has a “short list” of proposed prime subcontractors and will be conducting interviews and full bids with these organizations over the summer in order to determine which is best suited to the project. As you know, the project contains historic renovation, adaptive reuse and new construction elements. This list is also attached for your review.

Please let us know if you have any further questions or require further documentation. Thank you for your consideration.

Sincerely,

Sarah H. Andre, Consultant to the Project
May 3, 2018

Sharon Gamble
Texas Department of Housing and Community Affairs
P.O. Box 13941
Austin, TX 78711-3941

RE: 18020 St. Elizabeth Place, Houston, Texas
Readiness to Proceed Construction Contract Certification

Dear Ms. Gamble,

I hereby certify that St. Elizabeth Place LP will have a signed construction contract with the General Contractor before the end of October 2018.

Please feel free to contact me at (713) 674-0175 if you have any questions.

Sincerely,

Jessica Thompson
Vice President Real Estate Development
Fifth Ward Community Redevelopment Corporation
May 3, 2018

Sharon Gamble  
Texas Department of Housing and Community Affairs  
P.O. Box 13941  
Austin, TX 78711-3941

RE: 18020 St. Elizabeth Place, Houston, Texas  
Readiness to Proceed Construction Contract Certification

Dear Ms. Gamble,

I hereby certify that St. Elizabeth Place LP will have a signed construction contract with the General Contractor before the end of October 2018.

Please feel free to contact me at 310.568.9100 if you have any questions.

Sincerely,

Cloudbreak Development II, LLC

[Signature]

Randall A. Bishop  
Member
Standard Form of Agreement Between Owner and Contractor
where the basis of payment is the Cost of the Work Plus a Fee with a Guaranteed Maximum Price

AGREEMENT made as of the «15th» day of «October» in the year «2018»
(In words, indicate day, month and year.)

BETWEEN the Owner:
(Name, legal status, address and other information)

«St. Elizabeth Place LP»
«4300 Lyons Avenue»
«Houston, Texas 77020»

and the Contractor:
(Name, legal status, address and other information)

«Fifth Ward Community Redevelopment Corporation»
«4300 Lyons Avenue»
«Houston, Texas 77020»

for the following Project:
(Name, location and detailed description)

«St. Elizabeth Place»
«4514 Lyons Avenue, Houston, Texas 77020»
«A 110 Unit Multi-family Residential Facility»

The Architect:
(Name, legal status, address and other information)

«Van Meter Williams Pollack, LLP»
«1738 Wynkoop Street, Suite 203»
«Denver, Colorado 80202»

The Prime Subcontractor:
(Name, legal status, address and other information)

«TBD»

The Owner and Contractor agree as follows.
TABLE OF ARTICLES

1 THE CONTRACT DOCUMENTS
2 THE WORK OF THIS CONTRACT
3 RELATIONSHIP OF THE PARTIES
4 DATE OF COMMENCEMENT AND SUBSTANTIAL COMPLETION
5 CONTRACT SUM
6 CHANGES IN THE WORK
7 COSTS TO BE REIMBURSED
8 COSTS NOT TO BE REIMBURSED
9 DISCOUNTS, REBATES AND REFUNDS
10 SUBCONTRACTS AND OTHER AGREEMENTS
11 ACCOUNTING RECORDS
12 PAYMENTS
13 DISPUTE RESOLUTION
14 TERMINATION OR SUSPENSION
15 MISCELLANEOUS PROVISIONS
16 ENUMERATION OF CONTRACT DOCUMENTS

EXHIBIT A INSURANCE AND BONDS

ARTICLE 1 THE CONTRACT DOCUMENTS
The Contract Documents consist of this Agreement, Conditions of the Contract (General, Supplementary, and other Conditions), Drawings, Specifications, Addenda issued prior to execution of this Agreement, other documents listed in this Agreement and Modifications issued after execution of this Agreement, all of which form the Contract, and are as fully a part of the Contract as if attached to this Agreement or repeated herein. The Contract represents the entire and integrated agreement between the parties hereto and supersedes prior negotiations, representations, or agreements, either written or oral. If anything in the other Contract Documents, other than a Modification, is inconsistent with this Agreement, this Agreement shall govern. An enumeration of the Contract Documents, other than a Modification, appears in Article 16.

ARTICLE 2 THE WORK OF THIS CONTRACT
The Contractor shall fully execute the Work described in the Contract Documents, except as specifically indicated in the Contract Documents to be the responsibility of others.

ARTICLE 3 RELATIONSHIP OF THE PARTIES
The Contractor accepts the relationship of trust and confidence established by this Agreement and covenants with the Owner to cooperate with the Architect and exercise the Contractor’s skill and judgment in furthering the interests of the Owner; to furnish efficient business administration and supervision; to furnish at all times an adequate supply of workers and materials; and to perform the Work in an expeditious and economical manner consistent with the Owner’s interests. The Owner agrees to furnish and approve, in a timely manner, information required by the Contractor and to make payments to the Contractor in accordance with the requirements of the Contract Documents.
ARTICLE 4   DATE OF COMMENCEMENT AND SUBSTANTIAL COMPLETION

§ 4.1 The date of commencement of the Work shall be:
(Choose one of the following boxes.)

[« »] The date of this Agreement.

[«X»] A date set forth in a written notice to proceed issued by the Owner.

[« »] Established as follows:
(Insert a date or a means to determine the date of commencement of the Work.)

« »

If a date of commencement of the Work is not selected, then the date of commencement shall be the date of this Agreement.

§ 4.2 The Contract Time shall be measured from the date of commencement of the Work.

§ 4.3 Substantial Completion

§ 4.3.1 Subject to adjustments of the Contract Time as provided in the Contract Documents, the Contractor shall achieve Substantial Completion of the entire Work:
(Choose one of the following boxes and complete the necessary information.)

[« »] Not later than « » (« ») calendar days from the date of commencement of the Work.

[«X »] By the following date: «June 30th 2020 »

§ 4.3.2 Subject to adjustments of the Contract Time as provided in the Contract Documents, if portions of the Work are to be completed prior to Substantial Completion of the entire Work, the Contractor shall achieve Substantial Completion of such portions by the following dates:

<table>
<thead>
<tr>
<th>Portion of Work</th>
<th>Substantial Completion Date</th>
</tr>
</thead>
</table>

§ 4.3.3 If the Contractor fails to achieve Substantial Completion as provided in this Section 4.3, liquidated damages, if any, shall be assessed as set forth in Section 5.1.6.

ARTICLE 5   CONTRACT SUM

§ 5.1 The Owner shall pay the Contractor the Contract Sum in current funds for the Contractor’s performance of the Contract. The Contract Sum is the Cost of the Work as defined in Article 7 plus the Contractor’s Fee.

§ 5.1.1 The Contractor’s Fee:
( State a lump sum, percentage of Cost of the Work, or other provision for determining the Contractor’s Fee.)

« TBD »

§ 5.1.2 The method of adjustment of the Contractor’s Fee for changes in the Work:

« »

§ 5.1.3 Limitations, if any, on a Subcontractor’s overhead and profit for increases in the cost of its portion of the Work:

« »

§ 5.1.4 Rental rates for Contractor-owned equipment shall not exceed « » percent (« » %) of the standard rental rate paid at the place of the Project.
§ 5.1.5 Unit prices, if any:
(Identify the item and state the unit price and quantity limitations, if any, to which the unit price will be applicable.)

<table>
<thead>
<tr>
<th>Item</th>
<th>Units and Limitations</th>
<th>Price Per Unit ($0.00)</th>
</tr>
</thead>
</table>

§ 5.1.6 Liquidated damages, if any:
(Insert terms and conditions for liquidated damages, if any.)

« TBD »

§ 5.1.7 Other:
(Insert provisions for bonus, cost savings or other incentives, if any, that might result in a change to the Contract Sum.)

« »

§ 5.2 Guaranteed Maximum Price
§ 5.2.1 The Contract Sum is guaranteed by the Contractor not to exceed « TBD » ($ « TBD »), subject to additions and deductions by Change Order as provided in the Contract Documents. This maximum sum is referred to in the Contract Documents as the Guaranteed Maximum Price. Costs which would cause the Guaranteed Maximum Price to be exceeded shall be paid by the Contractor without reimbursement by the Owner.

§ 5.2.2 Alternates
§ 5.2.2.1 Alternates, if any, included in the Guaranteed Maximum Price:

<table>
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<tr>
<th>Item</th>
<th>Price</th>
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</table>

§ 5.2.2.2 Subject to the conditions noted below, the following alternates may be accepted by the Owner following execution of this Agreement. Upon acceptance, the Owner shall issue a Modification to this Agreement.
(Insert below each alternate and the conditions that must be met for the Owner to accept the alternate.)

<table>
<thead>
<tr>
<th>Item</th>
<th>Price</th>
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<tbody>
<tr>
<td>Conditions for Acceptance</td>
<td></td>
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</tbody>
</table>

§ 5.2.3 Allowances, if any, included in the Guaranteed Maximum Price:
(Identify each allowance.)

<table>
<thead>
<tr>
<th>Item</th>
<th>Price</th>
</tr>
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</table>

§ 5.2.4 Assumptions, if any, upon which the Guaranteed Maximum Price is based:
(Identify each assumption.)

« »

§ 5.2.5 To the extent that the Contract Documents are anticipated to require further development, the Guaranteed Maximum Price includes the costs attributable to such further development consistent with the Contract Documents and reasonably inferable therefrom. Such further development does not include changes in scope, systems, kinds and quality of materials, finishes or equipment, all of which, if required, shall be incorporated by Change Order.

§ 5.2.6 The Owner shall authorize preparation of revisions to the Contract Documents that incorporate the agreed-upon assumptions contained in Section 5.2.4. The Owner shall promptly furnish such revised Contract Documents to the Contractor. The Contractor shall notify the Owner and Architect of any inconsistencies between the agreed-upon assumptions contained in Section 5.2.4 and the revised Contract Documents.
ARTICLE 6   CHANGES IN THE WORK
§ 6.1 Adjustments to the Guaranteed Maximum Price on account of changes in the Work may be determined by any of the methods listed in Article 7 of AIA Document A201™–2017, General Conditions of the Contract for Construction.

§ 6.2 Adjustments to subcontracts awarded on the basis of a stipulated sum shall be determined in accordance with Article 7 of A201–2017, as they refer to “cost” and “fee,” and not by Articles 5, 7 and 8 of this Agreement. Adjustments to subcontracts awarded with the Owner’s prior written consent on the basis of cost plus a fee shall be calculated in accordance with the terms of those subcontracts.

§ 6.3 In calculating adjustments to the Guaranteed Maximum Price, the terms “cost” and “costs” as used in Article 7 of AIA Document A201–2017 shall mean the Cost of the Work as defined in Article 7 of this Agreement and the term “fee” shall mean the Contractor’s Fee as defined in Section 5.1.1 of this Agreement.

§ 6.4 If no specific provision is made in Article 5 for adjustment of the Contractor’s Fee in the case of changes in the Work, or if the extent of such changes is such, in the aggregate, that application of the adjustment provisions of Article 5 will cause substantial inequity to the Owner or Contractor, the Contractor’s Fee shall be equitably adjusted on the same basis that was used to establish the Fee for the original Work, and the Guaranteed Maximum Price shall be adjusted accordingly.

ARTICLE 7   COSTS TO BE REIMBURSED
§ 7.1 Cost of the Work
§ 7.1.1 The term Cost of the Work shall mean costs necessarily incurred by the Contractor in the proper performance of the Work. The Cost of the Work shall include only the items set forth in this Article 7.

§ 7.1.2 Where, pursuant to the Contract Documents, any cost is subject to the Owner’s prior approval, the Contractor shall obtain such approval in writing prior to incurring the cost. The parties shall endeavor to identify any such costs prior to executing this Agreement.

§ 7.1.3 Costs shall be at rates not higher than the standard paid at the place of the Project, except with prior approval of the Owner.

§ 7.2 Labor Costs
§ 7.2.1 Wages or salaries of construction workers directly employed by the Contractor to perform the construction of the Work at the site or, with the Owner’s prior approval, at off-site workshops.

§ 7.2.2 Wages or salaries of the Contractor’s supervisory and administrative personnel when stationed at the site and performing Work, with the Owner’s prior approval.

§ 7.2.2.1 Wages or salaries of the Contractor’s supervisory and administrative personnel when performing Work and stationed at a location other than the site, but only for that portion of time required for the Work, and limited to the personnel and activities listed below:
(Identify the personnel, type of activity and, if applicable, any agreed upon percentage of time to be devoted to the Work.)

« TBD »

§ 7.2.3 Wages or salaries of the Contractor’s supervisory or administrative personnel engaged at factories, workshops or while traveling, in expediting the production or transportation of materials or equipment required for the Work, but only for that portion of their time required for the Work.

§ 7.2.4 Costs paid or incurred by the Contractor, as required by law or collective bargaining agreements, for taxes, insurance, contributions, assessments, and benefits and, for personnel not covered by collective bargaining agreements, customary benefits such as sick leave, medical and health benefits, holidays, vacations and pensions, provided such costs are based on wages and salaries included in the Cost of the Work under Sections 7.2.1 through 7.2.3.
§ 7.2.5 If agreed rates for labor costs, in lieu of actual costs, are provided in this Agreement, the rates shall remain unchanged throughout the duration of this Agreement, unless the parties execute a Modification.

§ 7.3 Subcontract Costs
Payments made by the Contractor to Subcontractors in accordance with the requirements of the subcontracts and this Agreement.

§ 7.4 Costs of Materials and Equipment Incorporated in the Completed Construction
§ 7.4.1 Costs, including transportation and storage at the site, of materials and equipment incorporated, or to be incorporated, in the completed construction.

§ 7.4.2 Costs of materials described in the preceding Section 7.4.1 in excess of those actually installed to allow for reasonable waste and spoilage. Unused excess materials, if any, shall become the Owner’s property at the completion of the Work or, at the Owner’s option, shall be sold by the Contractor. Any amounts realized from such sales shall be credited to the Owner as a deduction from the Cost of the Work.

§ 7.5 Costs of Other Materials and Equipment, Temporary Facilities and Related Items
§ 7.5.1 Costs of transportation, storage, installation, dismantling, maintenance, and removal of materials, supplies, temporary facilities, machinery, equipment and hand tools not customarily owned by construction workers that are provided by the Contractor at the site and fully consumed in the performance of the Work. Costs of materials, supplies, temporary facilities, machinery, equipment, and tools, that are not fully consumed, shall be based on the cost or value of the item at the time it is first used on the Project site less the value of the item when it is no longer used at the Project site. Costs for items not fully consumed by the Contractor shall mean fair market value.

§ 7.5.2 Rental charges for temporary facilities, machinery, equipment, and hand tools not customarily owned by construction workers that are provided by the Contractor at the site, and the costs of transportation, installation, dismantling, minor repairs, and removal of such temporary facilities, machinery, equipment, and hand tools. Rates and quantities of equipment owned by the Contractor, or a related party as defined in Section 7.8, shall be subject to the Owner’s prior approval. The total rental cost of any such equipment may not exceed the purchase price of any comparable item.

§ 7.5.3 Costs of removal of debris from the site of the Work and its proper and legal disposal.

§ 7.5.4 Costs of the Contractor’s site office, including general office equipment and supplies.

§ 7.5.5 Costs of materials and equipment suitably stored off the site at a mutually acceptable location, subject to the Owner’s prior approval.

§ 7.6 Miscellaneous Costs
§ 7.6.1 Premiums for that portion of insurance and bonds required by the Contract Documents that can be directly attributed to this Contract.

§ 7.6.1.1 Costs for self-insurance, for either full or partial amounts of the coverages required by the Contract Documents, with the Owner’s prior approval.

§ 7.6.2 Costs for insurance through a captive insurer owned or controlled by the Contractor, with the Owner’s prior approval.

§ 7.6.3 Sales, use, or similar taxes, imposed by a governmental authority, that are related to the Work and for which the Contractor is liable.

§ 7.6.4 Fees of laboratories for tests required by the Contract Documents; except those related to defective or nonconforming Work for which reimbursement is excluded under Article 13 of AIA Document A201-2017 or by other provisions of the Contract Documents, and which do not fall within the scope of Section 7.7.3.
§ 7.6.5 Royalties and license fees paid for the use of a particular design, process, or product, required by the Contract Documents.

§ 7.6.5.1 The cost of defending suits or claims for infringement of patent rights arising from requirements of the Contract Documents, payments made in accordance with legal judgments against the Contractor resulting from such suits or claims, and payments of settlements made with the Owner’s consent, unless the Contractor had reason to believe that the required design, process or product was an infringement of a copyright or a patent, and the Contractor failed to promptly furnish such information to the Architect as required by Article 3 of AIA Document A201–2017. The costs of legal defenses, judgments, and settlements, shall not be included in the Cost of the Work used to calculate the Contractor’s Fee or subject to the Guaranteed Maximum Price.

§ 7.6.6 Costs for communications services, electronic equipment, and software, directly related to the Work and located at the site, with the Owner’s prior approval.

§ 7.6.7 Costs of document reproductions and delivery charges.

§ 7.6.8 Deposits lost for causes other than the Contractor’s negligence or failure to fulfill a specific responsibility in the Contract Documents.

§ 7.6.9 Legal, mediation and arbitration costs, including attorneys’ fees, other than those arising from disputes between the Owner and Contractor, reasonably incurred by the Contractor after the execution of this Agreement in the performance of the Work and with the Owner’s prior approval, which shall not be unreasonably withheld.

§ 7.6.10 Expenses incurred in accordance with the Contractor’s standard written personnel policy for relocation and temporary living allowances of the Contractor’s personnel required for the Work, with the Owner’s prior approval.

§ 7.6.11 That portion of the reasonable expenses of the Contractor’s supervisory or administrative personnel incurred while traveling in discharge of duties connected with the Work.

§ 7.7 Other Costs and Emergencies
§ 7.7.1 Other costs incurred in the performance of the Work, with the Owner’s prior approval.

§ 7.7.2 Costs incurred in taking action to prevent threatened damage, injury, or loss, in case of an emergency affecting the safety of persons and property, as provided in Article 10 of AIA Document A201–2017.

§ 7.7.3 Costs of repairing or correcting damaged or nonconforming Work executed by the Contractor, Subcontractors, or suppliers, provided that such damaged or nonconforming Work was not caused by the negligence of, or failure to fulfill a specific responsibility by, the Contractor, and only to the extent that the cost of repair or correction is not recovered by the Contractor from insurance, sureties, Subcontractors, suppliers, or others.

§ 7.8 Related Party Transactions
§ 7.8.1 For purposes of this Section 7.8, the term “related party” shall mean (1) a parent, subsidiary, affiliate, or other entity having common ownership of, or sharing common management with, the Contractor; (2) any entity in which any stockholder in, or management employee of, the Contractor holds an equity interest in excess of ten percent in the aggregate; (3) any entity which has the right to control the business or affairs of the Contractor; or (4) any person, or any member of the immediate family of any person, who has the right to control the business or affairs of the Contractor.

§ 7.8.2 If any of the costs to be reimbursed arise from a transaction between the Contractor and a related party, the Contractor shall notify the Owner of the specific nature of the contemplated transaction, including the identity of the related party and the anticipated cost to be incurred, before any such transaction is consummated or cost incurred. If the Owner, after such notification, authorizes the proposed transaction in writing, then the cost incurred shall be included as a cost to be reimbursed, and the Contractor shall procure the Work, equipment, goods, or service, from the related party, as a Subcontractor, according to the terms of Article 10. If the Owner fails to authorize the transaction in writing, the Contractor shall procure the Work, equipment, goods, or service from some person or entity other than a related party according to the terms of Article 10.
ARTICLE 8 COSTS NOT TO BE REIMBURSED
§ 8.1 The Cost of the Work shall not include the items listed below:
.1 Salaries and other compensation of the Contractor’s personnel stationed at the Contractor’s principal
office or offices other than the site office, except as specifically provided in Section 7.2, or as may be
provided in Article 15;
.2 Bonuses, profit sharing, incentive compensation, and any other discretionary payments, paid to
anyone hired by the Contractor or paid to any Subcontractor or vendor, unless the Owner has
provided prior approval;
.3 Expenses of the Contractor’s principal office and offices other than the site office;
.4 Overhead and general expenses, except as may be expressly included in Article 7;
.5 The Contractor’s capital expenses, including interest on the Contractor’s capital employed for the
Work;
.6 Except as provided in Section 7.7.3 of this Agreement, costs due to the negligence of, or failure to
fulfill a specific responsibility of the Contract by, the Contractor, Subcontractors, and suppliers, or
anyone directly or indirectly employed by any of them or for whose acts any of them may be liable;
.7 Any cost not specifically and expressly described in Article 7; and
.8 Costs, other than costs included in Change Orders approved by the Owner, that would cause the
Guaranteed Maximum Price to be exceeded.

ARTICLE 9 DISCOUNTS, REBATES AND REFUNDS
§ 9.1 Cash discounts obtained on payments made by the Contractor shall accrue to the Owner if (1) before making
the payment, the Contractor included the amount to be paid, less such discount, in an Application for Payment and
received payment from the Owner, or (2) the Owner has deposited funds with the Contractor with which to make
payments; otherwise, cash discounts shall accrue to the Contractor. Trade discounts, rebates, refunds, and amounts
received from sales of surplus materials and equipment shall accrue to the Owner, and the Contractor shall make
provisions so that they can be obtained.

§ 9.2 Amounts that accrue to the Owner in accordance with the provisions of Section 9.1 shall be credited to the
Owner as a deduction from the Cost of the Work.

ARTICLE 10 SUBCONTRACTS AND OTHER AGREEMENTS
§ 10.1 Those portions of the Work that the Contractor does not customarily perform with the Contractor’s own
personnel shall be performed under subcontracts or other appropriate agreements with the Contractor. The Owner
may designate specific persons from whom, or entities from which, the Contractor shall obtain bids. The Contractor
shall obtain bids from Subcontractors, and from suppliers of materials or equipment fabricated especially for the
Work, who are qualified to perform that portion of the Work in accordance with the requirements of the Contract
Documents. The Contractor shall deliver such bids to the Architect and Owner with an indication as to which bids
the Contractor intends to accept. The Owner then has the right to review the Contractor’s list of proposed
subcontractors and suppliers in consultation with the Architect and, subject to Section 10.1.1, to object to any
subcontractor or supplier. Any advice of the Architect, or approval or objection by the Owner, shall not relieve the
Contractor of its responsibility to perform the Work in accordance with the Contract Documents. The Contractor
shall not be required to contract with anyone to whom the Contractor has reasonable objection.

§ 10.1.1 When a specific subcontractor or supplier (1) is recommended to the Owner by the Contractor; (2) is
qualified to perform that portion of the Work; and (3) has submitted a bid that conforms to the requirements of the
Contract Documents without reservations or exceptions, but the Owner requires that another bid be accepted, then
the Contractor may require that a Change Order be issued to adjust the Guaranteed Maximum Price by the
difference between the bid of the person or entity recommended to the Owner by the Contractor and the amount of
the subcontract or other agreement actually signed with the person or entity designated by the Owner.

§ 10.2 Subcontracts or other agreements shall conform to the applicable payment provisions of this Agreement, and
shall not be awarded on the basis of cost plus a fee without the Owner’s prior written approval. If a subcontract is
awarded on the basis of cost plus a fee, the Contractor shall provide in the subcontract for the Owner to receive the
same audit rights with regard to the Subcontractor as the Owner receives with regard to the Contractor in Article 11.
ARTICLE 11 ACCOUNTING RECORDS
The Contractor shall keep full and detailed records and accounts related to the Cost of the Work, and exercise such controls, as may be necessary for proper financial management under this Contract and to substantiate all costs incurred. The accounting and control systems shall be satisfactory to the Owner. The Owner and the Owner’s auditors shall, during regular business hours and upon reasonable notice, be afforded access to, and shall be permitted to audit and copy, the Contractor’s records and accounts, including complete documentation supporting accounting entries, books, job cost reports, correspondence, instructions, drawings, receipts, subcontracts, Subcontractor’s proposals, Subcontractor’s invoices, purchase orders, vouchers, memoranda, and other data relating to this Contract. The Contractor shall preserve these records for a period of three years after final payment, or for such longer period as may be required by law.

ARTICLE 12 PAYMENTS
§ 12.1 Progress Payments
§ 12.1.1 Based upon Applications for Payment submitted to the Architect by the Contractor, and Certificates for Payment issued by the Architect, the Owner shall make progress payments on account of the Contract Sum, to the Contractor, as provided below and elsewhere in the Contract Documents.

§ 12.1.2 The period covered by each Application for Payment shall be one calendar month ending on the last day of the month, or as follows:

«TBD»

§ 12.1.3 Provided that an Application for Payment is received by the Architect not later than the «30th» day of a month, the Owner shall make payment of the amount certified to the Contractor not later than the «30th» day of the «following» month. If an Application for Payment is received by the Architect after the application date fixed above, payment of the amount certified shall be made by the Owner not later than «thirty» («30 ») calendar days after the Architect receives the Application for Payment.

(Federal, state or local laws may require payment within a certain period of time.)

§ 12.1.4 With each Application for Payment, the Contractor shall submit payrolls, petty cash accounts, receipted invoices or invoices with check vouchers attached, and any other evidence required by the Owner or Architect to demonstrate that payments already made by the Contractor on account of the Cost of the Work equal or exceed progress payments already received by the Contractor plus payrolls for the period covered by the present Application for Payment, less that portion of the progress payments attributable to the Contractor’s Fee. Additionally, each Application for Payment shall include (i) an executed conditional lien waiver and release based on the current Application for Payment, (ii) an executed unconditional lien waiver and release for payments due to Subcontractors (of any tier) from the prior month's Application for Payment, and (iii) information regarding the amount Contractor has allocated to be paid to HUB entities under the current Application for Payment, as well as project-to-date information for the amounts paid to each HUB entity throughout the Project. Lien waiver and releases shall be on a form in compliance with applicable law. If a mechanics lien is filed against the Project, to the extent Owner has made payment for the Work, Contractor shall file a bond to release such lien claim within twenty (20) days after written notice from Owner.

§ 12.1.5 Each Application for Payment shall be based on the most recent schedule of values submitted by the Contractor in accordance with the Contract Documents. The schedule of values shall allocate the entire Guaranteed Maximum Price among: (1) the various portions of the Work; (2) any contingency for costs that are included in the Guaranteed Maximum Price but not otherwise allocated to another line item or included in a Change Order; and (3) the Contractor’s Fee.

§ 12.1.5.1 The schedule of values shall be prepared in such form and supported by such data to substantiate its accuracy as the Architect may require. The schedule of values shall be used as a basis for reviewing the Contractor’s Applications for Payment.

§ 12.1.5.2 The allocation of the Guaranteed Maximum Price under this Section 12.1.5 shall not constitute a separate guaranteed maximum price for the Cost of the Work of each individual line item in the schedule of values.

§ 12.1.5.3 When the Contractor allocates costs from a contingency to another line item in the schedule of values, the Contractor shall submit supporting documentation to the Architect.
§ 12.1.6 Applications for Payment shall show the percentage of completion of each portion of the Work as of the end of the period covered by the Application for Payment. The percentage of completion shall be the lesser of (1) the percentage of that portion of the Work which has actually been completed; or (2) the percentage obtained by dividing (a) the expense that has actually been incurred by the Contractor on account of that portion of the Work and for which the Contractor has made payment or intends to make payment prior to the next Application for Payment, by (b) the share of the Guaranteed Maximum Price allocated to that portion of the Work in the schedule of values.

§ 12.1.7 In accordance with AIA Document A201–2017 and subject to other provisions of the Contract Documents, the amount of each progress payment shall be computed as follows:

§ 12.1.7.1 The amount of each progress payment shall first include:
.1 That portion of the Guaranteed Maximum Price properly allocable to completed Work as determined by multiplying the percentage of completion of each portion of the Work by the share of the Guaranteed Maximum Price allocated to that portion of the Work in the most recent schedule of values;
.2 That portion of the Guaranteed Maximum Price properly allocable to materials and equipment delivered and suitably stored at the site for subsequent incorporation in the completed construction or, if approved in writing in advance by the Owner, suitably stored off the site at a location agreed upon in writing;
.3 That portion of Construction Change Directives that the Architect determines, in the Architect’s professional judgment, to be reasonably justified; and
.4 The Contractor’s Fee, computed upon the Cost of the Work described in the preceding Sections 12.1.7.1 and 12.1.7.1.2 at the rate stated in Section 5.1.1 or, if the Contractor’s Fee is stated as a fixed sum in that Section, an amount that bears the same ratio to that fixed-sum fee as the Cost of the Work included in Sections 12.1.7.1 and 12.1.7.1.2 bears to a reasonable estimate of the probable Cost of the Work upon its completion.

§ 12.1.7.2 The amount of each progress payment shall then be reduced by:
.1 The aggregate of any amounts previously paid by the Owner;
.2 The amount, if any, for Work that remains uncorrected and for which the Architect has previously withheld a Certificate for Payment as provided in Article 9 of AIA Document A201–2017;
.3 Any amount for which the Contractor does not intend to pay a Subcontractor or material supplier, unless the Work has been performed by others the Contractor intends to pay;
.4 For Work performed or defects discovered since the last payment application, any amount for which the Architect may withhold payment, or nullify a Certificate of Payment in whole or in part, as provided in Article 9 of AIA Document A201–2017;
.5 The shortfall, if any, indicated by the Contractor in the documentation required by Section 12.1.4 to substantiate prior Applications for Payment, or resulting from errors subsequently discovered by the Owner’s auditors in such documentation; and
.6 Retainage withheld pursuant to Section 12.1.8.

§ 12.1.8 Retainage
§ 12.1.8.1 For each progress payment made prior to Substantial Completion of the Work, the Owner may withhold the following amount, as retainage, from the payment otherwise due:
(Insert a percentage or amount to be withheld as retainage from each Application for Payment. The amount of retainage may be limited by governing law.)

« »

§ 12.1.8.1.1 The following items are not subject to retainage:
(Insert any items not subject to the withholding of retainage, such as general conditions, insurance, etc.)

« »

§ 12.1.8.2 Reduction or limitation of retainage, if any, shall be as follows:
(If the retainage established in Section 12.1.8.1 is to be modified prior to Substantial Completion of the entire Work, insert provisions for such modification.)
§ 12.1.8.3 Except as set forth in this Section 12.1.8.3, upon Substantial Completion of the Work, the Contractor may submit an Application for Payment that includes the retainage withheld from prior Applications for Payment pursuant to this Section 12.1.8. The Application for Payment submitted at Substantial Completion shall not include retainage as follows:
(Insert any other conditions for release of retainage, such as upon completion of the Owner’s audit and reconciliation, upon Substantial Completion.)

§ 12.1.9 If final completion of the Work is materially delayed through no fault of the Contractor, the Owner shall pay the Contractor any additional amounts in accordance with Article 9 of AIA Document A201–2017.

§ 12.1.10 Except with the Owner’s prior written approval, the Contractor shall not make advance payments to suppliers for materials or equipment which have not been delivered and suitably stored at the site.

§ 12.1.11 The Owner and the Contractor shall agree upon a mutually acceptable procedure for review and approval of payments to Subcontractors, and the percentage of retainage held on Subcontracts, and the Contractor shall execute subcontracts in accordance with those agreements.

§ 12.1.12 In taking action on the Contractor’s Applications for Payment the Architect shall be entitled to rely on the accuracy and completeness of the information furnished by the Contractor, and such action shall not be deemed to be a representation that (1) the Architect has made a detailed examination, audit, or arithmetic verification, of the documentation submitted in accordance with Section 12.1.4 or other supporting data; (2) that the Architect has made exhaustive or continuous on-site inspections; or (3) that the Architect has made examinations to ascertain how or for what purposes the Contractor has used amounts previously paid on account of the Contract. Such examinations, audits, and verifications, if required by the Owner, will be performed by the Owner’s auditors acting in the sole interest of the Owner.

§ 12.2 Final Payment
§ 12.2.1 Final payment, constituting the entire unpaid balance of the Contract Sum, shall be made by the Owner to the Contractor when
.1 the Contractor has fully performed the Contract, except for the Contractor’s responsibility to correct Work as provided in Article 12 of AIA Document A201–2017, and to satisfy other requirements, if any, which extend beyond final payment;
.2 the Contractor has submitted a final accounting for the Cost of the Work and a final Application for Payment; and
.3 a final Certificate for Payment has been issued by the Architect in accordance with Section 12.2.2.

§ 12.2.2 Within 30 days of the Owner’s receipt of the Contractor’s final accounting for the Cost of the Work, the Owner shall conduct an audit of the Cost of the Work or notify the Architect that it will not conduct an audit.

§ 12.2.2.1 If the Owner conducts an audit of the Cost of the Work, the Owner shall, within 10 days after completion of the audit, submit a written report based upon the auditors’ findings to the Architect.

§ 12.2.2.2 Within seven days after receipt of the written report described in Section 12.2.2.1, or receipt of notice that the Owner will not conduct an audit, and provided that the other conditions of Section 12.2.1 have been met, the Architect will either issue to the Owner a final Certificate for Payment with a copy to the Contractor, or notify the Contractor and Owner in writing of the Architect’s reasons for withholding a certificate as provided in Article 9 of AIA Document A201–2017. The time periods stated in this Section 12.2.2 supersede those stated in Article 9 of AIA Document A201–2017. The Architect is not responsible for verifying the accuracy of the Contractor’s final accounting.

§ 12.2.2.3 If the Owner’s auditors’ report concludes that the Cost of the Work, as substantiated by the Contractor’s final accounting, is less than claimed by the Contractor, the Contractor shall be entitled to request mediation of the disputed amount without seeking an initial decision pursuant to Article 15 of AIA Document A201–2017. A request
for mediation shall be made by the Contractor within 30 days after the Contractor’s receipt of a copy of the Architect’s final Certificate for Payment. Failure to request mediation within this 30-day period shall result in the substantiated amount reported by the Owner’s auditors becoming binding on the Contractor. Pending a final resolution of the disputed amount, the Owner shall pay the Contractor the amount certified in the Architect’s final Certificate for Payment.

§ 12.2.3 The Owner’s final payment to the Contractor shall be made no later than 30 days after the issuance of the Architect’s final Certificate for Payment, or as follows:

« »

§ 12.2.4 If, subsequent to final payment, and at the Owner’s request, the Contractor incurs costs, described in Article 7 and not excluded by Article 8, to correct defective or nonconforming Work, the Owner shall reimburse the Contractor for such costs, and the Contractor’s Fee applicable thereto, on the same basis as if such costs had been incurred prior to final payment, but not in excess of the Guaranteed Maximum Price. If adjustments to the Contract Sum are provided for in Section 5.1.7, the amount of those adjustments shall be recalculated, taking into account any reimbursements made pursuant to this Section 12.2.4 in determining the net amount to be paid by the Owner to the Contractor.

§ 12.3 Interest
Payments due and unpaid under the Contract shall bear interest from the date payment is due at the rate stated below, or in the absence thereof, at the legal rate prevailing from time to time at the place where the Project is located.

*(Insert rate of interest agreed upon, if any.)*

« 6 » % « Six Percent »

ARTICLE 13  DISPUTE RESOLUTION
§ 13.1 Initial Decision Maker
The Architect will serve as Initial Decision Maker pursuant to Article 15 of AIA Document A201–2017, unless the parties appoint below another individual, not a party to the Agreement, to serve as Initial Decision Maker.

*(If the parties mutually agree, insert the name, address and other contact information of the Initial Decision Maker, if other than the Architect.)*

« »

« »

« »

« »

§ 13.2 Binding Dispute Resolution
For any Claim subject to, but not resolved by mediation pursuant to Article 15 of AIA Document A201–2017, the method of binding dispute resolution shall be as follows:

*(Check the appropriate box.)*

[ «X» ] Arbitration pursuant to Section 15 of AIA Document A201–2017

[ « 】 ] Litigation in a court of competent jurisdiction

[ « 】 ] Other *(Specify)*

« »

If the Owner and Contractor do not select a method of binding dispute resolution, or do not subsequently agree in writing to a binding dispute resolution method other than litigation, Claims will be resolved by litigation in a court of competent jurisdiction.
ARTICLE 14  TERMINATION OR SUSPENSION

§ 14.1 Termination
§ 14.1.1 The Contract may be terminated by the Owner or the Contractor as provided in Article 14 of AIA Document A201–2017.

§ 14.1.2 Termination by the Owner for Cause
§ 14.1.2.1 If the Owner terminates the Contract for cause as provided in Article 14 of AIA Document A201–2017, the amount, if any, to be paid to the Contractor under Article 14 of AIA Document A201–2017 shall not cause the Guaranteed Maximum Price to be exceeded, nor shall it exceed an amount calculated as follows:

1. Take the Cost of the Work incurred by the Contractor to the date of termination;
2. Add the Contractor’s Fee, computed upon the Cost of the Work to the date of termination at the rate stated in Section 5.1.1 or, if the Contractor’s Fee is stated as a fixed sum in that Section, an amount that bears the same ratio to that fixed-sum Fee as the Cost of the Work at the time of termination bears to a reasonable estimate of the probable Cost of the Work upon its completion;
3. Subtract the aggregate of previous payments made by the Owner; and
4. Subtract the costs and damages incurred, or to be incurred, by the Owner under Article 14 of AIA Document A201–2017.

§ 14.1.2.2 The Owner shall also pay the Contractor fair compensation, either by purchase or rental at the election of the Owner, for any equipment owned by the Contractor that the Owner elects to retain and that is not otherwise included in the Cost of the Work under Section 14.1.2.1.1. To the extent that the Owner elects to take legal assignment of subcontracts and purchase orders (including rental agreements), the Contractor shall, as a condition of receiving the payments referred to in this Article 14, execute and deliver all such papers and take all such steps, including the legal assignment of such subcontracts and other contractual rights of the Contractor, as the Owner may require for the purpose of fully vesting in the Owner the rights and benefits of the Contractor under such subcontracts or purchase orders.

§ 14.1.3 Termination by the Owner for Convenience
If the Owner terminates the Contract for convenience in accordance with Article 14 of AIA Document A201–2017, then the Owner shall pay the Contractor a termination fee as follows:

(Insert the amount of or method for determining the fee, if any, payable to the Contractor following a termination for the Owner’s convenience.)

§ 14.2 Suspension
The Work may be suspended by the Owner as provided in Article 14 of AIA Document A201–2017; in such case, the Guaranteed Maximum Price and Contract Time shall be increased as provided in Article 14 of AIA Document A201–2017, except that the term “profit” shall be understood to mean the Contractor’s Fee as described in Article 5 and Section 6.4 of this Agreement.

ARTICLE 15  MISCELLANEOUS PROVISIONS
§ 15.1 Where reference is made in this Agreement to a provision of AIA Document A201–2017 or another Contract Document, the reference refers to that provision as amended or supplemented by other provisions of the Contract Documents.

§ 15.2 The Owner’s representative:
(Name, address, email address and other information)

§ 15.3 The Contractor’s representative:
(Name, address, email address and other information)
§ 15.4 Neither the Owner’s nor the Contractor’s representative shall be changed without ten days’ prior notice to the other party.

§ 15.5 Insurance and Bonds

§ 15.5.1 The Owner and the Contractor shall purchase and maintain insurance as set forth in AIA Document A102™–2017, Standard Form of Agreement Between Owner and Contractor where the basis of payment is the Cost of the Work Plus a Fee with a Guaranteed Maximum Price, Exhibit A, Insurance and Bonds, and elsewhere in the Contract Documents.

§ 15.5.2 The Contractor shall provide bonds as set forth in AIA Document A102™–2017 Exhibit A, and elsewhere in the Contract Documents.

<table>
<thead>
<tr>
<th>Type of insurance or bond</th>
<th>Limit of liability or bond amount ($0.00)</th>
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<tbody>
<tr>
<td>INSURANCE:</td>
<td></td>
</tr>
<tr>
<td>Commercial Liability Insurance</td>
<td>$2MM per occurrence, $2MM in the aggregate</td>
</tr>
<tr>
<td>Automobile Liability Insurance</td>
<td>$2MM per occurrence, $2MM in the aggregate</td>
</tr>
<tr>
<td>Commercial Umbrella Liability Insurance</td>
<td>$2MM per occurrence, $2MM in the aggregate</td>
</tr>
<tr>
<td>Worker’s Compensation/Employer’s Liability Insurance</td>
<td>$500,000 per occurrence, policy limit – per statutory requirements, $100,000 each employee</td>
</tr>
<tr>
<td>Builder’s Risk</td>
<td>Per requirements of lender</td>
</tr>
<tr>
<td>BONDS:</td>
<td></td>
</tr>
<tr>
<td>Security Bond</td>
<td>5% of the GMP</td>
</tr>
<tr>
<td>Payment/Performance Bonds</td>
<td>Penal sum equal to 100% of the value of the GMP</td>
</tr>
</tbody>
</table>

§ 15.6 Notice in electronic format, pursuant to Article 1 of AIA Document A201–2017, may be given in accordance with AIA Document E203™–2013, Building Information Modeling and Digital Data Exhibit, if completed, or as otherwise set forth below:

(If other than in accordance with AIA Document E203–2013, insert requirements for delivering notice in electronic format such as name, title, and email address of the recipient and whether and how the system will be required to generate a read receipt for the transmission.)

§ 15.7 Other provisions:

ARTICLE 16 ENUMERATION OF CONTRACT DOCUMENTS

§ 16.1 This Agreement is comprised of the following documents:

1. AIA Document A102™–2017, Standard Form of Agreement Between Owner and Contractor
2. AIA Document A102™–2017, Exhibit A, Insurance and Bonds
3. AIA Document A201™–2017, General Conditions of the Contract for Construction
4. AIA Document E203™–2013, Building Information Modeling and Digital Data Exhibit, dated as indicated below:

(Insert the date of the E203-2013 incorporated into this Agreement.)
.5 Drawings

<table>
<thead>
<tr>
<th>Number</th>
<th>Title</th>
<th>Date</th>
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.6 Specifications

<table>
<thead>
<tr>
<th>Section</th>
<th>Title</th>
<th>Date</th>
<th>Pages</th>
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.7 Addenda, if any:

<table>
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<tr>
<th>Number</th>
<th>Date</th>
<th>Pages</th>
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</table>

Portions of Addenda relating to bidding or proposal requirements are not part of the Contract Documents unless the bidding or proposal requirements are also enumerated in this Article 16.

.8 Other Exhibits:

(Check all boxes that apply.)

[ ] AIA Document E204™–2017, Sustainable Projects Exhibit, dated as indicated below:

(Insert the date of the E204-2017 incorporated into this Agreement.)

[ ] The Sustainability Plan:

<table>
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<tr>
<th>Title</th>
<th>Date</th>
<th>Pages</th>
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</table>

[ ] Supplementary and other Conditions of the Contract:

<table>
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<tr>
<th>Document</th>
<th>Title</th>
<th>Date</th>
<th>Pages</th>
</tr>
</thead>
</table>

.9 Other documents, if any, listed below:

(List here any additional documents that are intended to form part of the Contract Documents. AIA Document A201–2017 provides that the advertisement or invitation to bid, Instructions to Bidders, sample forms, the Contractor’s bid or proposal, portions of Addenda relating to bidding or proposal requirements, and other information furnished by the Owner in anticipation of receiving bids or proposals, are not part of the Contract Documents unless enumerated in this Agreement. Any such documents should be listed here only if intended to be part of the Contract Documents.)

[ ]

This Agreement entered into as of the day and year first written above.

<table>
<thead>
<tr>
<th>OWNER (Signature)</th>
<th>CONTRACTOR (Signature)</th>
</tr>
</thead>
<tbody>
<tr>
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<td></td>
</tr>
</tbody>
</table>

(Printed name and title)
SUBCONTRACT

1. Variable Defined Terms. This subcontract ("Subcontract"), dated of even date with the Prime Contract defined below, is made by Contractor and Subcontractor with reference to the following terms ("Business Points"):  

"Contractor": Fifth Ward Community Redevelopment Corporation  
Address: 4300 Lyons Avenue, Suite 300  
                      Houston, Texas 77020  
                      Phone / Fax: (713) 674-0175  

"Contractor’s Representative": Kathy Flanagan-Payton, Chief Executive Officer  

"Subcontractor": TBD  
Address:  

"Subcontractor’s Representative": TBD  

"Owner": St. Elizabeth Place, LP  
Address: 4300 Lyons Avenue, Suite 300  
                      Houston, Texas 77020  
                      Phone / Fax: (713) 674-0175  

"Project": As defined in Prime Contract  

"Property": The land described in Exhibit A.  

"Prime Contract": Standard Form of Agreement Between Owner and Contractor Where the Basis of Payment is the Cost of the Work Plus a Fee With a Guaranteed Maximum Price (AIA A102 - 2017) dated of even date herewith, between TBD and Fifth Ward Community Redevelopment Corporation as "Contractor," and St. Elizabeth Place LP as "Owner," including the A201- 2017 General Conditions and all other exhibits thereto, a copy of all of which is attached as Exhibit B.  

"Work": As defined and described in the Prime Contract.  

"Subcontract Price": As defined and described in Section 5.1 of this Subcontract  

2. Definitions, Cross-references. Terms with initial capital letters are defined terms. Bold italicized print in quotations marks (e.g., "Indemnify") indicates the definition of a term. If a defined term is not expressly defined in this Subcontract, such defined term will have the same meaning as in the Prime Contract. A defined term has the same meaning throughout this Subcontract, may appear in this Subcontract before its definition, and applies to all grammatical variations of the term also shown with initial capital letters (e.g., the definition of the word "Indemnify" also applies to "Indemnity").
3. Persons Referenced in this Subcontract.

3.1 Persons. "Person" means a natural person, a trust or estate, or a corporation, partnership, limited liability company or other form of entity.

3.2 Parties. The “Parties” to this Subcontract are the Contractor and the Subcontractor. Subcontractor is an independent contractor of Contractor with regard to Subcontractor’s performance of the Work.

3.3 Representatives. The Parties’ respective Representatives are named in Paragraph 1. A Representative is authorized to act under the terms of this Subcontract on behalf of the Party appointing such Representative. A Party may change its Representative by 10 days’ written notice to the other Party.

3.4 Affiliate. An "Affiliate" of a Person is any other Person that directly or indirectly, through one or more intermediaries, Controls, is Controlled by, or is under common Control with such Person. "Control" refers to the power to influence management decisions.

3.5 Sub-subcontractor. A "Sub-subcontractor" is a Person contracting with Subcontractor to perform a portion of the Work.

3.6 Supplier. A "Supplier" is a Person contracting with Subcontractor to furnish equipment or materials for the Work.

3.7 Subcontractor-related Persons. The "Subcontractor-related Persons" are (i) Subcontractor, (ii) Subcontractor’s Representative, (iii) all Sub-subcontractors and other Persons involved in performance of the Work that are required by this Subcontract or the Prime Contract to be managed or supervised by Subcontractor, (iv) the shareholders, members, managers, partners, and Affiliates of the Persons described in items (i) through (iii), and (v) the officers, managers, directors, employees and agents of the Persons described in items (i) through (iv).

3.8 Contractor-related Persons. The "Contractor-related Persons" are (i) Contractor, (ii) Contractor’s Representative, (iii) Owner, (iv) any lender whose loan is secured by a lien against the Property, (v) the respective shareholders, members, partners, managers, and Affiliates of the Persons described in items (i) through (iv), and (vi) any officers, managers, directors, employees and agents of the Persons described in items (i) through (v).

4. Duties.

4.1 General Obligations and Rights of Subcontractor. Except as specifically modified by this Subcontract, Subcontractor will (i) perform all of the covenants and obligations of Contractor under, and comply with all of the conditions imposed upon Contractor in, the Prime Contract in the manner, to the standards, and within the time limits set forth in the Prime Contract, (ii) owe all of the same duties to Contractor as Contractor owes to Owner under the Prime Contract, and (iii) have all of the same rights and remedies with respect to Contractor as Contractor has with respect to Owner in the Prime Contract. In addition to any obligations of Subcontractor to Indemnify Contractor in accordance with Paragraph 7 of this Subcontract, Subcontractor’s obligations under this Subcontract will include representing Contractor and appearing on behalf of Contractor in, and preparing any presentation or submittal required for, any arbitration or mediation proceeding conducted pursuant to the Prime Contract, all at the sole cost of Subcontractor.
4.2 General Obligations and Rights of Contractor. Except as specifically modified by this Subcontract, Contractor will (i) perform all of the covenants and obligations of Owner under, and comply with all of the conditions imposed upon Owner in, the Prime Contract in the manner, to the standards, and within the time limits set forth in the Prime Contract, (ii) owe all of the same duties to Subcontractor as Owner owes to Contractor under the Prime Contract, and (iii) have all of the same rights and remedies with respect to Subcontractor as Owner has with respect to Contractor in the Prime Contract. In no event will the failure of Contractor to perform any obligation of Contractor under this Subcontract constitute a breach of this Subcontract if such failure is the result of Owner’s failure to perform Owner’s obligations under the Prime Contract.

4.3 Insurance and Bonds. In addition to continuously maintaining in force all of the minimum insurance coverages and policy endorsements required to be maintained by Contractor under the Prime Contract ("Required Insurance") and delivering to Owner any certificates or other proof of insurance in the form and at the times required by the Prime Contract, Subcontractor will add Contractor as an "additional insured" under all liability policies and will simultaneously deliver to Contractor duplicate copies of any proof of insurance required to be delivered to Owner by Contractor under the Prime Contract. If required by any mortgagee of the Property or another of Owner's financing parties, Subcontractor will procure additional insurance coverages, obtain other endorsements and/or increase the limit of any policy required under the Prime Contract. Subcontractor shall also obtain payment and performance bonds covering the Work.

4.4 Sub-subcontractor’s Insurance. Each Sub-subcontractor must maintain the Required Insurance, unless Subcontractor permits such Sub-subcontractor to maintain less coverage. Subcontractor will be liable for any Claim Arising From reductions permitted by Subcontractor to the Required Insurance with respect to Sub-subcontractors. To the extent required by the Owner's financing parties, the Subcontractor shall require payment and performance bonds from each Sub-subcontractor having a contract with Subcontractor. Subcontractor will maintain certificates and evidence of insurance and bonding, if required, from all Sub-subcontractors and make such certificates and evidence of insurance and/or bonding available to Contractor and Owner upon request. All insurance carried by Sub-subcontractors will name Contractor as an additional insured, and simultaneously with or prior to the execution of this Subcontract, Subcontractor shall deliver to Contractor an insurance binder showing insurance coverage for Contractor.

4.5 Sales Tax Exemption. Because Contractor is a tax-exempt entity and is not required to pay any sales, consumer, use or similar taxes (collectively, "Sales Taxes") with respect to any equipment or materials incorporated by Subcontractor or Sub-subcontractors into the Work, Subcontractor, where applicable, will obtain Contractor’s Sales-Tax exemption certificate, distribute such certificate to appropriate employees and Sub-subcontractors, and use (and cause its Sub-subcontractors to use) such certificate correctly to prevent any Sales Taxes from being inadvertently charged to the Project or Contractor. Where applicable, Subcontractor also shall purchase (and cause its Sub-subcontractors to purchase) materials to be incorporated into the Project by properly using resale certificates to document such purchases in order to prevent any Sales Taxes from being inadvertently charged to the Project or Contractor.

4.6 Agent Designation. Contractor designates Subcontractor as its agent in procuring and purchasing on behalf of Contractor the Materials and Equipment incorporated into the Project, and in making payment of all fees and charges to the Suppliers and Sub-Subcontractors for such purchases of Materials and Equipment. Subcontractor is authorized to purchase the Materials and Equipment either as a disclosed purchasing agent for Contractor or as a nondisclosed purchasing agent for Contractor.
5. **Compensation for Work.**

5.1 **Payment.** As full consideration for performance of the Work by Subcontractor, Contractor will pay to Subcontractor the Subcontract Price based upon applications for payment ("Payment Requests") submitted to Contractor by Subcontractor. The Subcontract Price shall be equal to the Contract Sum stated in the Prime Contract, and shall not exceed the Guaranteed Maximum Price set forth in the Prime Contract. The Subcontract Price is estimated to be allocated as follows: (a) __________________________ and ____/100 Dollars ($________.____) of the Subcontract Price is estimated to be allocated to and payable for the skill and labor to be provided by Subcontractor and its Sub-subcontractors (the "Services"), including fabrication, installation and any other labor performed by Subcontractor and/or its sub-subcontractors (the "Services Payment"), and (b) __________________________ and ____/100 Dollars ($________.____) of the Subcontract Price is estimated to be allocated to and payable for all construction materials (the "Materials") to be incorporated into the Project (the "Materials Payment"). Subcontractor will provide to Contractor a final allocation of the Subcontract Price between Materials and Services within thirty (30) days following Final Completion. The total Subcontract Price shall be equal to __________________________ and ____/100 Dollars ($________.____), subject to additions and deletions to the Materials Payment and/or Services Payment as may be agreed to by Subcontractor and Contractor, which Materials Payment and/or Services Payment shall be further increased or decreased in accordance with such additions and deletions to the Contract Sum under the Prime Contract as may be agreed to by the Owner and Contractor with the Consent of the Subcontractor. Contractor and Subcontractor shall jointly designate the portion of each such adjustment that is attributable to the Materials Payment and/or Services Payment. The Subcontract Price is also subject to such exclusions as are applicable to the Contract Sum under the Prime Contract. Contractor shall not agree with the Owner as to any change in the Contract Sum under the Prime Contract (or to any other change in the scope of the Work thereunder) without the express consent of the Subcontractor. Payment Requests will be submitted in the form required for Applications for Payments under the Prime Contract. Payment to Subcontractor may be in the form of checks from Contractor to Subcontractor or from Owner jointly to Contractor and Subcontractor. In no event will Contractor be liable for a payment to Subcontractor under this Subcontract until such time as Contractor has received funds under the Prime Contract from Owner for the same Work (Services and/or Materials). Due to potential changes in construction costs, neither Contractor nor Subcontractor warrants the exactness of the amounts allocated to the Services Payment and the Materials Payment, and both parties agree to enter into amendments to this Subcontract should adjustments to the Services Payment and/or the Materials Payment be determined necessary.

5.1.1 **Partial Payments.** Each calendar month during the performance of the Work, Subcontractor will submit to Contractor a fully completed and executed Payment Request for the portion of the Work completed and unincorporated Materials suitably stored in accordance with Paragraph 5.1.3 as of the last day of the immediately preceding calendar month ("Partial Payment Request"). Partial Payment Requests will be submitted on the dates and accompanied by the documentation set forth in the Prime Contract for Applications for Payment for progress payments, provided each Partial Payment Request shall specify the portion of the Partial Payment that is allocated to a Materials Payment and/or Services Payment. Contractor will pay the amount of a Partial Payment Request, less any retainage or other amounts permitted to be withheld by Owner pursuant to Prime Contract or determined not to be owed, on or before time specified for payment of progress payments in the Prime Contract.

5.1.2 **Final Payment.** Contractor will pay the entire unpaid balance of the Contract Price ("Final Payment") to Subcontractor on the date specified in the Prime Contract for payment of the final Application for Payment upon satisfaction of all conditions contained in the Prime Contract with respect to payment of the final Application for Payment. Acceptance of the Final Payment by Subcontractor will constitute a Release by Subcontractor of all Claims against Contractor except for
Claims identified by Subcontractor as unsettled on Subcontractor's Payment Request for the Final Payment.

5.1.3 **Unincorporated Materials.** Payment Requests may include the cost of Materials not incorporated in the Work but delivered and suitably stored at a location in the manner provided in the Prime Contract and covered by Subcontractor’s property insurance.

5.1.4 **Releases.** Together with each Partial Payment Request, Subcontractor will deliver a partial release of lien rights in the form required by the Prime Contract and in compliance with Section 53 of the Texas Property Code current through the date of the Partial Payment Request. When required by the Prime Contract, Subcontractor will also deliver with each Partial Payment Request a Partial Release from each Sub-subcontractor and Supplier through the date of the previous Partial Payment Request, which shall also be in the form required by the Prime Contract and in compliance with Section 53 of the Texas Property Code. Subcontractor will deliver with the Payment Request for Final Payment a final release of lien ("Final Release") in the form required by the Prime Contract. Delivery of the Partial and Final Releases and Contractor’s approval of the Payment Requests are conditions precedent to Contractor's obligation to pay the Payment Requests.

5.1.5 **Schedule of Values.** Before the first Payment Request, Subcontractor will submit to Contractor a schedule of values allocated to various portions of the Work, prepared in such form and supported by such data to substantiate its accuracy as Contractor may require. The schedule of values will separately itemize each major component of the Work and each subcontracted item of Work and will not change during performance of the Work and shall further itemize that portion of the Work that is allocated to Materials and that portion that is allocated to Services.

5.2 **Withholding Payment.** Contractor may withhold from a Payment Request any amount permitted to be withheld by Owner under the Prime Contract from Contractor’s Applications for Payment.

5.3 **Subcontractor’s Records.** Subcontractor will maintain books and records pertaining to the Work in accordance with requirements of the Prime Contract. Subcontractor will, upon request, provide Contractor with copies of any expenses shown on any Payment Request and access to Subcontractor’s books and records.

5.4 **Disposition of Payments.** Contractor has no obligation with respect to the proper disposition or application of any monies paid by Contractor to Subcontractor.

6. **Suspension, Termination, and Default.**

6.1 **Suspension of Work.** Contractor may delay the commencement or completion of, or suspend Subcontractor’s performance of the Work, at such times as Owner is permitted to delay the commencement or completion of, or suspend Contractor’s performance of the Work under the Prime Contract. In any of such events, the time for performance and the Contract Price under this Subcontract will be adjusted, if necessary, in the same manner and in the same amounts as the Contract Time and Guaranteed Maximum Price are adjusted in the Prime Contract.

6.2 **Termination.** Contractor may terminate this Subcontract for the same reasons and in the same manner as Owner may terminate the Prime Contract.

6.3 **Subcontractor’s Default.** Subcontractor will be in default under this Subcontract if (i) any representation made or information submitted by Subcontractor is not true and correct in all material
respects, (ii) Subcontractor or any Sub-subcontractor fails to comply fully and timely with any condition of this Subcontract or the Prime Contract, or (iii) Subcontractor fails to perform fully and timely any covenant of Subcontractor contained in this Subcontract or covenant of Contractor to be performed in the Prime Contract.

6.4 Remedies Cumulative. Unless otherwise expressly limited in this Subcontract, Contractor’s rights and remedies under this Article 6 are in addition to any other rights and remedies contained in this Subcontract or available under Applicable Law.

6.5 Termination for Bankruptcy. If Subcontractor becomes subject to a proceeding under the United States Bankruptcy Code ("Bankruptcy") and, in the reasonable opinion of Contractor, is unable to fulfill its obligations under this Subcontract because of the Bankruptcy, Contractor will notify Subcontractor in writing. If Subcontractor is unable to provide adequate assurance of future performance reasonably satisfactory to Contractor within 10 days after receiving Contractor’s notice, Subcontractor agrees that this Subcontract should be rejected and/or terminated and will take no action which would impede the efforts of Contractor to have this Subcontract rejected and/or terminated by a Bankruptcy court.

7. Indemnities and Releases.

7.1 Definitions. "Beneficiary" is the intended recipient of the benefits of another party’s Indemnity, Release or obligation to defend. "Claims" means all demands, legal action (whether filed or threatened), liabilities, damages (including actual, direct, indirect, statutory, consequential, and punitive and all penalties, fines, assessments and forfeitures), expenses, Legal Costs, or penalties of any nature or description. "Injury" means (i) harm to, impairment, destruction, or loss of property or its use, (ii) harm to, sickness, bodily injury, disease, or death of a person, or (iii) "personal and advertising injury," as such term is defined in the form of "Commercial General Liability Insurance" Subcontractor is required to maintain. "Legal Costs" means court costs, attorneys’ fees, experts’ fees or other expenses incurred in investigating, preparing, prosecuting, defending, or settling any legal, administrative, or alternative dispute resolution action, Claim, or proceeding. "Indemnify" means, to the fullest extent permitted by law, to (a) protect a Person against the occurrence of a Claim, including defending or contesting on behalf of the Indemnified Person, a Claim in litigation, arbitration, mediation, or other proceeding with counsel reasonably acceptable to the Indemnified Person and paying all Legal Costs associated with such defense or contest and/or (b) compensate another Person for a Claim actually incurred. "Release" means to waive or relinquish a right or release another Person from liability in connection with a Claim. "Arising From" means directly or indirectly, in whole or in part, (1) occurring in connection with or as a result of, (2) causing or resulting in, or (3) based upon. "Indemnified Person" means a person or entity that is the beneficiary of the Indemnity under this Article 7. Subcontractor's obligation to Indemnify Contractor against Claims, including Legal Costs, under this Paragraph 7 shall be construed as a separate item of indemnification which shall be an absolute obligation of Subcontractor even if such Claims are invalid or groundless (except to the extent that such invalid or groundless Claims are brought by Contractor).

7.2 Indemnities as to Performance. Subcontractor will Indemnify, defend, and hold harmless the Contractor-related Persons against, and Releases the Contractor-related Persons from, all Claims Arising From or alleged to Arise From (i) performance by Subcontractor of the Work, (ii) any default by Subcontractor or any Sub-subcontractor under this Subcontract, (iii) any defect in the Work or materials used in the construction of the Property, (iv) any failure by Subcontractor or any Sub-subcontractor to maintain the insurance coverages required under the Prime Contract or under this Subcontract, (v) violation of or failure to comply with Applicable Law by any Subcontractor-related Person, (vi) any release, generation, or improper use, disposal or disturbance of Hazardous Substances that occurs in,
on, under, or from the Property and Arises From a Subcontractor-related Person’s activities or operations or the remediation of such release or disturbance, or (vii) any Claim resulting from the failure of Subcontractor to perform any covenant or obligation of Contractor under the Prime Contract or comply with any condition of Contractor under the Prime Contract.

7.3 Indemnity and Release as to Injuries. Subcontractor agrees to Indemnify the Contractor-related Persons against, and Releases the Contractor-related Persons from, all Claims Arising From or alleged to Arise From Injuries Arising From the presence or ongoing or completed operations of Subcontractor-related Persons on the Property.

7.4 Indemnity for Use of Sales Tax Exemption. Subcontractor will indemnify and hold Contractor harmless from any claims by the Comptroller of Public Accounts of the State of Texas, any other taxing authority in the State of Texas, or any other third party arising from an Improper Use by Subcontractor or its subcontractors of Contractor’s sales tax exemption. An “Improper Use” is defined as “a use other than as contemplated or authorized by Section 4.5 of this Subcontract.”

7.5 Scope of Indemnities and Releases. The Indemnities and Releases in this Subcontract are independent of, and will not be limited by, each other or any insurance obligations in this Subcontract (whether or not complied with) or workers’ compensation or other employee benefit programs or laws. The Indemnity and Release contained in Paragraph 7.3 will not apply to the extent of the percentage of a Claim that, under the comparative negligence principles of the state in which the Property is located, was proximately caused by the negligence or willful misconduct of the Beneficiary of such Indemnity and Release.

7.6 PUBLIC POLICY LIMITATIONS. NOTHING IN THIS SUBCONTRACT OR ANY OTHER CONTRACT DOCUMENTS IS INTENDED TO PROVIDE FOR INDEMNIFICATION (OR DEFENSE AGAINST A CLAIM CAUSED BY THE NEGLIGENCE OR FAULT, THE BREACH OR VIOLATION OF A STATUTE, ORDINANCE, GOVERNMENTAL REGULATION, STANDARD, OR RULE, OR THE BREACH OF CONTRACT OF THE INDEMNITEE OR ITS AGENT OR EMPLOYEE, OR ANY THIRD-PARTY UNDER THE CONTROL OR SUPERVISION OF THE INDEMNITEE (OTHER THAN THE INDEMNITOR OR ITS AGENT, EMPLOYEE, OR SUBCONTRACTOR OF ANY TIER), TO THE EXTENT THAT INDEMNIFICATION UNDER THE CIRCUMSTANCES IS DECLARED TO BE AGAINST PUBLIC POLICY BY SECTION 151.102 OF THE TEXAS INSURANCE CODE, IF ANY INDEMNIFICATION PROVISION OF THIS SUBCONTRACT OR ANOTHER CONTRACT DOCUMENT, BY ITS TERMS, PURPORTS TO ALLOW FOR INDEMNIFICATION (INCLUDING DEFENSE AGAINST CLAIMS) THAT ARE MADE UNENFORCEABLE BY SECTION 151.102 OF THE TEXAS INSURANCE CODE, THEN SUCH PROVISION SHALL BE INAPPLICABLE TO THE EXTENT THAT IT IS SO MADE UNENFORCEABLE, BUT THE INCLUSION OF THE UNENFORCEABLE RIGHTS SHALL NOT AFFECT THE INDEMNIFICATION PROVISION AS APPLIED TO OTHER CIRCUMSTANCES, AND THE INDEMNITEE SHALL CONTINUE TO BE ENTITLED TO INDEMNIFICATION (INCLUDING DEFENSE AGAINST CLAIMS) TO THE MAXIMUM EXTENT ALLOWED BY THE PROVISION AND CONSISTENT WITH APPLICABLE LAWS.


8.1 Definition. A "Hazardous Substance" means all hazardous or toxic substances, wastes or materials, any pollutants or contaminants (including, without limitation, petroleum, petroleum-based products, asbestos and raw materials which include hazardous constituents, radon or urea formaldehyde), and any other similar substances, or materials which are included or regulated by any local, state, or federal law, rule or regulation pertaining to environmental regulation, contamination, clean-up or disclosure, including, without limitation, the Comprehensive Environmental Response Compensation and Liability Act of 1980, the Superfund Amendments and Reauthorization Act of 1986, the Resource
8.2 General Covenants. For so long as Subcontractor-related Persons are on the Property (whether or not this Subcontract has expired or been terminated), Subcontractor will not cause or permit the storage, use, disturbance, release, generation or disposal of Hazardous Substances on the Property. Subcontractor will immediately notify Contractor of any Hazardous Substances contamination or spillage Arising From the activities of a Subcontractor-related Person. Subcontractor will clean-up or otherwise remediate as necessary any contamination, release or spillage of or release, generation or spillage of Hazardous Substances on the Property caused by a Subcontractor-related Person and, within 30 days after receipt of an invoice therefor, reimburse Contractor for all expenses incurred by Contractor in connection with the clean up or other remediation of such Hazardous Substances.

9. Interests of Contractor.

9.1 Project Sponsorship. The Project is sponsored by Contractor and is subject to the laws, rules, and regulations governing Contractor as a community center created pursuant to Chapter 534 of the Texas Health and Safety Code. Contractor and Subcontractor acknowledge and agree that matters noted in the Prime Contract as being subject to review or determination by the Board of Trustees and/or the Director of Contractor shall be deemed to also refer to such review or determination as it pertains to the Work performed by Subcontractor under this Subcontract.

9.2 Liquidated Damages. Subcontractor is liable for any liquidated damages to the same extent and under the same terms as are applicable to Contractor under the Prime Contract.

9.3 Conveyance. The term "Contractor" means only a Person which is the holder of Contractor’s interest in this Subcontract at the time in question. Immediately upon conveyance by Contractor of its interest in this Subcontract, if permitted in accordance with Section 10.6, the conveying Person will be Released from all obligations of "Contractor" thereafter arising under this Subcontract, and Subcontractor will look solely to the new Contractor for performance of such obligations.


10.1 Entire Contract. This Subcontract and any other agreements or contracts referenced in this Subcontract constitute the entire agreement between the Parties. No oral statements or prior written proposals or agreements which are not specifically incorporated into this Subcontract will be effective. Contractor will not be bound by any purported consent, approval or modification of this Subcontract or deemed to have waived or Released any provision of this Subcontract, unless such consent, approval, modification, waiver, or Release is in writing and signed by Contractor. No amendment to this Subcontract or request by Contractor for changes in the Work or additional Work will be effective unless such amendment or request is in writing and executed by Owner.

10.2 Dispute Resolution. Disputes under this Subcontract shall be handled in accordance with the dispute resolution procedures set forth in the Prime Contract. If requested by Contractor in writing, Subcontractor’s obligations under this Subcontract will include representing Contractor and appearing on behalf of Contractor in, and preparing any presentation or submittal required for, any dispute resolution proceeding conducted pursuant to the Prime Contract, all at the sole cost of Subcontractor.

10.3 Interpretation. All headings in this Subcontract are for convenience of reference only and not part of this Subcontract. No construction or inference will be derived from the headings. This
Subcontract may be executed in any number of counterparts, each of which will be deemed an original and all of which taken together will be deemed one and the same document. Each Party has reviewed, and had an opportunity to have legal counsel review, this Subcontract; therefore, the rule of construction that any ambiguities are to be resolved against the drafting Party will not be employed to interpret this Subcontract. The word "including" does not exclude items not listed. Unless the context otherwise requires, singular includes the plural and plural the singular, and masculine, feminine and neuter genders are interchangeable. Unless expressly provided otherwise, the word "day" refers to a calendar day.

10.4 Conformity with Applicable Law. All Applicable Law affecting the legality, validity or enforceability of any provision of this Subcontract, including Indemnity or Release, is made a part of such provision and will operate to amend such provision to the minimum extent necessary to bring the provision into conformity with Applicable Law and cause the provision, as modified, to continue in full force and effect. If any provision of this Subcontract is held to be illegal, invalid or unenforceable under Applicable Law, such provision will be deemed removed from this Subcontract and this Subcontract will be reformed to carry out the Parties’ intent to the maximum extent practicable under Applicable Law.

10.5 Successors and Assigns; Third Party Beneficiary. This Subcontract benefits and binds the respective legal representatives, successors, and permitted assigns of Contractor and Subcontractor. Owner is a third party beneficiary to this Subcontract and shall have the right to enforce Contractor's rights under this Subcontract in the event of a default by Contractor under the Prime Contract.

10.6 Transfer. Contractor shall not Transfer any or all of its interest in this Subcontract or the Property at any time without the prior written consent of Owner and Subcontractor. Subcontractor may not Transfer its interest in this Subcontract without the prior written consent of Contractor. "Transfer" means any voluntary or involuntary, direct or indirect, assignment or encumbrance, including a pledge, a change of control of ownership interests, a liquidation, dissolution, merger or consolidation of a Party, or a delegation of any obligations under this Subcontract.

10.7 No Waiver. No waiver by Contractor of Subcontractor’s compliance with any provisions or conditions of this Subcontract on one occasion will be deemed to be a waiver of similar or dissimilar provisions or conditions of this Subcontract. The failure of Contractor to demand full compliance by Subcontractor or a Sub-subcontractor with respect to the Required Policies will not constitute a Release by Contractor with respect to Subcontractor’s or any Subcontractor’s obligation to maintain the Required Policies. Subcontractor’s obligations under this Subcontract will not be diminished or Released by reason of any consent, approval or payment by Contractor.

10.8 Reserved.

10.9 Survival of Provisions. The termination or expiration of this Subcontract will not affect (i) any right or obligation of either Party which accrued or vested prior to such termination or expiration, (ii) any continuing obligation, liability or responsibility of Subcontractor, including Subcontractor’s obligations under Articles 4, 5, 6, 7, and 8, or (iii) any related provisions necessary to interpret and continue such rights, obligations, liabilities or responsibilities.

10.10 Time of Essence. Time is of the essence in Subcontractor’s performance of this Subcontract and every provision and term of this Subcontract.

10.11 Exhibits. The following exhibits are a part of the Business Points of this Subcontract and are attached to and a part of this Subcontract:
Exhibit A: Description of the Land
Exhibit B: Prime Contract

10.12 Conflicts. To the extent that a provision contained in this Subcontract conflicts with a provision contained in the Prime Contract, the provision contained in the Prime Contract will control; provided that, a provision of this Subcontract that is intended to modify the corresponding provision in the Prime Contract shall not be construed as a conflict with the Prime Contract.

10.13 Effective Date. This Subcontract will become effective only after its full execution and delivery by both Parties and, if required, upon the approval by the holder of a deed of trust or mortgage lien against the Project. Unless the Subcontract Date has been left blank, the Subcontract Date will be prima facie evidence as to the date when this Subcontract becomes effective.

10.14 Notice. All notices must be in writing even though some, but not all, provisions in this Subcontract refer to "written notice(s)" or "notice(s) in writing." All notices must be delivered personally; sent by United States certified mail, postage prepaid, return receipt requested ("US Mail"); placed in the custody of Federal Express Corporation or other nationally recognized overnight courier for next day delivery ("Courier"); or transmitted by confirmed telephonic facsimile ("Fax"). Notices will be deemed to be effective when received, if delivered personally; the next business day after posting, if sent by US Mail; and the next business day, if sent by Courier or Fax. If notice is transmitted by Fax, a duplicate copy will be sent by either US Mail or Courier no later than one business day after transmission by Fax. Email communications are solely for the convenience of the Parties and will not constitute valid or effective notice for purposes of this Subcontract. All notices, including all inquiries, requests, instructions, authorizations and communications will be made to the appropriate Representative. In order to be effective, notices from Subcontractor to Contractor changing Subcontractor’s Representative, terminating this Subcontract, or alleging a Claim against any Contractor-related Person or nonperformance or default by Contractor, must be addressed and sent to Contractor at Contractor’s address given in Article 1, with a copy of such notice being sent at the same time to the following address:

10.16 Warranties. Contractor hereby Transfers to Owner any guarantees or warranties given by the Subcontractor, Sub-subcontractors or Suppliers in connection with the Work, Materials or Equipment.

10.17 Representation. Subcontractor represents and warrants that no existing agreement between Subcontractor and any Sub-subcontractors or Supplier with respect to the Work or any materials or equipment used in connection with the Work requires the consent of the Sub-subcontractor or Supplier to this Subcontract, and that such agreements will remain enforceable and in full force and effect notwithstanding the execution of this Subcontract.

10.18 Separated Contract. It is the intent of the Contractor and Subcontractor that this Subcontract constitute a separated contract for purposes of the rules of the Texas Comptroller of Public Accounts located at 34 Texas Administrative Code Section 3.291(a)(13).
CONTRACTOR:
FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION
By: __________________________
Name: __________________________
Title: __________________________

SUBCONTRACTOR:
TBD
By: __________________________
Name: __________________________
Title: __________________________
“Short List” of Prime Subcontractors

AMERICAN CONSTRUCTORS
Grant Hutton
11900 West Parmer Lane, Suite 200
Cedar Park, TX 78613
main office (512) 328-2026
direct (512) 493-1260
www.acitexas.com

RGC MULTIFAMILY, LLC
Dan Rigney
2590 Oakmont Dr., #620
Round Rock, TX 78665
(512) 963-1445
drigney@rgcmultifamily.com
In the course of the Department’s Housing Tax Credit Eligibility/Selection/Threshold and/or Direct Loan review of the above referenced application, a possible Administrative Deficiency as defined in §10.3(a)(2) and described in §10.201(7)(A) and/or §10.201(7)(B) of the 2018 Uniform Multifamily Rules was identified. By this notice, the Department is requesting documentation to correct the following deficiency or deficiencies. Any issue initially identified as an Administrative Deficiency may ultimately be determined to be beyond the scope of an Administrative Deficiency, and the distinction between material and non-material missing information is reserved for the Director of Multifamily Finance, Executive Director, and Board.

1. Appraisal letter of transmission references §10.303 instead of §10.304.
2. Specifications and Building/Unit Type Configuration (SBUTC) exhibit indicates 1BR for the 2BR 890 square foot unit.
3. Submit most recent financial statements of the nonprofit to show the segregated book value of the subject property. They do not have to be certified.
4. Feasibility Study says detention is required. Please explain where this is shown in the site plan or revise the plan or report.
5. Please state whether or not any parking spaces will be dedicated to (reserved by signs) the office or amenities.
6. In building floor plans I found only one 1BRHC and 2BRHC instead of two of each.
7. Unit plans should at least state overall length and width.
8. Feasibility Report says no significant offsite work is required but Off-Site Cost Breakdown in application, signed by the engineer that provided the report, says $88,859 of work is needed. Provide explanation from the engineer detailing the nature of the work.
9. NEF letter does not have a schedule of payments.
10. Please explain how the documentation already submitted to score points behind the Sponsor Characteristics exhibit shows evidence of experience in the housing industry and how it provides a statement of how the nonprofit will materially participate in the development.
11. Cloudbreak Previous Participation Form requires marking the second box.
12. Submit confirmation that all members of the development owner, developer and guarantor that have Control are listed on the organization charts.

The above list may not include all Administrative Deficiencies such as those that may be identified upon a supervisory review of the application. Notice of additional Administrative Deficiencies may appear in a separate notification.

All deficiencies must be corrected or otherwise resolved by 5 pm Austin local time on the fifth business day following the date of this deficiency notice. Deficiencies resolved after 5 pm Austin local time on the fifth business day will have 5 points deducted from the final score. For each additional day beyond the fifth day that any deficiency remains unresolved, the application will be treated in accordance with §10.201(7)(B) of the 2018 Uniform Multifamily Rules. Applications with unresolved deficiencies after 5pm Austin local time on the seventh business day may be terminated.
All deficiencies related to the Direct Loan portion of the Application must be resolved to the satisfaction of the Department by 5pm Austin local time on the fifth business day following the date of this deficiency notice. Applications with unresolved deficiencies after 5pm Austin local time on the seventh business day will be suspended from further processing, and the Applicant will be notified to that effect, until the deficiencies are resolved. If, during the period of time when the Application is suspended from review, Direct Loan funds become oversubscribed, the Applicant will be informed that unless the outstanding item(s) are resolved within one business day the Application will be terminated. For purposes of priority under the Direct Loan set-asides, if the outstanding item(s) are resolved within one business day, the date by which the item is submitted shall be the new received date pursuant to §13.5(c) of the 2018 Multifamily Direct Loan Rule. Applicants should be prepared for additional time needed for completion of staff reviews.

Unless the person that issued this deficiency notice, named below, specifies otherwise, submit all documentation at the same time and in only one file using the Department’s Serv-U HTTPS System. Once the documents are submitted to the Serv-U HTTPS system, please email the staff member issuing this notice. If you have questions regarding the Serv-U HTTPS submission process, contact Liz Cline at liz.cline@tdhca.state.tx.us or by phone at (512)475-3227. You may also contact Jason Burr at jason.burr@tdhca.state.tx.us or by phone at (512)475-3986.

All applicants should review §§11.1(b) and 10.2(b) of the 2018 QAP and Uniform Multifamily Rules as they apply to due diligence, applicant responsibility, and the competitive nature of the program for which they are applying.

**All deficiencies must be corrected or clarified by 5 pm Austin local time on Monday, April 2, 2018. Please respond to this email as confirmation of receipt.**

About TDHCA
The Texas Department of Housing and Community Affairs administers a number of state and federal programs through for-profit, nonprofit, and local government partnerships to strengthen communities through affordable housing development, home ownership opportunities, weatherization, and community-based services for Texans in need. For more information, including current funding opportunities and information on local providers, please visit www.tdhca.state.tx.us.

Thanks,

Ben Sheppard
Specialist, Multifamily Finance
Texas Department of Housing and Community Affairs
Ph. 512.475.2122

Any person receiving guidance from TDHCA staff should be mindful that, as set forth in 10 TAC Section 11.1(b), there are important limitations and caveats (Also see 10 TAC §10.2(b)).
March 26, 2018

Mr. Ben Sheppard
Specialist, Multifamily Finance
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, TX 78701

Via: ben.sheppard@tdhca.state.tx.us

Re: St. Elizabeth Place, Houston, Application #18020

Dear Mr. Sheppard:

Please see the following responses and associated attachments regarding the deficiency for HTC application 18020 St. Elizabeth Place, dated March 23, 2018. The attachment includes missing documentation and evidence where applicable, and is searchable using the attachment’s bookmarks.

1. **Appraisal letter of transmission references §10.303 instead of §10.304.**

   Please see the corrected Appraisal Letter of Transmission in the attachment. The full Appraisal with a corrected letter has also been re-uploaded to the Serv-U account.

2. **Specifications and Building/Unit Type Configuration (SBUTC) exhibit indicates 1BR for the 2BR 890 square foot unit.**

   Please see the attached corrected Specifications and Building/Unit Type Configuration exhibit.

3. **Submit most recent financial statements of the nonprofit to show the segregated book value of the subject property. They do not have to be certified.**

   Please find the 4514 Lyons LLC balance sheet attached as of Year End 2017. 4514 Lyons LLC is a SPE that is wholly owned by FWCRC.

4. **Feasibility Study says detention is required. Please explain where this is shown in the site plan or revise the plan or report.**

   Detention is required, it will be underground. The site plan shows the proposed location and is included again here for your convenience.

5. **Please state whether or not any parking spaces will be dedicated to (reserved by signs) the office or amenities.**

   There will be eighteen (18) leasing area lot parking spaces, two (2) of which will be accessible. They will be reserved by signs.
6. In building floor plans I found only one 1BRHC and 2BRHC instead of two of each.
   Please see the revised building floor plan for the New Building, which shows the remaining
   1BRHC and 2BRHC accessible units.

7. Unit plans should at least state overall length and width.
   Please see the revised Unit Plans that show the overall length and width of the units.

8. Feasibility Report says no significant offsite work is required but Off-Site Cost Breakdown in
   application, signed by the engineer that provided the report, says $88,859 of work is needed.
   Provide explanation from the engineer detailing the nature of the work.
   Your reading is correct, the engineer classified $88,859 as not “significant” when compared with
   the overall development costs or other potential developments. See the attached email from the
   engineer verifying the costs.

9. NEF letter does not have a schedule of payments.
   The letter dated 2/21/18 from NEF does have a schedule of payments, it may be found starting on
   Page 304 of the PDF that was submitted to TDHCA.

10. Please explain how the documentation already submitted to score points behind the Sponsor
    Characteristics exhibit shows evidence of experience in the housing industry and how it provides
    a statement of how the nonprofit will materially participate in the development.
    We inadvertently left out the statement of experience for Fifth Ward CRC, the nonprofit owner
    for the project. It is provided herein, for your reference. However, there is abundant evidence in
    the application of both experience and material participation. There are at least four (4) ways in
    which one can infer that the nonprofit will materially participate in the development: 1) Fifth
    Ward CRC is listed in Tab 36 (organizational charts) and in Tab 40 as the 70% owner of the
    proposed development; 2) A representative of Fifth Ward CRC signed the certifications for the
    application; 3) Tab 39 of the Application lists Fifth Ward CRC under previous participation and
    4) Tab 40 lists Fifth Ward CRC as the participating nonprofit and goes on to state: FWCRC is a
    co-developer and long-term owner . . . FWCRC will be involved throughout the extended use
    period as the General Partner. FWCRC will review all audits. Interact with management and
    maintain a positive relationship with the City of Houston, as the borrower of local funds for the
    project. Further, this tab states that FWCRC will receive cash flow and developer fee. In addition
    there are numerous items in the application that insinuate experience for the nonprofit: Under Tab
    10, FWCRC is listed as a Civic Organization in the area, with documentation from their website;
    on Page 212, the applicant states that it does not own MF units that qualify for 811, implying it
    owns other MF units, in Tab 19, a member of the nonprofit staff signed the Historic Part I
    application, in Tab 11, a member of the board has purchased the $4.6MM property, on Page 352
    of the application, the financial statements for the nonprofit list Land and SFR (Single Family
    Rental) development assets of more than $2MM, and on page 354 rental income of more than
    $400K is listed. Page 356, the notes section of the financial statement for FWCRC, clearly states
    that the organization is involved in real estate development, housing, asset and property
    management, social services, home ownership promotion and economic development. It also goes
    on to mention Lyons Village Townhomes, a development of the organization. I hope you will
    find this evidence sufficient enough to accept our formal statement of experience with this
    submittal.
11. Cloudbreak Previous Participation Form requires marking the second box.

A corrected form is attached.

12. Submit confirmation that all members of the development owner, developer and guarantor that have Control are listed on the organization charts.

All members that have control of the development are listed in the organization charts. These include: Peter Postlmayr, Randall A. Bishop, Thomas R. “Tim” Cantwell and the Board Chair and Vice Chair for Fifth Ward Community Revitalization Corporation, Charles Turner and Bridgette Steele.

Please let us know if you have any further questions or require further documentation. Thank you for your consideration.

Sincerely,

Sarah H. Andre,
Consultant to the Project
March 23, 2018

Fifth Ward Community Redevelopment Corporation
Attn: Ms. Kathy Flanagan-Payton, President & CEO, and
Ms. Jessica Thompson, Vice President Of
Real Estate Development
4300 Lyons Avenue, Suite 300
Houston, Texas 77020

Re: Appraisal of St. Elizabeth Place, 4514 Lyons Avenue, Houston, Texas 77020.

Dear Ms. Flanagan-Payton and Ms. Thompson:

Per your request for an appraisal report of the "as is" fee simple rights of ownership of St. Elizabeth Place, located at 4514 Lyons Avenue, Houston, Texas, more particularly described by the legal description contained herein, I submit the attached appraisal report. The use of this report is subject to the requirements of the Appraisal Institute relating to review by its duly authorized representatives and the attached limiting conditions. This report format is an appraisal report, presented in a narrative format, as defined by Standard 2-2 of the Uniform Standards of Professional Appraisal Practice, 2018 Edition, as adopted by the Appraisal Standards Board of the Appraisal Foundation.

The appraisal has been prepared for my client, Fifth Ward Community Redevelopment Corporation, for submission with a LIHTC application. The intended users of the report are the Fifth Ward Community Redevelopment Corporation and Mr. Tim Irvine, Executive Director, Texas Department of Housing and Community Affairs.

This appraisal is subject to the following assumptions and limiting conditions when applicable. The use of these assumptions and limiting conditions may have affected the assignment results.

I am of the opinion that the "as is" market value of the fee simple rights of ownership of the 114,730 square foot, or 2.634 acres, tract of land, with 119,965 square feet of gross building area, as of February 12, 2018, was:

FOUR MILLION SIX HUNDRED FIFTY THOUSAND DOLLARS
($4,650,000).*

"AS IS" OPINION OF MARKET VALUE

*Subject to the Assumptions and Limiting Conditions as noted beginning on Page 3 of this report.
Fifth Ward Community Redevelopment Corporation  
March 23, 2018  
Page 2

The subject property is assessed by the Harris County Appraisal District as Account Numbers 0041270000001, 0041230000004, 0041230000006, and 0041230000015.

I am of the opinion an exposure time of 12 to 24 months appears appropriate for the subject based on the final opinion of market value.

Market Value as used in this report is defined as the most probable price which a property should bring in a competitive and open market under all conditions requisite to a fair sale, the buyer and seller each acting prudently and knowledgeably, and assuming the price is not affected by undue stimulus. Implicit in this definition is the consummation of a sale as of a specified date and the passing of title from seller to buyer.

My appraisal is based on estimates, assumptions and other information developed from research of the market, knowledge of the industry, and information that was provided. Under the terms of this engagement, I have no obligation to revise this report or the estimated financial results to reflect events or conditions, which occur subsequent to the date of this appraisal.

I, the undersigned, do hereby certify that to the best of my knowledge and belief, the facts and data used herein are true and correct, and that I have personally inspected the subject. I have no present or future interest in the subject property and will not materially benefit from the development in any other way than receiving a fee for performing the appraisal. The fee is no way contingent upon the outcome of the appraisal. I have read and understand the 2018 Appraisal Rules and Guidelines found in §10.304 of the Uniform Multifamily Rules.

Respectfully submitted,

Linda M. Powers, MAI  
State Certified General Appraiser  
TX-1331962-G  
NM - 02141-G
### Specifications and Building/Unit Type Configuration

**Unit types should be entered from smallest to largest based on "# of Bedrooms" and "Sq. Ft. Per Unit." **Unit Label** should correspond to the unit label or name used on the unit floor plan. **Building Label** should correspond to the building label or name on the building floor plan. The total number of units per unit type and totals for "Total # of Units" and "Total Sq Ft for Unit Type" should match the rent schedule and site plan. If additional building types are needed, they are available by unhiding columns Q through AA, and rows 51 through 79.

#### Specifications and Amenities (check all that apply)

- Single Family Construction
- SRO Transitional (per §42(i)(3)(B))
- Duplex
- Scattered Site
- Fourplex
- > 4 Units Per Building
- Townhome

#### Development will have:

- [X] Fire Sprinklers
- [X] Elevators
- [ ] # of Elevators: 3
- [ ] 2500 Wt. Capacity

#### Number of Parking Spaces (consistent with Architectural Drawings):

- [ ] Free Paid
- [ ] Shed or Flat Roof Carport Spaces
- [ ] Detached Garage Spaces
- [ ] Attached Garage Spaces
- [ ] Uncovered Spaces
- [ ] Structured Parking Garage Spaces

#### Floor Composition/Wall Height:

- 100% Carpet/Vinyl/Resilient Flooring
- Varies Ceiling Height
- % Ceramic Tile
- [ ] Upper Floor(s) Ceiling Height (Townhome Only)
- % Other

#### Describe:

- Ceilings range from #11” to 10’ 1.75” in historic.

#### Unit Types

<table>
<thead>
<tr>
<th>Unit Type</th>
<th>Number of Stories</th>
<th>Building Label</th>
<th>Historic Hospital</th>
<th>Historic Convent</th>
<th>New Building</th>
<th>Total # of Units</th>
<th>Total Sq Ft for Unit Type</th>
</tr>
</thead>
<tbody>
<tr>
<td>C-5</td>
<td>0</td>
<td></td>
<td>12</td>
<td>12</td>
<td>6,648</td>
<td></td>
<td></td>
</tr>
<tr>
<td>H-5</td>
<td>0</td>
<td></td>
<td>17</td>
<td>17</td>
<td>9,724</td>
<td></td>
<td></td>
</tr>
<tr>
<td>H-BR 1</td>
<td>1</td>
<td></td>
<td>30</td>
<td>30</td>
<td>24,050</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 BR</td>
<td>1</td>
<td></td>
<td>10</td>
<td>10</td>
<td>6,500</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2 BR</td>
<td>2</td>
<td></td>
<td>15</td>
<td>15</td>
<td>13,150</td>
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<td></td>
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<tr>
<td>2 BR</td>
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<td>8</td>
<td>7,608</td>
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<td></td>
</tr>
<tr>
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<td></td>
<td>1</td>
<td>1</td>
<td>906</td>
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<td></td>
</tr>
</tbody>
</table>

Please note: Accessible units (HC and AV) are marked on floor plans but do not differ in size or layout from typical units.

#### Totals

<table>
<thead>
<tr>
<th>Number of Buildings</th>
<th>Number of Units Per Building</th>
<th>Total # of Units</th>
<th>Total Sq Ft for Unit Type</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>62</td>
<td>23</td>
<td>25</td>
</tr>
</tbody>
</table>

#### Net Rentable Square Footage from Rent Schedule

- 75,746

#### Supportive Housing Applicants Only

- Enter the total development common area from the architect's plans:
- Ensure that this number matches your architectural drawings.
- The additional square footage allowed for Supportive Housing per 11.9(e)(2) is: 5,500
- The lesser of these two numbers added to NRA:
  - Use this number to figure points under 11.9(e)(2)
  - 75,746

If a revised form is submitted, date of submission: [ ]
### 4514 Lyons LLC
#### BALANCE SHEET
#### DECEMBER 31, 2017

<table>
<thead>
<tr>
<th></th>
<th>2017</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Assets</strong></td>
<td></td>
</tr>
<tr>
<td>Current Assets</td>
<td></td>
</tr>
<tr>
<td>Cash and cash equivalents</td>
<td>$40,078</td>
</tr>
<tr>
<td>Holding and Predevelopment</td>
<td>$690,208</td>
</tr>
<tr>
<td><strong>Total current assets</strong></td>
<td><strong>$730,286</strong></td>
</tr>
<tr>
<td>Noncurrent Assets</td>
<td></td>
</tr>
<tr>
<td>Fixed Assets (Land, building and capitalized costs)</td>
<td>$3,283,490</td>
</tr>
<tr>
<td><strong>Total noncurrent assets</strong></td>
<td><strong>$3,283,490</strong></td>
</tr>
<tr>
<td><strong>Total assets</strong></td>
<td><strong>$4,013,776</strong></td>
</tr>
<tr>
<td><strong>Liabilities and Net Assets</strong></td>
<td></td>
</tr>
<tr>
<td>Current Liabilities</td>
<td></td>
</tr>
<tr>
<td>Accounts payable</td>
<td>$148,526</td>
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<tr>
<td><strong>Total current liabilities</strong></td>
<td><strong>$148,526</strong></td>
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<tr>
<td>Noncurrent Liabilities</td>
<td></td>
</tr>
<tr>
<td>Long-term notes payable and lines of credit</td>
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<tr>
<td><strong>Total noncurrent liabilities</strong></td>
<td><strong>$3,794,123</strong></td>
</tr>
<tr>
<td><strong>Total liabilities</strong></td>
<td><strong>$3,942,649</strong></td>
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<tr>
<td>Net Assets</td>
<td></td>
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<tr>
<td>Unrestricted</td>
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</tr>
<tr>
<td><strong>Total net assets</strong></td>
<td><strong>$71,127</strong></td>
</tr>
<tr>
<td><strong>Total liabilities and net assets</strong></td>
<td><strong>$4,013,776</strong></td>
</tr>
</tbody>
</table>
ST. ELIZABETH PLACE | SITE PLAN
HOUSTON, TEXAS | 2/19/18 | GREATER 5TH WARD | # 1701

PARKING - LOCAL REQUIREMENTS

NEW BUILDING
- 1 BEDROOM: 10 UNITS x 1.33 SPACES/UNIT = 13.3 → 13 SPACES
- 2 BEDROOM: 15 UNITS x 1.66 SPACES/UNIT = 24.9 → 25 SPACES
- TOTAL SPACES REQUIRED: 38

TOTAL SPACES REQUIRED FOR SITE: 106 REQUIRED

PARKING - PROVIDED
- TOTAL OFF-STREET: 112 SPACES
- TOTAL ACCESSIBLE: 8 SPACES
- OF THE 8 ACCESSIBLE SPACES, 4 ARE VAN SPACES.

FLOOD PLAIN INFO
THE SITE IS NOT LOCATED WITHIN THE 100 YEAR FLOOD PLAIN. NO MITIGATION MEASURES ARE NECESSARY.

EASEMENTS
THERE ARE NO KNOWN EASEMENTS.

SITE PLAN
SCALE: 1" = 50'

PROGRAM: OVERALL
QTY. SF.
SITE - 2.63- AC - 114,730- SF.
QTY.
TOTAL DWELLING UNITS 110 41.8 DU/AC
STUDIO 29 26.4%
ONE BEDROOM 57 51.8%
TWO BEDROOM 24 21.8%

TOTAL SF.
GROSS SF. (+COVERED PARKING AND ROOF DECK) ( 108,747) SF.
GROSS RES. SF ( 103,591) SF.
(NET RES. SF.) ( 74,202)  SF.

PROGRAM: RESIDENTIAL BUILDING "EXISTING"
HOSPITAL AND CONVENT
QTY. SF.
STORIES 4
TOTAL DWELLING UNITS 85
GROSS SF. (+ROOF DECK) ( 83,840)  SF.
GROSS RES. SF ( 83,092)  SF.
(NET RES. SF.) ( 55,906)  SF.

QTY.
STUDIO 29 34.1%
ONE BEDROOM 47 55.3%
TWO BEDROOM 9 10.6%

PROGRAM: RESIDENTIAL BUILDING "NEW"
QTY. SF.
STORIES 3
TOTAL DWELLING UNITS 25
GROSS SF. (+GARAGE) ( 24,172)  SF.
GROSS RES. SF ( 20,499)  SF.
(NET RES. SF.) ( 18,295)  SF.

QTY.
ONE BEDROOM 10 40.0%
TWO BEDROOM 15 60.0%

PARKING
SURFACE: SPACES / SF 18
ROOF DECKS ( 1,483)    SF.

HISTORIC BUILDING PARKING REDUCTION = 40%

PARKING - LOCAL REQUIREMENTS

NEW BUILDING
- STUDIO: 29 UNITS x 1.25 SPACES/UNIT = 36.25 → 36 SPACES
- 1 BEDROOM: 47 UNITS x 1.33 SPACES/UNIT = 62.51 → 63 SPACES
- 2 BEDROOM: 9 UNITS x 1.66 SPACES/UNIT = 14.94 → 15 SPACES
- TOTAL SPACES REQUIRED: 114
- CITY OF HOUSTON HISTORIC BUILDING PARKING REDUCTION = 40%
- SPACES REQUIRED (AFTER PARKING REDUCTION): 68.4 → 68 SPACES

PARKING - PROVIDED
- TOTAL OFF-STREET: 112 SPACES
- TOTAL ACCESSIBLE: 8 SPACES
- OF THE 8 ACCESSIBLE SPACES, 4 ARE VAN SPACES.

LEGEND

ACCESSIBLE ROUTE

UNDERGROUND STORMWATER DETENTION

SITE:
2.634 ACRES
UNDERGROUND STORMWATER DETENTION

PROGRAM: RESIDENTIAL BUILDING "NEW"
Fwd: St Elizabeth Offsite Costs

Sarah Andre <sarah@structuretexas.com>
To: Isabelle Atkinson <isabelle@structuretexas.com>

Sarah Andre
Structure Development
702 San Antonio Street
Austin, TX 78701
512/698-3369

---------- Forwarded message ----------
From: Sarah Andre <sarah@structuretexas.com>
Date: Mon, Mar 26, 2018 at 5:38 PM
Subject: Re: St Elizabeth Offsite Costs
To: Ken Stanley <KStanley@sshinc.net>

Ok, thank you.

Sarah Andre
Structure Development
702 San Antonio Street
Austin, TX 78701
512/698-3369

On Mon, Mar 26, 2018 at 5:37 PM, Ken Stanley <KStanley@sshinc.net> wrote:

No, I think that was it.

Ken Stanley P.E.
Principal
Stanley Spurling & Hamilton Inc.

www.sshinc.net

From: Sarah Andre <sarah@structuretexas.com>
Sent: Monday, March 26, 2018 5:21 PM
To: Ken Stanley <KStanley@sshinc.net>
Subject: Re: St Elizabeth Offsite Costs

Ok thanks. Is there anything I missed or overlooked? That is what I have in the notes from our conversations.

Sarah Andre
Structure Development
702 San Antonio Street
Austin, TX 78701
512/698-3369

On Mon, Mar 26, 2018 at 5:15 PM, Ken Stanley <KStanley@sshinc.net> wrote:

Sarah,

Your understanding is correct. Perhaps I should have used different wording in the report. I did not consider $88,859.00 to be a significant cost item in comparison to the overall project budget.

Ken Stanley P.E.
Principal
Stanley Spurling & Hamilton Inc.
www.sshinc.net
Hi Ken,

St. Elizabeth is under review by TDHCA. One question they have is about our offsite costs. Specifically, their inquiry asks the following:

1. Feasibility Report says no significant offsite work is required but Off-Site Cost Breakdown in application, signed by the engineer that provided the report, says $88,859 of work is needed. Provide explanation from the engineer detailing the nature of the work.

The costs we have listed are as follows:

- Offsite Concrete $25,000
- Storm Drains and Devices $15,000
- Water and Fire Hydrants $15,000
- Off-Site Utilities $18,000
- Sewer Laterals $10,000
- Off-Site Paving $5,859

It is my understanding based on our team conversations that these costs are for the physical infrastructure needed to tie in to existing utility services including water, wastewater, storm water and electrical service as well as replace old hydrants, and to dig into and re-pave city streets and sidewalks, as necessary for this work. Can you please elaborate on this and/or confirm for TDHCA that my understanding is correct?

Thanks. Any details you can provide are appreciated.

Sarah Andre
Structure Development
702 San Antonio Street
Austin, TX 78701
512/698-3369
Experience and Material Participation for St. Elizabeth Place

St. Elizabeth Place is a partnership between a local nonprofit organization – Fifth Ward Community Redevelopment Corporation, and a private development company – Cloudbreak Development II, LLC. Both organizations have substantial experience that will benefit St. Elizabeth Place. Cloudbreak Development II, LLC is providing the Experience Certificate and acting as co-developer for the project. Fifth Ward is the Qualified Non Profit and will also act as co-developer and long term owner.

Fifth Ward Community Redevelopment Corporation (FWCRC)

Fifth Ward residents, business owners, ministers, educators and civic leaders founded Fifth Ward in 1989. Fifth Ward CRC is dedicated to the collaborative fostering of holistic community development and works with the community to support a positive future by providing support for real estate development, home ownership promotion and preservation, and community and supportive services. Fifth Ward CRC has repaired more than 1,000 single-family homes in the area and has participated in a number of commercial developments. Since inception the organization has built more than 300 single-family homes and 336 apartment units. Most recently, Fifth Ward CRC completed the redevelopment of the DeLuxe Theater through partnerships with the City of Houston as well as Texas Southern University. Fifth Ward CRC has also assembled and acquired land for both the Houston Housing Authority (3 acres) and Legacy Community Health (1.5 acres) to support new Lyons Avenue Renaissance Development projects.

The organization is led by Kathy Flanagan-Payton who has shown the ability to leverage strategic partnerships to execute economic and real estate development projects in the neighborhood for more than 23 years. Additionally, the Board of Directors comprises key leaders in the corporate and philanthropic community.

MATERIAL PARTICIPATION

Fifth Ward Community Redevelopment Corporation will materially participate in the development by acting as the 70% owner of St. Elizabeth Place GP, LLC – the General Partner. FWCRC will be involved throughout the extended use period as the General Partner. FWCRC will be the long-term owner of the project and will have input into all day to day operational decisions of St. Elizabeth Place. FWCRC will review all audits, interact with management, and maintain a positive relationship with the City of Houston, as the borrower of local funds for the project.

Cloudbreak Development II, LLC will ensure that construction finance and the implementation of the project occurs in a timely manner. Their services will include attendance at construction meetings, site inspections, construction budget development and adherence, and the maintenance of a clear line of communication between the architectural team and construction contractors. They will coordinate all compliance submittals to TDHCA throughout the construction process and oversee the final inspection. After occupancy, they will also monitor the project, review audits and work with the lenders and investors to maintain a compliant property.
Form must be completed separately for each entity (i.e. person, organization, etc.) that has or will have a controlling interest or oversight in the contract, award, agreement, or ownership transfer being considered. This form should also be completed for each board member, individual with signature authority, executive director, or elected official that represents the person/entity (as applicable).

| Person/Role: | Cloudbreak Development II, LLC/Co-Developer and Co-Owner |
| Email Address: | rbishop@cantwell-anderson.com |
| City & State of Home Addr: | Pasadena, CA |
| Applicant Legal Name: | St. Elizabeth Place, LP |

1. List experience with all TDHCA rental development programs (including: HTC, HTC Exchange, Direct Loan (HOME, TCAP, RHD), and BOND) that you have controlled at any time.

   X By selecting this box I certify that I have no prior experience with any TDHCA administered affordable rental program.

<table>
<thead>
<tr>
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2. Identify all Community Affairs and Single Family department programs that you have participated in within the last three(3) years by placing an "x" next to the program name.

   X By selecting this box I certify that I have no prior experience with any TDHCA Single Family or Community Affairs Programs.

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Scoring Notice
RE: 2018 Competitive Housing Tax Credit (HTC) Application for St. Elizabeth Place, TDHCA Number: 18020

The Texas Department of Housing and Community Affairs has completed its program review of the Application referenced above as further described in the 2018 Qualified Allocation Plan (“QAP”). This scoring notice provides a summary of staff’s assessment of the application’s score. The notice is divided into several sections.

Section 1 of the scoring notice provides a summary of the score requested by the Applicant followed by the score staff has assessed based on the Application submitted. You should note that six scoring items are not reflected in this scoring comparison but are addressed separately.

Section 2 of the scoring notice includes each of the six scoring criteria for which points could not be requested by the Applicant in the application self-score form and include: §11.9(c)(8) Readiness to Proceed in Disaster Impacted Counties, §11.9(d)(1) Local Government Support, §11.9(d)(4) Quantifiable Community Participation, §11.9(d)(5) Community Support from State Representative, §11.9(d)(6) Input from Community Organizations, and §11.9(d)(7) Concerted Revitalization Plan.

Section 3 provides information related to any point deductions assessed under §11.9(f) of the QAP or §10.201(7)(A) of the Uniform Multifamily Rules.

Section 4 provides the final cumulative score in bold.

Section 5 includes an explanation of any differences between the requested and awarded score as well as any penalty points assessed.

The scores provided herein are merely informational at this point in the process and may be subject to change. For example, points awarded under §11.9(e)(4) “Leveraging of Private, State, and Federal Resources”, 11.9(b)(1)(A) "Unit Sizes", 11.9(b)(1)(B) "Unit and Development Features", 11.9(c)(1) "Income Levels of Tenants", 11.9(c)(2) "Rent Levels of Tenants", 11.9(e)(1) "Financial Feasibility", 11.9(e)(3) "Pre-Application Participation", and may be adjusted should the underwriting review result in changes to the Application that would affect these scores. If a scoring adjustment is necessary, staff will provide the Applicant a revised scoring notice.

Be further advised that if the Applicant failed to properly disclose information in the Application that could have a material impact on the scoring information provided herein, the score included in this notice may require adjustment and/or the Applicant may be subject to other penalties as provided for in the Department’s rules.

This scoring notice is provided by staff at this time to ensure that an Applicant has sufficient notice to exercise any appeal process provided under §10.902 of the Uniform Multifamily Rules. All information in this scoring notice is further subject to modification, acceptance, and/or approval by the Department’s Governing Board. If the score of an Application changes, a revised scoring notice will be provided to the Applicant.
Score Requested by Applicant (Not including points for §11.9(c)(8) or (d)(1), (4), (5), (6) or (7) of the 2018 QAP): 121
Score Awarded by TDHCA (Not including points for §11.9(c)(8) or (d)(1), (4), (5), (6) or (7) of the 2018 QAP): 121
Difference between Requested and Awarded: 0

Section 2:
Points Awarded for §11.9(c)(8) Readiness to Proceed: 5
Points Awarded for §11.9(d)(1) Local Government Support: 17
Points Awarded for §11.9(d)(4) Quantifiable Community Participation: 8
Points Awarded for §11.9(d)(5) Community Support from State Representative: 8
Points Awarded for §11.9(d)(6) Input from Community Organizations: 0
Points Awarded for §11.9(d)(7) Concerted Revitalization Plan: 7

Section 3:
Points Deducted for §11.9(f) of the QAP or §10.201(7)(A) of the Uniform Multifamily Rules: 0

Section 4:
Final Score Awarded to Application by Department staff (Including all points): 166

Explanation for difference between points requested and points awarded by the Department as well as penalties assessed:

NA

Restrictions and requirements relating to the filing of an appeal can be found in §10.902 of the Uniform Multifamily Rules. If you wish to appeal this scoring notice, you must file your appeal with the Department no later than 5:00 p.m. Austin local time, Wednesday, May 16, 2018. If an appeal is denied by the Executive Director, an Applicant may appeal to the Department's Board.

In an effort to increase the likelihood that Board appeals related to scoring are heard at the Board meeting, the Department has provided an Appeal Election Form for all appeals submitted to the Executive Director. If an appeal is denied by the Executive Director, the Applicant is able to request that the appeal automatically be added to the Board agenda.

If you have any concerns regarding potential miscalculations or errors made by the Department, please contact Sharon Gamble at (512) 936-7834 or by email at sharon.gamble@tdhca.state.tx.us.

Sincerely,

Sharon D. Gamble
Sharon D. Gamble
Competitive HTC Program Administrator
The Texas Department of Housing and Community Affairs has completed its program review of the Application referenced above as further described in the 2018 Qualified Allocation Plan ("QAP"). This scoring notice provides a summary of staff’s assessment of the application’s score. The notice is divided into several sections.

Section 1 of the scoring notice provides a summary of the score requested by the Applicant followed by the score staff has assessed based on the Application submitted. You should note that four scoring items are not reflected in this scoring comparison but are addressed separately.

Section 2 of the scoring notice includes each of the six scoring criteria for which points could not be requested by the Applicant in the application self-score form and include: §11.9(c)(8) Readiness to Proceed in Disaster Impacted Counties, §11.9(d)(1) Local Government Support, §11.9(d)(4) Quantifiable Community Participation, §11.9(d)(5) Community Support from State Representative, §11.9(d)(6) Input from Community Organizations, and §11.9(d)(7) Concerted Revitalization Plan.

Section 3 provides information related to any point deductions assessed under §11.9(f) of the QAP or §10.201(7)(A) of the Uniform Multifamily Rules.

Section 4 provides the final cumulative score in bold.

Section 5 includes an explanation of any differences between the requested and awarded score as well as any penalty points assessed.

The scores provided herein are merely informational at this point in the process and may be subject to change. For example, points awarded under §11.9(e)(4) “Leveraging of Private, State, and Federal Resources”, 11.9(b)(1)(A) "Unit Sizes", 11.9(b)(1)(B) "Unit and Development Features", 11.9(c)(1) "Income Levels of Tenants", 11.9(c)(2) "Rent Levels of Tenants", 11.9(e)(1) "Financial Feasibility", 11.9(e)(3) "Pre-Application Participation", and may be adjusted should the underwriting review result in changes to the Application that would affect these scores. If a scoring adjustment is necessary, staff will provide the Applicant a revised scoring notice.

Be further advised that if the Applicant failed to properly disclose information in the Application that could have a material impact on the scoring information provided herein, the score included in this notice may require adjustment and/or the Applicant may be subject to other penalties as provided for in the Department’s rules.

This scoring notice is provided by staff at this time to ensure that an Applicant has sufficient notice to exercise any appeal process provided under §10.902 of the Uniform Multifamily Rules. All information in this scoring notice is further subject to modification, acceptance, and/or approval by the Department’s Governing Board. If the score of an Application changes, a revised scoring notice will be provided to the Applicant.
### Page 2 of Final Scoring Notice: 18020, St. Elizabeth Place

**Section 1:**

Score Requested by Applicant (Not including points for §11.9(c)(8) or (d)(1), (4), (5), (6) or (7) of the 2018 QAP): 121

Score Awarded by TDHCA (Not including points for §11.9(c)(8) or (d)(1), (4), (5), (6) or (7) of the 2018 QAP): 119

Difference between Requested and Awarded: 2

### Section 2:

| Points Awarded for §11.9(c)(8) Readiness to Proceed: | 5 |
| Points Awarded for §11.9(d)(1) Local Government Support: | 17 |
| Points Awarded for §11.9(d)(4) Quantifiable Community Participation: | 8 |
| Points Awarded for §11.9(d)(5) Community Support from State Representative: | 8 |
| Points Awarded for §11.9(d)(6) Input from Community Organizations: | 0 |
| Points Awarded for §11.9(d)(7) Concerted Revitalization Plan: | 7 |

### Section 3:

Points Deducted for §11.9(f) of the QAP or §10.201(7)(A) of the Uniform Multifamily Rules: 0

### Section 4:

**Final Score Awarded to Application by Department staff (Including all points):** 164

### Section 5:

**Explanation for difference between points requested and points awarded by the Department as well as penalties assessed:**

§11.9(b)(2) Sponsor Characteristics. The Application does not include evidence of the nonprofit's experience in the housing industry. (Possible points 2, Awarded 0)

Restrictions and requirements relating to the filing of an appeal can be found in §10.902 of the Uniform Multifamily Rules. If you wish to appeal this scoring notice, you must file your appeal with the Department no later than 10:00 a.m. Austin local time, Friday, April 20, 2018. If an appeal is denied by the Executive Director, an Applicant may appeal to the Department's Board.

In an effort to increase the likelihood that Board appeals related to scoring are heard at the Board meeting, the Department has provided an Appeal Election Form for all appeals submitted to the Executive Director. In the event an appeal is denied by the Executive Director, the Applicant is able to request that the appeal automatically be added to the Board agenda.

If you have any concerns regarding potential miscalculations or errors made by the Department, please contact Sharon Gamble at (512) 936-7834 or by email at sharon.gamble@tdhca.state.tx.us.

Sincerely,

*Sharon D. Gamble*

Sharon D. Gamble

Competitive HTC Program Administrator
RFAD
April 30, 2018

Via Electronic Mail and Hand Delivery

Texas Department of Housing and Community Affairs
Attn.: Ms. Marni Holloway, Dir of Multifamily Finance
Attn.: Ms. Sharon Gamble, 9% HTC Program Administrator
221 East 11th Street
Austin, Texas 78701

RE: St. Elizabeth Place, TDHCA #18020
Third Party Request for Administrative Deficiency

Dear Ms. Holloway and Gamble:

We represent the applicant for Fairmont Seniors, TDHCA #18339. On behalf of our client and in accordance with Section 11.10 of the 2018 QAP, our client is requesting that staff consider whether the matters described in this letter and supporting documentation should be the subject of one or more Administrative Deficiencies. A copy of this request is being delivered concurrently to a representative for Application #18020.

The fee for this request accompanies this request in the form of a check from our client.

The Rules

Section 10.203 of the Uniform Multifamily Rules (the "Rules") requires notification of a proposed development to be given to certain public officials in connection with filing an application. In the 9% competitive housing tax credit program, Section 11.8(b)(2) of the Qualified Allocation Plan (the “QAP”) states that if a pre-application is filed, the notification must be given prior to filing the pre-application. Language in Section 11.8(b)(2) of the QAP is virtually identical to language in Section 10.203 of the Rules as to the persons to be notified and the contents of the notification. Section 10.203 of the Rules includes one additional, and important, provision:
...should a change in elected official occur between the submission of a pre-application and the submission of an Application, Applicants are required to notify the newly elected (or appointed) official no later than the Full Application Delivery Date.

The Facts

As of early January, when the pre-application for St. Elizabeth Place was filed, the President of the Board of Trustees for the Houston Independent School District (“HISD”) was Wanda Adams. On January 18, 2018, Rhonda Skillern-Jones was elected President of the Board of Trustees, to replace Ms. Adams. See Exhibit A for minutes of the HISD Board, recording the election. Pursuant to the mandate in Section 10.203 of the Rules, cited above, this change necessitates a notification to Ms. Skillern-Jones prior to the Full Application Delivery Date.

A public information request submitted to HISD indicates that the applicant for St. Elizabeth Place did not notify Ms. Skillern-Jones prior to submitting its application on March 1, 2018. HISD was asked for “[a]ny written notification addressed to Rhonda Skillern-Jones, President of HISD transmitted from January 1, 2018 through and including March 1, 2018 informing Ms. Jones that an applicant is making application for housing tax credits with the Texas Department of Housing and Community Affairs....” In response to this request, HISD delivered the letter attached as Exhibit B, addressed to Ms. Adams. There was no additional letter to Ms. Skillern-Jones dated after January 18, 2018. See attached certification from Application #18020, indicating that no additional notifications were made. By contrast, the public information request revealed that other applicants with proposed developments in the HISD attendance zone notified Ms. Skillern-Jones after January 18, 2018.

Request for Administrative Deficiency

Our client questions whether the applicant for St. Elizabeth Place failed to notify the President of the HISD Board of Trustees, when the person holding that position changed between the filing of the pre-application and the application. If so, such failure should be deemed a failure to meet a threshold requirement.
Closing

Thank you for your consideration in this request. If you require any further information or clarification, please feel free to contact us.

Sincerely,

Cynthia L. Bast

cc: Nantucket Housing, LLC
Matt Fuqua
Nathan Kelley

Exhibit A – Minutes of HISD Board dated January 18, 2018
Exhibit B – Notification Letter to Ms. Wanda Adams
Exhibit C – Certification of Notifications
Exhibit A

Minutes of HISD Board
January 18, 2018
MINUTES OF THE REGULAR MEETING
BOARD OF EDUCATION
HOUSTON INDEPENDENT SCHOOL DISTRICT

January 18, 2018

MEETING HELD - MEMBERS PRESENT

The Board of Trustees of the Houston Independent School District (HISD) held a Regular Meeting on January 18, 2018, beginning at 2:05 PM in the Board Services Conference Room of the Hattie Mae White Educational Support Center, 4400 West 18th St., Houston, TX 77092.

<table>
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<tr>
<th>Attendee Name</th>
<th>Title</th>
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<td>Rhonda Skillern-Jones</td>
<td>District II Trustee</td>
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<tr>
<td>Wanda Adams</td>
<td>President and District IX Trustee</td>
<td>Present</td>
</tr>
<tr>
<td>Jolanda Jones</td>
<td>District IV Trustee</td>
<td>Present</td>
</tr>
<tr>
<td>Diana Davila</td>
<td>District VIII Trustee</td>
<td>Present</td>
</tr>
<tr>
<td>Holly Maria Flynn Vilaseca</td>
<td>District VI Trustee</td>
<td>Present</td>
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<tr>
<td>Anne Sung</td>
<td>District VII Trustee</td>
<td>Present</td>
</tr>
<tr>
<td>Elizabeth Santos</td>
<td>District I Trustee</td>
<td>Present</td>
</tr>
<tr>
<td>Sergio Lira</td>
<td>District III Trustee</td>
<td>Present</td>
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<tr>
<td>Susan Deigaard</td>
<td>District V Trustee</td>
<td>Present</td>
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ADJOURNMENT TO EXECUTIVE SESSION

The Board adjourned to closed or executive session at 2:05 p.m. under Section D of Chapter 551 of Texas Government Code, Open Meetings Act, Subsections 551.071, 551.072, 551.073, 551.074, 551.076, 551.082, 551.083, and 551.084 for the purposes stated in the notice of this meeting. If any final action, vote or decision on any matter considered in the closed session shall be required, such final action, vote or decision shall be taken at the open meeting covered by this notice upon the reconvening of this public meeting or at a subsequent meeting of the Board upon notice thereof.

RECONVENCED IN OPEN SESSION IN THE BOARD AUDITORIUM

President Adams called to order the Regular Meeting of the Board of Education of the Houston Independent School District and declared the Board convened to consider matters pertaining to the Houston Independent School District as listed on the duly posted meeting notice.

MEDITATION AND PLEDGE OF ALLEGIANCE TO THE FLAG

Cadet Raul Galvan, a senior at High School for Law and Justice led the Pledge of Allegiance and honors to the Texas flag.
SPECIAL RECOGNITIONS
School Board Recognition Month presented by Cody Holder with County Commissioner
Jack Cagle’s office

Employee of the Month Presentation for February 2018, Rita Redix, Gallegos
Elementary School

President’s Award to Business Operations

ELECTION OF OFFICERS
Speaker
Ben Becker

Board President
Trustee Davila nominated Rhonda Skillern-Jones for Board President. Trustee Jones
seconded the nomination. There were no other nominations and Trustee Skillern-Jones
was elected President unanimously 9-0.

First Vice President
Trustee Santos nominated Jolanda Jones for First Vice President. Trustee Davila
seconded the nomination. There were no other nominations and Trustee Jones was
elected First Vice President unanimously 9-0.

Second Vice President
Trustee Skillern-Jones nominated Anne Sung for Second Vice President. Trustee
Davila seconded the nomination. There were no other nominations and Trustee Sung
was elected Second Vice President unanimously. 9-0.

Secretary
Trustee Jones nominated Sergio Lira for Secretary. Trustee Davila seconded the
nomination. There were no other nominations and Trustee Lira was elected Secretary
unanimously 9-0.

Assistant Secretary
Trustee Sung nominated Holly Maria Flynn Vilaseca as Assistant Secretary. Trustee
Santos seconded the nomination. There were no other nominations and Trustee Flynn
Vilaseca was elected Assistant Secretary unanimously 9-0.
MEETING RECESSED

President Skillern-Jones called for a brief recess at 5:49 p.m. in order to provide the Office of Board Services an opportunity to rearrange the seating arrangements for the newly elected officers.

MEETING RECONVENED

President Skillern-Jones reconvened the meeting at 6:00 p.m.

President Skillern-Jones presented Ms. Adams with an engraved plaque as outgoing Board President.

HEARING OF CITIZENS

• Roberto Centeno
• Deborah Mosichuk
• Sarah Terrell
• Jane Friou
• Karina Quesada-Leon
• Mindy Wilson
• Cynthia Cage
• Daniel Santos
• Yen Rabe
• Aaron McCloud
• Sarah Becker

A. SUPERINTENDENT’S PRIORITY ITEMS

A-1. Approval Of Personal Services Performed By The Superintendent, Including Speaking Engagements, Panel Discussions, Workshops, Etc., In Accordance With Texas Education Code Section 11.201(E)


• Achieve 180 Monthly Report
• Kashmere Gardens Elementary School Presentation
• Key Middle School Presentation

A-3. Board Monitoring Update: Presentation Of Goal 1 Progress Measure 1.2 And Goal 3 Progress Measure 3.1

• January 2018 Goals And GPM Update
• Goal Monitoring Report - January 2018

Any supplemental information to Agenda Items may be found in the Meeting Folder of this date located in the Office of Board Services, Houston Independent School District.
B. TRUSTEE ITEMS


NO ACTION TAKEN

B-2. Approval Of The Board's Quarterly Self-Evaluations, Time Use Tracker, And Quarterly Progress Tracker In Accordance With The Texas Education Agency Implementation Integrity Instrument

RESULT: APPROVED [7 TO 2]
MOVER: Wanda Adams, District IX Trustee
SECONDER: Anne Sung, District VII Trustee
AYES: Skilern-Jones, Adams, Davila, Flynn Vilaseca, Sung, Lira, Deigaard
NAYS: Jones, Santos

C. CLOSED SESSION

C-1. Personnel

a. Deliberate the duties of the superintendent of schools, chief officers, assistant superintendents, principals, employees, chief audit executive, and board members; evaluations of the superintendent and chief audit executive, consideration of compensation, and contractual provisions.

b. Consider and approve proposed appointments, reassignments, proposed terminations, terminations/suspensions, contract lengths, proposed nonrenewals, renewals, and resignations/retirements of personnel including teachers, assistant principals, principals, chief officers, assistant superintendents, and other administrators, and, if necessary, approve waiver and release and compromise agreements.

On motion by Trustee Santos, seconded by Trustee Davila the recommendation that the Board approve a finding of no good cause for educators to resign or abandon employment contracts without District consent under Sections 21.105(c); 21.160(c), or 21.210(c) of the Texas Education Code as discussed in closed session, effective January 19, 2018, and authorize the Superintendent or his designee to submit a written complaint to SBEC to impose sanctions was approved.
RESULT: APPROVED [8 TO 0]  
MOVER: Elizabeth Santos, District I Trustee  
SECONDER: Diana Davila, District VIII Trustee  
AYES: Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard  
ABSTAIN: Skillem-Jones

On motion by Trustee Santos, seconded by Trustee Davila the recommendation that the Board approve terminations of probationary contracts and proposed nonrenewals of term contracts and authorize the superintendent to provide notice of same, as discussed in closed session, effective January 19, 2018 was approved.

RESULT: APPROVED [8 TO 0]  
MOVER: Elizabeth Santos, District I Trustee  
SECONDER: Diana Davila, District VIII Trustee  
AYES: Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard  
ABSTAIN: Skillem-Jones

   c. Hear complaints against and deliberate the appointment, evaluation and duties of public officers or employees and resolution of same.

C-2. Legal Matters
   a. Matters on which the district's attorney's duty to the district under the Code of Professional Responsibility clearly conflicts with the Texas Open Meetings Law
   b. Pending or contemplated litigation matters and status report
   c. Update in the matter of Richard Patton v. Houston Independent School District; in the 295th Judicial District Court; Cause No. 2016-51917
   d. Consideration and approval of a limited waiver of an attorney-client privileged letter dated May 18, 2015 from Attorney Michelle Morris related to the matter of Richard Patton v. Houston Independent School District; in the 295th Judicial District Court; Cause No. 2016-51917

On motion by Trustee Santos, seconded by Trustee Davila the recommendation that the Board approve a limited waiver of an attorney-client privileged letter dated May 18, 2015, on the terms...
discussed in closed session, effective January 19, 2018 was approved.

```
RESULT: APPROVED [8 TO 0]
MOVER: Elizabeth Santos, District I Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard
ABSTAIN: Skillern-Jones
```

e. Status update and possible action in the matter of Reba Carter, et al. v. HISD; in the U.S. District Court for the Southern District of Texas, Houston Division; Civil Action No. 4:14-CV-01390 **NO ACTION TAKEN**

f. Discussion and possible action in the matter of Houston Independent School District v. Texas Workforce Commission; in Travis County, Texas; Cause No. D-1-GN-000534 **NO ACTION TAKEN**

g. Consideration and authority to settle the matter of Oscar Galaviz v. Houston Independent School District; in the 11th Judicial District of Harris County, Texas; Cause No. 2017-15836

On motion by Trustee Santos, seconded by Trustee Davila the recommendation that the Board authorize the District's attorneys to settle the matter of Oscar Galaviz v. Houston Independent School District; in the 11th Judicial District of Harris County, Texas; Cause No. 2017-15836, on the terms discussed in closed session, effective January 19, 2018 was approved.

```
RESULT: APPROVED [8 TO 0]
MOVER: Elizabeth Santos, District I Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard
ABSTAIN: Skillern-Jones
```

h. Consideration and approval of Confidential Settlement Agreement and Release of All Claims regarding Kaleb D. b/n/f Karen D. v. Houston Independent School District; before a Section 504 Hearing Officer

On motion by Trustee Santos, seconded by Trustee Davila the recommendation that the Board authorize the District's attorneys to settle the matter of Kaleb D. b/n/f Karen D. v. Houston Independent School District; before a Section 504 Hearing Officer, on the terms
discussed in closed session, effective January 19, 2018 was approved.

RESULT: APPROVED [8 TO 0]
MOVER: Elizabeth Santos, District I Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard
ABSTAIN: Skilern-Jones

i. Update regarding Hurricane Harvey claims

C-3. Real Estate

D. ACADEMIC SERVICES

D-1. Approval Of Current And Anticipated Donations For Districtwide And School-Specific Programs And Authorization To Negotiate, Execute, And Amend Necessary Contracts Associated With These Donations

Approved by Consensus

RESULT: APPROVED [UNANIMOUS]
MOVER: Holly Maria Flynn Vilaseca, District VI Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Skilern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

D-2. Acceptance Of Grant Funds In Support Of Districtwide And School-Specific Programs And Authorization To Negotiate And Execute Contracts Required Under The Grants

Approved by Consensus

RESULT: APPROVED [UNANIMOUS]
MOVER: Holly Maria Flynn Vilaseca, District VI Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Skilern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

D-3. Approval Of Resolution Of The Board Of Education To Approve Campus Turnaround Plans For Year Two Improvement Required Campuses

Speaker

Gerry Monroe

Any supplemental information to Agenda Items may be found in the Meeting Folder of this date located in the Office of Board Services, Houston Independent School District.
RESULT:  APPROVED [UNANIMOUS]
MOVER:  Wanda Adams, District IX Trustee
SECONDER:  Diana Davila, District VIII Trustee
AYES:  Skillern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

E.  SCHOOL OFFICES – NO ITEMS

F.  STUDENT SUPPORT – NO ITEMS

G.  HUMAN RESOURCES – NO ITEMS

H.  BUSINESS OPERATIONS

H-1.  Ratification Of Use Of The Tax Increment Reinvestment Zone Fund For The Leveling And Drainage Repairs Of The Sports Field At Carter Woodson K–8 School

Approved by Consensus

RESULT:  APPROVED [UNANIMOUS]
MOVER:  Holly Maria Flynn Vilaseca, District VI Trustee
SECONDER:  Diana Davila, District VIII Trustee
AYES:  Skillern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

I.  FINANCE

I-1.  Approval Of Vendor Awards For Purchases Over $100,000 And Ratification Of Vendor Awards For Purchases Under $100,000

RESULT:  APPROVED [7 TO 2]
MOVER:  Wanda Adams, District IX Trustee
SECONDER:  Anne Sung, District VII Trustee
AYES:  Skillern-Jones, Adams, Flynn Vilaseca, Sung, Santos, Lira, Deigaard
NAYS:  Jones, Davila

I-2.  Approval Of Resolution Declaring Intention To Reimburse Project Expenditures

Approved by Consensus
HISD Regular Meeting Board of Trustees – January 18, 2018

RESULT: APPROVED [UNANIMOUS]
MOVER: Holly Maria Flynn Vilaseca, District VI Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Skilern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

I-3. Approval To Negotiate And Execute A Contract For Onsite Benefits Administration Services

Approved by Consensus

RESULT: APPROVED [UNANIMOUS]
MOVER: Holly Maria Flynn Vilaseca, District VI Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Skilern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

I-4. Adoption Of Penalty On Tax Year 2017 Delinquent Taxes For The Houston Independent School District In Accordance With Section 33.07 Of The Texas Property Tax Code

Approved by Consensus

RESULT: APPROVED [UNANIMOUS]
MOVER: Holly Maria Flynn Vilaseca, District VI Trustee
SECONDER: Diana Davila, District VIII Trustee
AYES: Skilern-Jones, Adams, Jones, Davila, Flynn Vilaseca, Sung, Santos, Lira, Deigaard

J. OTHER – NO ITEMS

K. POLICY

K-1. Proposed Revisions To Board Policy CAA(LOCAL), Fiscal Management Goals And Objectives: Financial Ethics—First Reading

Speaker

Gerry Monroe

Approved by Consensus

Any supplemental information to Agenda Items may be found in the Meeting Folder of this date located in the Office of Board Services, Houston Independent School District.
L. SUPERINTENDENT'S INFORMATION ITEMS

ADJOURNMENT

There being no further business, the meeting adjourned at 9:15 p.m.

MINUTES APPROVED

The foregoing minutes of the Regular Meeting of the Board of Education of the Houston Independent School District held on January 18, 2018 the Board Auditorium of the Hattie Mae White Educational Support Center of the Houston Independent School District, 4400 West 18th Street, Houston, Texas, were duly approved at a Special meeting held on February 1, 2018.

Rhonda Skillem-Jones
Board of Education, President
Houston Independent School District

Sergio Lira
Board of Education, Secretary
Houston Independent School District

Any supplemental information to Agenda Items may be found in the Meeting Folder of this date located in the Office of Board Services, Houston Independent School District.
Exhibit B

Notification Letter to
Ms. Wanda Adams
St. Elizabeth Place, LP  
c/o Fifth Ward Community Redevelopment Corporation  
4300 Lyons Suite 300 · Houston, TX 77020  
office (713) 674-0175

January 8, 2018

Presiding Officer of Board of Trustees Wanda Adams  
Houston Independent School District  
4400 West 18th Street  
Houston, Texas 77092

Dear Ms. Adams:

St. Elizabeth Place, LP, is making an application for 2018 9% Housing Tax Credit Program with the Texas Department of Housing and Community Affairs (TDHCA) for St. Elizabeth Place, to be located at 4514 Lyons Avenue, Houston, Harris County. The proposed development will be an apartment community, and consists of both new Construction and Adaptive Reuse of the Historic St. Elizabeth Hospital and Convent. The development will contain 160 units, 120 of which will be for low-income tenants.

In the spring, TDHCA will hold public hearings in various locations around the state to gather input on Competitive Housing Tax Credit applications; comments can be made on any and all applications at each hearing. The hearing schedule along with contact information for written public comment will be posted on TDHCA’s Public Comment Center website later this year (http://http://www.tdhca.state.tx.us/public-comment.htm).

In accordance with TDHCA’s rules, we are required to state that not all aspects of the development are final. Project details such as the architecture, building materials, and final amenities are in the design phase and are subject to change.

Sincerely,

Jessica Thompson  
Authorized Representative of St. Elizabeth Place, LP  
Vice President of Real Estate Development  
jthompson@fifthwardcrc.org
Exhibit C

Certification of Notifications
CERTIFICATION OF NOTIFICATIONS (ALL PROGRAMS)

Pursuant to §10.203 of the Uniform Multifamily Rules, evidence of notifications includes this sworn affidavit, and the Elected Officials and Neighborhood Organizations Forms. All Applicants, or persons with signing authority, must complete Part 1 or Part 2 below:

Part 1. [ ] Notifications made at Pre-Application (Competitive HTC only):
I (We) certify that the pre-application included evidence of these notifications pursuant to §10.203 of the Uniform Multifamily Rules, the pre-application met all threshold requirements, and no additional notifications were required with this full application.

[ ] Re-notifications made at Application (Competitive HTC only):
The pre-application for this full Application met all threshold requirements, but all required entities were re-notified as required by §10.203 of the Uniform Multifamily Rules. As applicable, all changes in the application have been made on the Elected Officials and/or Neighborhood Organizations Form(s).

[ ] Notifications made at Application:
No pre-application was submitted, and all required entities were notified as required by §10.203 of the Uniform Multifamily Rules.

Part 2. Notifications - Form and Content:
[ ] I (we) certify that the notifications are not older than 3 months from the first day of the Application Acceptance Period for Competitive HTC Applications and not older than three (3) months prior to the date Parts 5 and 6 of the Application are submitted for Tax Exempt Bond Developments, and not older than three (3) months prior to the date the Application is submitted for all other Applications.

[ ] I (we) certify that the notifications do not contain any false or misleading statements. Without limiting the generality of the foregoing, the notification does not create the impression that the proposed Development will serve a Target Population exclusively or as a preference without such targeting or preference being documented in the Application and is or will be in full compliance with all applicable state and federal laws, including state and federal fair housing laws.

[ ] I (we) certify that the notifications or any other communications do not contain any statement that violates Department rules, statute, code, or federal requirements.

[ ] I (We) certify that, in addition to all of the required neighborhood organizations, the following entities were notified in accordance with §10.203 of the Multifamily Uniform Rules. The notifications were in the format provided in the Application Notification Template. All of the following entities were notified and are correctly listed on the Elected Officials Form and Neighborhood Organizations Form:
- Superintendent of the school district containing the Development;
- Presiding officer of the board of trustees of the school district containing the Development;
- Mayor of any municipality containing the Development;
- All elected members of the Governing Body of any municipality containing the Development;
- Presiding officer of the Governing Body of the county containing the Development;
- All elected members of the Governing Body of the county containing the Development;
- State senator of the district containing the Development; and
- State representative of the district containing the Development.

[ ] While not required to be submitted in this Application, I have kept evidence of all notifications made and this evidence may be requested by the Department at any time during the Application review.

Part 3. [ ] No Neighborhood Organizations exist (Competitive HTC only):

Part 4. Certification

By: [Signature of Applicant/Development Owner]

Date: 2/23/18

Jessica Thompson
Printed Name
CERTIFICATION OF NOTIFICATIONS (continued)

Texas
Notary Public, State of

Harris
County of

5/11/2021
My Commission expires

ERIN D. JONES
My Notary ID # 129408773
Expires May 1, 2021
February 26, 2018

Marni Holloway
Director of Multifamily Finance
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701

RE: St. Elizabeth Place, TDHCA #18020 in Houston, Texas

Dear Ms. Holloway,

I, Rhonda Skillern-Jones, President of the Houston Independent School District Board of Education, affirm that I received notice of the proposed St. Elizabeth Place Apartments to be located at 4514 Lyons Avenue in Houston’s Greater Fifth Ward.

St. Elizabeth Place is a comprehensive adaptive reuse of the historic St. Elizabeth Hospital and represents an opportunity to reestablish the Lyons corridor and will serve as a vital resource that will help meet the need for quality housing in the Greater Fifth Ward area.

As the president of the board for the Houston Independent School District, I commend the long-lasting benefits of the housing stability and services that St. Elizabeth Place will help provide to its future residents and to the community as a whole.

Redevelopment and adapting the purpose of St. Elizabeth Hospital into housing and a cultural meeting place will preserve its historic significance, provide needed housing and dually establish options for business, arts and culture on Lyons Avenue.

Should you have any additional questions as to the merits of St. Elizabeth Place, please feel free to contact me via email at rskille2@houstonisd.org. Thank you for your consideration and for your efforts to provide Houstonians with high quality housing.

Sincerely,

Rhonda Skillern-Jones
Trustee, District II, and President, Board of Education
Houston Independent School District
May 29, 2018

Ms. Cynthia Bast
Locke Lord, LLC
600 Congress, Ste. 2200
Austin, TX 78701

Mr. Nathan Kelley
NH Fairmont LP
4001 W. Sam Houston Pkwy N., Ste. 100
Houston, TX 77043

RE: REQUEST FOR ADMINISTRATIVE DEFICIENCY: 18020 ST. ELIZABETH PLACE

Dear Ms Bast:

The Texas Department of Housing and Community Affairs (the “Department”) is in receipt of your Third Party Request for Administrative Deficiency (“RFAD”) requesting that the Department review the Application above to determine whether the Applicant appropriately notified Rhonda Skillern-Jones. Staff determined that an Administrative Deficiency was appropriate for the request, and issued an Administrative Deficiency on April 30, 2018. In response to the deficiency notice, the Applicant provided a letter from Ms. Skillern-Jones, dated February 26, 2018, affirming that she received the notification and indicating that the notification was received timely.

I find that the issues raised in your request were sufficiently answered through the Applicant’s response to the Administrative Deficiency. Pursuant to Per 10 TAC §11.10 related to Third Party Request for Administrative Deficiency, staff will provide to the Board, at its meeting of June 28, 2018, a written report summarizing each third party request for administrative deficiency and the manner in which it was addressed. You may provide testimony on this report before the Board takes any formal action to accept the report. The results of a RFAD may not be appealed by the requestor.
For purposes of staff's review of the request, the matter is considered closed. If you have questions or require further information, please contact me.

Sincerely,

Marni Holloway
Multifamily Division Director

Cc: Jessica Thompson
April 1, 2018

Mr. Tim Irvine
Texas Department of Housing and Community Affairs
21 E 11th Street
Austin, TX 78701

Re: TDHCA Application #18020 - St. Elizabeth Place

Dear Mr. Irvine:

In accordance with §11.10, Third Party Request for Administrative Deficiency ("RFAD"), we are formally challenging the Applicant’s eligibility under the following threshold items:

- §10.101(a)(3)(B) - Undesirable Neighborhood Characteristics related to:
  - (i) Sites with a poverty rate above 40% for individuals.
  - (ii) Sites in an urban area with Part I violent crime greater than 18 per 1,000.
  - (iv) and Sites located within the attendance zones of a school that does not meet standard by TEA’s rating.

We have enclosed a fee of Five Hundred Dollars ($500.00) for filing the Third Party RFAD as required by the rules.

**Undesirable Neighborhood Characteristics**

The Applicant has requested a waiver for all undesirable neighborhood characteristics stating mitigating information has been provided for the undesirable neighborhood characteristics, which is not the case.

After careful review of this section of the application, it is clear the application does not meet the requirements for mitigating poverty rate, crime, or school ratings. The §10.101(a)(3)(D) rules states that the following information is required for mitigation of the following undesirable neighborhood characteristics.

**For Poverty Rates:** “Evidence that the poverty rate within the census tract has decreased over the five-year period preceding the date of Application, or that the census tract is contiguous to a census tract with a poverty rate below 20% and there are no physical barriers between them such as highways or rivers which would be reasonably considered as separating or dividing the neighborhood containing the proposed Development from the low poverty area must be submitted.”

While the UNCR packet submitted with the application does state that the poverty rate of the census tract is over threshold, it makes no mention of the historic poverty rates for the
census tract over the last 5 years from the date of the Application. Nor does it mention the poverty rates of the contiguous census tracts. The only thing the Applicant mentions is the census tract’s median income level (not poverty) and how it has changed, and some general gentrification currently occurring. Neither is enough to fully mitigate, especially when the rule specifically calls for poverty information to mitigate and not income information. If the Applicant had mentioned the historical poverty rates or the contiguous census tracts, the information would have shown that the Application cannot meet the mitigation threshold. Charts have been included with the applicable data for your review.

This first chart shows the current American Fact Finder poverty levels for all contiguous census tracts, none of which are below 20%; thus, not mitigating the 51% poverty rate in the census tract containing the site.
This second chart shows the five-year historic American Fact Finder poverty levels for the census tract containing the site, which shows that the poverty level is currently trending up, despite the mentioned gentrification in the applicant’s UNCR packet.

For Crime Rates, the rule states: “Evidence that crime rates are decreasing, based on violent crime data from the city’s police department or county sheriff’s department, for the police beat or patrol area within which the Development Site is located, based on the population of the police beat or patrol area that would yield a crime rate below the threshold indicated in this section...or...A written statement from the local police department or local law enforcement agency, including a description of efforts by such enforcement agency addressing issues of crime and the results of their efforts.”

When it comes to the crime undesirable neighborhood characteristic, the Applicant provided no information on trends, no 2016 or 2017 crime data, and no letter from the Houston Police Department. The Applicant did not mention which jurisdictional police beat contains the site, only the location of the nearest neighborhood storefront. It was stated in the UNCR packet that redeveloping the vacant structure would play a major role in reducing crime in the area, but according to Houston PD mapped crime data, there have been ZERO crimes at the currently vacant St. Elizabeth Hospital in the past two years, as shown in the two crime maps below.
2016 Violent Crime at St. Elizabeth Place

2017 Violent Crime at St. Elizabeth Place

Lora Myrick  (512) 785-3710
lorabettcohousinglab.com | 2201 Northland Drive Austin, Texas 78756 | 120 Joe Wimberley Blvd, Suite 104 Wimberley TX 78676
The Applicant mentioned some broad neighborhood initiatives, but not in place by the local beat office, and with no information on any progress made, if any progress has been made. If the Applicant had included the crime data, as required by the rules, they would have seen that not only is crime in the beat not decreasing, according to Houston PD public crime data, it is actually trending up. Please see charts below for applicable data.

<table>
<thead>
<tr>
<th>Houston Police Beat 7C10</th>
<th>2016 Violent Crimes</th>
<th>2017 Violent Crimes</th>
</tr>
</thead>
<tbody>
<tr>
<td>January</td>
<td>19</td>
<td>11</td>
</tr>
<tr>
<td>February</td>
<td>11</td>
<td>19</td>
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<td>December</td>
<td>24</td>
<td>23</td>
</tr>
<tr>
<td><strong>Total Violent Crimes</strong></td>
<td><strong>249</strong></td>
<td><strong>265</strong></td>
</tr>
<tr>
<td><strong>Violent Crime/1,000</strong></td>
<td><strong>22.08</strong></td>
<td><strong>22.18</strong></td>
</tr>
</tbody>
</table>

+ crimes slightly slowed during Hurricane Harvey causing a temporary decrease in crime rates
Schools Not Having Met Standard, the rule states that: “For schools that have not achieved Met Standard for two consecutive years, a letter from the superintendent, member of the school board or a member of the transformation team that has direct experience, knowledge and oversight of the specific school must also be submitted. The letter should, at a minimum and to the extent applicable, identify the efforts that have been undertaken to increase student performance, decrease mobility rate, benchmarks for re-evaluation, increased parental involvement, plans for school expansion, plans to implement early childhood education, and long-term trends that would point toward their achieving Met Standard by the time the Development is placed in service. The letter from such education professional should also speak to why they believe the staff tasked with carrying out the plan will be successful at making progress towards acceptable student performance considering that prior Campus Improvement Plans were unable to do so.”

While mitigation, or any lack of mitigation, of undesirable neighborhood characteristics is important, the impact of this particular undesirable neighborhood characteristic as it relates to Wheatley High School is incredibly important to this proposed development that is to serve families. Yes, the Applicant included the school’s Campus Improvement Plan, but it is from 2014-2015 and we have clearly seen that that plan has not brought the school up to standard since the school is still underperforming as of the date of the Application submission in 2018. The Applicant also included a letter from the area superintendent about the work that they are doing at the school, but not about what work is needed for the future or work that is above and beyond what is laid out in the outdated plan, which has yet to move the school back into the “Met Standard” category.
An even bigger issue brought up in the letter from the area superintendent is that the school has “been rated Improvement Required under the TEA accountability system **for six consecutive years** beginning in 2012 through 2017.” So, in all actuality, the Houston ISD, Assistant Superintendent Yolanda Rodriguez, nor any of the staff at the Wheatley High School have control of the school’s administration, future performance, or whether or not the school remains open at this point because HB 1842 (attached) mandates the TEA either close schools that have failed to meet the state’s academic standards for five or more years, or assume control of any school district that houses as few as one school in that category. There is no way for an applicant to mitigate.

After consideration of all of the information above, we respectfully request that the application be terminated as they have failed to meet threshold on multiple threshold items under §10.101(a)(3)(B) of the QAP.

If you have any questions or would like to discuss the matter further, please do not hesitate to contact me directly at (512) 785-3710 or via email at lora@betcohousinglab.com any time.

Sincerely,

Lora Myrick, Principal
BETCO Consulting, LLC.

(a) After a campus has been identified as unacceptable for two consecutive school years, the commissioner shall order the campus to prepare and submit a campus turnaround plan. The commissioner shall by rule establish procedures governing the time and manner in which the campus must submit the campus turnaround plan.

(a-1) A campus intervention team shall assist the campus in:

(1) developing an updated targeted improvement plan, including a campus turnaround plan to be implemented by the campus;

(2) submitting the updated targeted improvement plan to the board of trustees of the school district for approval and presenting the plan in a public hearing as provided by Section 39.106(e-1);

(3) obtaining approval of the updated plan from the commissioner; and

(4) executing the plan on approval by the commissioner.

(a-2) Before a campus turnaround plan is prepared and submitted for approval to the board of trustees of the school district, the district, in consultation with the campus intervention team, shall:

(1) provide notice to parents, the community, and stakeholders that the campus has received an academically unacceptable performance rating for two consecutive years and will be required to submit a campus turnaround plan; and

(2) request assistance from parents, the community, and stakeholders in developing the campus turnaround plan.

(b) The school district, in consultation with the campus intervention team, shall prepare the campus turnaround plan and allow parents, the community, and stakeholders an opportunity to review the plan before it is submitted for approval to the board of trustees of the school district. The plan must include details on the method for restructuring, reforming, or reconstituting the campus. If the district determines that granting a district charter under Section 12.0522 is appropriate for the campus, the campus turnaround plan must provide information on the implementation of the district charter. The plan must assist the campus in implementing procedures to satisfy all performance standards required under Section 39.054(e).

(b-1) A campus turnaround plan must include:

(1) a detailed description of the academic programs to be offered at the campus, including instructional methods, length of school day and school year, academic credit and promotion criteria, and programs to serve special student populations;

(2) the term of the charter, if a district charter is to be granted for the campus under Section 12.0522;

(3) written comments from the campus-level committee established under Section 11.251, if applicable, parents, and teachers at the campus; and

(4) a detailed description of the budget, staffing, and financial resources required to implement the plan, including any supplemental resources to be provided by the district or other identified sources.

(b-2) A school district may:

(1) request that a regional education service center provide assistance in the development and implementation of a campus turnaround plan; or

(2) partner with an institution of higher education to develop and implement a campus turnaround plan.

(b-3) The updated targeted improvement plan submitted to the board of trustees of a school district under Subsection (a-1) must include all plans and details that are required to execute the campus turnaround plan without any additional action or approval.
(b-4) A campus turnaround plan developed under this section must take effect not later than the school year following the third consecutive school year that the campus has received an academically unacceptable performance rating.

(b-5) Following approval of a campus turnaround plan by the commissioner, the school district, in consultation with the campus intervention team, may take any actions needed to prepare for the implementation of the plan.

(b-6) If a campus for which a campus turnaround plan has been ordered under Subsection (a) receives an academically acceptable performance rating for the school year following the order, the board of trustees may:

(1) implement the campus turnaround plan;

(2) implement a modified version of the campus turnaround plan; or

(3) withdraw the campus turnaround plan.

(b-7) A school district required to implement a campus turnaround plan may modify the plan if the campus receives an academically acceptable performance rating for two consecutive school years following the implementation of the plan.

(b-8) Section 12.0522(b) does not apply to a district charter approved by the commissioner under this section. A district charter approved under this section may be renewed or continue in effect after the campus is no longer subject to an order under Subsec (a).

(b-9) The commissioner shall adopt rules governing the procedures for an open-enrollment charter school campus that is subject to an order issued under Subsection (a). An open-enrollment charter school must revise the school's charter in accordance with Section 12.114 in the campus turnaround plan. Nothing in this section may be construed to modify any provision of Subchapter Chapter 12, relating to the expiration, nonrenewal, revocation, or modification of the governance of an open-enrollment charter school. The governing board of the open-enrollment charter school shall perform the duties of a board of trustees of a school district under this section.

(c) A campus subject to Subsection (a) shall implement the updated targeted improvement plan as approved by the commission. The commissioner may appoint a monitor, conservator, management team, or board of managers to the district to ensure and oversee district-level support to low-performing campuses and the implementation of the updated targeted improvement plan. Making appointments under this subsection, the commissioner shall consider individuals who have demonstrated success in managing campuses with student populations similar to the campus at which the individual appointed will serve.

(d) The commissioner may approve a campus turnaround plan only if the commissioner determines that the campus will satisfy student performance standards required under Section 39.054(e) not later than the second year the campus receives a performance rating following the implementation of the campus turnaround plan. If the commissioner does not make this determination, the commissioner shall order:

(1) appointment of a board of managers to govern the district as provided by Section 39.112(b);

(2) alternative management of the campus under this section; or

(3) closure of the campus.

(e) If a campus is considered to have an unacceptable performance rating for three consecutive school years after the campus is ordered to submit a campus turnaround plan under Subsection (a), the commissioner, subject to Subsection (e-2), shall order:

(1) appointment of a board of managers to govern the district as provided by Section 39.112(b); or

(2) closure of the campus.

(e-1) If the commissioner orders the closure of a campus under this section, that campus may be repurposed to serve students at campus location only if the commissioner finds that the repurposed campus offers a distinctly different academic program and a majority of grade levels at the repurposed campus not served at the original campus and approves a new campus identification number for the campus. The majority of students assigned to a campus that has been closed and repurposed may not have atten that campus in the previous school year. Any student assigned to a campus that has been closed must be allowed to transfer to another campus in the district that serves that student's grade level and on request must be provided transportation to the other campus. The commissioner may grant an exemption allowing students assigned to a closed campus to attend the repurposed campus if there is no other campus in the district at which the students may enroll.

(e-2) For purposes of this subsection, "parent" has the meaning assigned by Section 12.051. If the commissioner is presented with the time and manner specified by commissioner rule, a written petition signed by the parents of a majority of the students enroll a campus to which Subsection (e) applies, specifying the action described by Subsection (e)(1) or (2) that the parents request the commissioner to order, the commissioner shall, except as otherwise authorized by this subsection, order the specific action requested. If the board of trustees of the school district in which the campus is located presents to the commissioner, in the time and manner specified by commissioner rule, a written request that the commissioner order specific action authorized under Subsection (e) other than the specific action requested in the parents' petition and a written explanation of the basis for the board request, the commissioner may order the action requested by the board of trustees.

(e-3) For purposes of Subsection (e-2), the signature of only one parent of a student is required.
(e-4) A board of managers appointed by the commissioner under this section is required to take appropriate actions to resolve conditions that caused a campus to be subject to an order under Subsection (a), including amending the district's budget, reassigning staff, or relocating academic programs.

(e-5) The commissioner may authorize payment of a board of managers appointed under this section from agency funds.

(e-6) The commissioner may at any time replace a member of a board of managers appointed under this section.

(f) Notwithstanding Section 39.112(e), the commissioner may remove a board of managers appointed to govern a district under section only if the campus that was the basis for the appointment of the board of managers receives an academically acceptable performance rating for two consecutive school years. If a campus that was the basis for the appointment of a board of managers receives an academically unacceptable performance rating for two additional consecutive years following the appointment of the board of managers, the commissioner may remove the board of managers and, in consultation with the local community, may appoint a new board of managers to govern the district.

(g) Following the removal of a board of managers under Subsection (f), or at the request of a managing entity appointed under Subsection (d) to oversee the implementation of alternative management, the commissioner may appoint a conservator or monitor for the district to ensure district-level support for low-performing campuses and to oversee the implementation of the updated targeted improvement plan.

(g-1) If the commissioner orders alternative management of a campus under Subsection (d)(2), the school district shall execute a contract with a managing entity for a term not to exceed five years. The commissioner may require a district to extend the term of the contract if the commissioner determines that extending the contract on expiration of the initial term is in the best interest of students attending the campus. The terms of the contract must be approved by the commissioner. If a campus receives an academically unacceptable performance rating for two consecutive school years after the managing entity assumes management of the campus, the commissioner shall cancel the contract with the managing entity.

(g-2) Subject to Subsection (e), at the end of the contract term with a managing entity or the cancellation of a contract with a managing entity under Subsection (g-1), the board of trustees of the school district shall resume management of the campus.

(h) If the commissioner orders alternative management under this section, the commissioner shall solicit proposals from qualified nonprofit entities to assume management of a campus subject to this section or may appoint to assume management of a campus subject to this section a school district other than the district in which the campus is located that is located in the boundaries of the same regional education service center as the campus is located. The commissioner may solicit proposals from qualified for-profit entities to assume management of a campus subject to this section if a nonprofit entity has not responded to the commissioner’s request for proposals. A district appointed under this section shall assume management of a campus subject to this section in the same manner provided by this section for a qualified entity or in accordance with commissioner rule.

(i) If the commissioner determines that the basis for the unsatisfactory performance of a campus for more than two consecutive school years is limited to a specific condition that may be remedied with targeted technical assistance, the commissioner may require the district to contract for the appropriate technical assistance.

(j) The commissioner may annually solicit proposals under this section for the management of a campus subject to this section. The commissioner shall notify a qualified entity that has been approved as a provider under this section. The district must execute a contract with an approved provider and relinquish control of the campus before January 1 of the school year.

(k) To qualify for consideration as a managing entity under this section, the entity must submit a proposal that provides information relating to the entity's management and leadership team that will participate in management of the campus under consideration along with information relating to individuals that have:

1. documented success in whole school interventions that increased the educational and performance levels of students in campuses considered to have an unacceptable performance rating;
2. a proven record of effectiveness with programs assisting low-performing students;
3. a proven ability to apply research-based school intervention strategies;
4. a proven record of financial ability to perform under the management contract; and
5. any other experience or qualifications the commissioner determines necessary.

(l) In selecting a managing entity under this section, the commissioner shall give preference to a qualified entity that:

1. meets any qualifications under this section; and
2. has documented success in educating students from similar demographic groups and with similar educational needs as the students who attend the campus that is to be operated by a managing entity under this section.

(m) The school district may negotiate the term of a management contract for not more than five years with an option to renew the contract. The management contract must include a provision describing the district's responsibilities in supporting the operation of the campus. The commissioner shall approve the contract before the contract is executed and, as appropriate, may require the district to include a term in the contract to support the campus in the same manner as the district was required to support the campus.
(n) A management contract under this section shall include provisions approved by the commissioner that require the managing entity to demonstrate improvement in campus performance, including negotiated performance measures. The performance measures must be consistent with the priorities of this chapter. The commissioner shall evaluate a managing entity’s performance on the first and second anniversaries of the date of the management contract. If the evaluation fails to demonstrate improvement negotiated under the contract by the first anniversary of the date of the management contract, the district may terminate the management contract, with the commissioner's consent, for nonperformance or breach of contract and select another provider from an approved list provided by the commissioner. If the evaluation fails to demonstrate significant improvement, as determined by the commissioner, by the second anniversary of the date of the management contract, the district shall terminate the management contract and select another provider from an approved list provided by the commissioner or resume operation of the campus if approved by the commissioner. If the commissioner approves the district's operation of the campus, the commissioner shall assign technical assistance team to assist the campus.

(o) Notwithstanding any other provision of this code, the funding for a campus operated by a managing entity must be not less than the funding of the other campuses in the district on a per student basis so that the managing entity receives at least the same funding the campus would otherwise have received.

(p) Each campus operated by a managing entity under this section is subject to this chapter in the same manner as any other campus in the district.

(q) The commissioner may adopt rules necessary to implement this section.

(r) With respect to the management of a campus under this section:

(1) a managing entity is considered to be a governmental body for purposes of Chapters 551 and 552, Government Code; and

(2) any requirement in Chapter 551 or 552, Government Code, that applies to a school district or the board of trustees of a school district applies to a managing entity.
May 11, 2018

Ms. Sharon Gamble  
Specialist, Multifamily Finance  
Texas Department of Housing and Community Affairs  
221 East 11th Street  
Austin, TX 78701

Via: sharon.gamble@tdhca.state.tx.us

Re: St. Elizabeth Place, Houston, Application #18020

Dear Ms. Gamble:

Please see the following responses and associated attachments regarding the Request for Administrative Deficiency (RFAD) for HTC application #18020 St. Elizabeth Place, dated May 8, 2018. The attachment includes documentation and evidence where applicable. Our response is organized by the three areas “challenged” in the RFAD: Poverty, Crime and School Performance.

By way of introduction, St. Elizabeth Place is a unique project that will repurpose an Historic Structure in Houston’s Greater Fifth Ward neighborhood. It has significant community support and is the top scoring project in Region 6. With a score of 166, it is also the top scoring proposed project in Texas for the 2018 LIHTC round.

1. Poverty Rate

As previously provided, St. Elizabeth Place is a part of a TIRZ that is currently working to revitalize the area and combat the poverty that can occur in established neighborhoods which are due for public and private capital reinvestment. The RFAD noted that the poverty level in St. Elizabeth Place’s census tract is trending up and that this conflicts with the gentrification trends provided in our UNCR packet. Further, the RFAD states that we have failed to show sufficient mitigation of poverty in the area. The conclusion to ignore poverty data beyond 2015 and turn a blind eye to current development in the area is illogical. The RFAD itself notes that the poverty rate went down by more than 4 percentage points in 2016 and although American Fact Finder data is not yet available for 2017 and 2018, we believe this trend is continuing.

When the building stock in a given area ages past its useful life, redevelopment follows. Investors seek out low-cost buildings that can be replaced with new housing and commercial buildings. This in turn causes property values and property taxes to rise. Low income residents that are struggling to afford housing will undoubtedly face more economic hardship as they encounter higher housing costs. This trend will continue until residents who can no longer afford to live in the census tract move out and new residents who can afford to live in the newer

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market-rate developments take their place, resulting in a population turnover that subsequently causes poverty to decline.

We believe that 2015 represents this “tipping point” in neighborhood turnover for the Greater Fifth Ward. I have personally surveyed the area three times – twice on foot and once by car. In addition to public investment projects, I have seen extensive evidence of new private investment in the area. There were so many new homes that I eventually quit taking photos of them. An attachment shows a sampling of this new development and provides a list of addresses at which this is occurring, this was also provided in the UNCR.

TDHCA guidelines request that the UNCR provide

(i) Evidence that the poverty rate within the census tract has decreased over the five-year period preceding the date of Application.

This would be for 2013-2017. The RFAD claims an omission with the inclusion of income levels rather than poverty rates in our UNCR. A chief factor in whether or not a family is experiencing poverty is how much money they have, i.e. their income level. We believe that the presence of rising income levels in the Census Tract is tantamount to mitigating poverty. By definition, income rates are correlated with poverty rates. If income levels rise, there is less poverty. As stated, poverty rate data is not available for 2017, but income levels for the past five years is available, they are rising, and we provided that information in the UNCR. Furthermore, the income levels associated with the infill development will continue to fuel rising income rates and falling poverty rates.

The RFAD also concedes that poverty trends in contiguous census tracts can be indicative of potential trends in the St. Elizabeth Place census tract. Upon review of the poverty rate trends in the adjacent census tracts, we have found that poverty has declined between 6% and nearly 30% in the past five years for the Census Tracts adjacent to St. Elizabeth’s Census Tract. Please see the attached table that tabulates the most recent trends showing decreasing poverty rates. In addition, four out of the six adjacent tracts now have poverty rates below the 40% threshold, which will have a positive impact on the census tract for St. Elizabeth Place.

The RFAD pointed out that the TDHCA Rules require that an

"Applicant must demonstrate actions being taken that would lead a reader to conclude that there is a high probability and reasonable expectation the undesirable characteristic will be sufficiently mitigated or significantly improved within a reasonable time, typically prior to placement in service, and that the undesirable characteristic demonstrates a positive trend and continued improvement."

In the case of the Greater Fifth Ward, it is clear that the neighborhood is a “hot” market for redevelopment. New homebuyers and new renters will not be low-income or they would be unable to qualify for the housing stock that is being offered. Prices for these new homes range from a low of $150,000 to a high of $335,000. To afford to purchase a home at the low end, a
household needs an income of roughly $46,000 which is slightly more than 80% of the Houston Area Median Income for a family of two and about 65% of the AMFI for a family of four.

Housing in and of itself does not mitigate poverty. However, stable housing will reduce a family’s cost burden. It will allow children to stay in one school and thereby enhance their educational outcomes. It will allow a family to quit choosing between rent and food or medicine. The redevelopment of St. Elizabeth Place will help ensure that low-income residents at risk of being displaced from their neighborhood will have an affordable housing option that will bolster their economic stability and allow them to stay in an improving neighborhood where they have familial, social and cultural ties. This is an opportunity that is very often lost in gentrifying areas and falls in line with the Department’s mission to deliver housing and community-based opportunities to Texans in need.

2. Crime Rate

The UNCR packet submitted with the application highlights many of the Houston Police Department’s (HPD) efforts to curb crime across the City of Houston. Many of these strategies are being deployed locally through the coordinating efforts of the Harris County District Attorney’s Office, HPD’s Northeast Division, and Houston Police Beat 7C10, which serves the neighborhood including St. Elizabeth Place.

Fifth Ward Community Redevelopment Corporation (Fifth Ward CRC), the Applicant for St. Elizabeth Place, has a longstanding relationship with the District Attorney’s Office for Harris County through the Center for Urban Transformation. District Attorney Ogg’s office is working closely with the Fifth Ward CRC and the Harris County Juvenile justice system to help guide at-risk youth and their families in the Fifth Ward away from the school-to-prison pipeline. This collaboration between the justice system, schools, community-based services providers, and mental health practitioners collectively provides Fifth Ward youth and their families with the services, tools, and support that they need to succeed in life.

Services provided by this initiative are subdivided in to seven different areas of expertise, including education services, health services, field services, residential services, and more. For the Fifth Ward, the Harris County Juvenile justice system collaborates with Houston Independent School District, Atherton Elementary, Fleming Middle School, Wheatley High School the Harris County Advocate Program (H-CAP) Office, Baylor College of Medicine, the Harris Center for Mental Health and IDD, and San Jacinto College, among many others. Please see the attached MOU from the District Attorney’s Office highlighting the restorative justice efforts that are underway for the at-risk youth of the Fifth Ward.

Additionally, Fifth Ward CRC has convened a Fifth Ward Public Safety Leadership Council with the Harris County District Attorney’s Office to implement innovative new programs to reduce Fifth Ward crime. Please find attached an MOU with the DA regarding the Leadership Council and its goals. The Leadership Council has been meeting regularly to design a program to improve public safety and reduce incarceration rates, with a focus on juvenile and young adult offenders.
Based on conversations with Officer Kenneth Miles and Lieutenant Adrian Rodriguez of the HPD Differential Response Team Unit (DRT) for the Northeast Division, officers in the local Police Beat 7C10 maintain an active presence in the Fifth Ward community. One of the Division’s most effective strategies for communicating with the neighborhoods they serve is HPD’s Positive Interaction Program (PIP). These regular meetings, which are conducted at the Northeast Division Headquarters on the 2nd Thursday of every month, are open to the public and are meant to build a foundation of trust between law enforcement and residents in the neighborhood.

Their most recent meeting, held on May 10th was attended by over 100 citizens, including a member of my staff. A panel of community liaisons and police informed attendees of different ways to voice their concerns about crime and public safety, fielded questions from the audience, and gave updates on new departmental initiatives. These updates included the recent donation of new patrol bikes, HPD’s push to recruit more officers, and the expansion of HPD’s Tactical Unit to include four shifts of officers to provide around the clock service. Meetings are wrapped up with a guest speaker and a meal shared between officers and community members. Citizens also have the opportunity to participate in PIP meetings at the citywide level at the Downtown Headquarters, in addition to the meetings held at their respective HPD Divisional Headquarters. See the attachment for a copy of some of the materials that were distributed at the most recent PIP Northeast Division meeting on May 10, 2018.

The Northeast Division supplements these localized efforts to build trust and reduce crime with city-wide crime reduction initiatives that include Crime Prevention Through Environmental Design (CPTED), the Citizens Patrol program, the Keep Houston Beautiful program, and National Night Out. Please see pages 8 and 9 of the UNCR that was submitted at application for more information on city-wide initiatives to prevent crime.

It is also worth noting that as the local jurisdictional police force, the Houston Police Department will likely have more accurate data as it relates to crime reporting than the nationwide Neighborhood Scout crime data. While Houston Police Department does report a crime rate that is above the 18 crimes per 1,000 persons threshold for the census tract, it is nowhere near 40.51 crimes per 1,000 people that was reported by Neighborhood Scout. We took the time to map each individual crime report for violent crimes in Police Beat 7C10 and found that for the census tract containing St. Elizabeth Place, in 2016 the crime rate was 18.24 crimes per 1,000 persons and in 2017 the crime rate was 20.79 crimes per 1,000 persons. This rate places the census tract containing St. Elizabeth Place in much closer range to a crime rate that is acceptable to TDHCA than the Neighborhood Scout data. In addition, the more accurate Houston Police Department crime rates reflect a community that is much closer to becoming a safer neighborhood, with the help of ongoing local and city-wide efforts to reduce crime and create safe places for people to live.

3. Educational Rating
The RFAD mentions that there has been no improvement at Wheatley High School since the implementation of the 2014-2015 Campus Improvement Plan, but I would like to direct you to the 2017-2018 School Improvement Plan that was included on page 90 of our detailed UNCR packet. This document tracks the progress that has been made since 2014 and identifies
where there is more work to be done to achieve the goals that were set out in the Campus Improvement Plan. The School Improvement Plan is a testament to Houston Independent School District’s and Wheatley High School’s commitment to holding themselves accountable, to regularly re-evaluating their progress towards their goals, and adapting to changes in the needs of their student body.

Data analysis in the 2017-2018 School Improvement Plan indicates that Wheatley High School has met 8 of the 12 state and federal accountability standards, all 12 of which were previously unmet when the 2014-2015 Campus Improvement Plan was published. The collaborative efforts of district staff, school faculty, and the other members of Wheatley’s Campus Intervention Team have helped Wheatley students meet TEA’s Student Progress and Closing Performance Gaps standards, as well as federal standards in reading participation, math participation, 4-year graduation, and 5-year graduation in 2017.

The attached letter from HISD Area Superintendent Yolanda Rodriguez indicates that the district and the school understand that more must be done to continue this upward trend and to meet all 12 of the state and federal accountability standards. They are continuing to bolster the progress being made by recently integrating the ACHIEVE 180 initiative in August of 2017. ACHIEVE 180 incorporates proven strategies that have been developed from the district’s school improvement success stories. As one of the Superintendent’s Schools for the 2017-2018 school year, Wheatley High School has also received on-site support for professional development for first-time teachers, an innovative block schedule that allows for individualized student intervention, targeted support services for multilingual and Special Education services, and a professional partnership with another district school that has exemplary performance records.

With all of the leadership, resources, energy, and strategies that are being pooled together to help Wheatley, it is clear that HISD, Area Superintendent Yolanda Rodriguez and Wheatley staff are will get results and secure successful future performance for Wheatley’s students and the community that it serves.

Please let us know if you have any further questions or require further documentation by contacting Sarah H. Andre, at (512) 698-3369 or at sarah@structuretexas.com. Thank you for your consideration.

Sincerely,

Sarah H. Andre,
Consultant to the Project
Blight Assessment: Examples of Redevelopment and Renovation
## St. Elizabeth Place Poverty Rate Assessment

<table>
<thead>
<tr>
<th>Census Tract 2113 (St. Elizabeth Place)</th>
<th>Census Tract 2111</th>
<th>Census Tract 2114</th>
<th>Census Tract 2116</th>
<th>Census Tract 2117</th>
<th>Census Tract 2123</th>
<th>Census Tract 2124</th>
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<tr>
<td>2015</td>
<td>51.0%</td>
<td>52.2%</td>
<td>43.3%</td>
<td>29.2%</td>
<td>39.7%</td>
<td>44.3%</td>
</tr>
<tr>
<td>2016</td>
<td>46.8%</td>
<td>46.0%</td>
<td>36.0%</td>
<td>26.3%</td>
<td>35.6%</td>
<td>41.2%</td>
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<tr>
<td>Change</td>
<td>-8.2%</td>
<td>-11.9%</td>
<td>-16.9%</td>
<td>-9.9%</td>
<td>-10.3%</td>
<td>-7.0%</td>
</tr>
</tbody>
</table>
Partnership Agreement
Memorandum of Understanding

Fifth Ward Community Redevelopment Corporation 
AND

Harris County District Attorney

This In-Kind Memorandum of Understanding is hereby entered into for the purpose of participating in the planning process for the Fifth Ward Community Redevelopment Corporation (Fifth Ward CRC) project (Innovation project). The success of the Fifth Ward CRC Planning process is greatly dependent on strong collaboration and highly engaged partnerships with local stakeholders, community members and project partners. As such, Fifth Ward CRC is convening a Leadership Council to help guide the project, inform the process and help finalize the Fifth Ward CRC plan for the 5th Ward neighborhood. As a prominent member of the community and key partner to the project we would like to invite you to participate in this 5th Ward Public Safety Leadership Council.

BACKGROUND

Crime and violence impede community development, health, community quality of life, and public safety. Fifth Ward CRC is committed to the holistic community development of the 5th Ward neighborhood and seeks to collaborate with the Harris County District Attorney’s Office to implement data-driven strategies and evidence-based prosecution to improve outcomes in local public safety, and quantify the impact of community interventions on both public safety and community development.

MUTUAL GOALS

Both the Fifth Ward CRC and Harris County District Attorney’s Office desire to enter into a cooperative partnership in order to facilitate juvenile justice prettrial intervention programs, with the goal of improving criminal justice outcomes for area youth and improving crime rates and neighborhood safety. Although the foci of the Fifth Ward CRC and Harris County District Attorney differ, they share the same goal: to improve public safety and substantially reduce the negative impact of crime and juvenile incarceration on the people of the 5th Ward neighborhood. In
furtherance of these goals, both parties agree to make every reasonable effort to fulfill the responsibilities outlined below.

RESPONSIBILITIES AND EXPECTATIONS

For this project Fifth Ward CRC serves as the lead organization and fiscal agent. As the lead organization, Fifth Ward CRC is responsible for the following:

- Convening the 5th Ward Public Safety Leadership Council
- Coordinating planning activities for the project, including but not limited to organizing focus groups, interviews of key stakeholders, etc.
- Facilitating communications and information sharing with the 5th Ward Public Safety Leadership Council
- Drafting and completing the Innovation project implementation plan
- Measuring key outcomes and indicators for implementation
- Overseeing the implementation of the Innovation project over the three year grant period

Under this Agreement, the Harris County District Attorney agrees to:

- Participate in quarterly meetings over the grant period (Oct. 1, 2018 – Sept. 30, 2021)
- Support outreach efforts for community meetings and planning activities such as focus groups, community survey days, etc.
- Participate in as many community meeting in 5th Ward as possible to engage with and listen to community members as they provide input into the Innovation project planning process
- Contribute a prosecutor to staff monthly restorative justice sessions and “staffings” to create appropriate individualized intervention plans. Juvenile Division Chief John Jordan will be the HCDAO Point-of-Contact and will supervise the assistant District Attorney(s) assigned to the program.
- Share criminal case data as needed to support the planning and implementation efforts of the Innovation project. Information and Technology Systems Director Gary Zallar and Special Projects Director Elizabeth Eakin will be the Points-of-Contact in the HCDAO responsible for collection and production of all necessary data that may be lawfully shared.
- Track and report staffing hours and value for the purpose of Fifth Ward CRC reporting of HCDAO’s contribution.
TIME PERIOD

This Memorandum of Understanding shall follow the grant time period, beginning upon signing this document and remaining in place through Sept. 30, 2021.

TERMINATION

This Agreement may be terminated in whole or in part by either party without cause. Written notice of termination shall be given in writing to both the Fifth Ward CRC and Harris County District Attorney, and shall be sent via certified or registered mail with return receipt requested. Failure to honor any of the obligations stated above may also result in the termination of this Agreement.

In Witness Whereof, parties have executed this Memorandum of Understanding as of the date first written above.

FIFTH WARD CRC
ATTORNEY

By: __________________________
Title: _________________________
Date: __________/________/_____

HARRIS COUNTY DISTRICT
ATTORNEY

By: __________________________
Title: _________________________
Date: __________/________/_____

4/27/18
Collaboration
Commitment to Juvenile Success
2016 Annual Report
Mission Statement

The Harris County Juvenile Probation Department is committed to the protection of the public utilizing intervention strategies that are community-based, family-oriented, and least restrictive while emphasizing responsibility and accountability of both parent and child.

Core Values

We value the belief that everyone is to be treated with dignity and respect.

We value the belief that each person has innate worth, dignity, and the capacity for positive change.

We value services that are ethical, effective, and culturally competent.

We value and promote a positive image of the department, employees, and our role within the community.

We value an environment that promotes initiative, productivity, teamwork, and professional growth.

We value an atmosphere which stresses tolerance and is free of discrimination.

We value developing collaborative efforts with judicial, legislative, and community partners.
In 2016, more than 5,698 youth came into contact with the Harris County juvenile justice system. For many of these youth, a myriad of factors exists that place them at risk of involvement with the system that if gone unmet may result in deeper involvement into the juvenile justice system or eventually into the adult criminal justice system. Using a System of Care approach to provide a spectrum of effective services and supports to the youth and their families, gives them an opportunity to be more successful at home, in school, and in the community now and in the future. To do this, a coordinated network needs to exist between the juvenile justice system and community-based service providers that are able to meet this group’s individual and specific needs. The Harris County Juvenile Probation Department continues to expand our network within schools, child welfare, mental health systems, and social service providers to secure positive outcomes for the youth and families we serve.
Children in need of supervision. 

**Administrative Actions may include offenses such as: motion to modify, hold as material witness, request for change in custody, motion for release and transfer. Offenses not limited to these categories.**

Homicide

Arson

Assault - Felony

MA/MB

Sexual Assault

Robbery

Burglary

Theft - Felony

MA/MB

Auto Theft

Unauthorized Use of a Motor Vehicle

Drugs - Felony

MA/MB

Mischief - Felony

MA/MB

EVADE/Resisting Arrest - Felony

MA/MB

DWI - MA/MB

Trespass - MA/MB

Other - Felony

MA/MB

Sub-Total

7,153  

6,631

Assault - MC

Theft - MC

Drugs - MC

Other - MC

Disorderly Conduct

City Ordinance Violations

Violations of Probation

1,161  

1,055

Sub-Total

1,177  

1,072

Runaways - Chins *

Other Chins *

TYC Runaways

Administrative Actions **

3,606  

3,463

Sub-Total

3,919  

3,754

Total

12,249  

11,457

* Children in need of supervision.

**Administrative Actions may include offenses such as: motion to modify, hold as material witness, request for change in custody, motion for release and transfer. Offenses not limited to these categories.
The Intake Court Services Division is the initial point of contact for youth and families who become involved with the Harris County Juvenile Probation Department. A wide array of family-oriented, early intervention and prevention services are provided to youth referred to the Triad Prevention Program and the Deferred Prosecution program. In addition, there are several alternatives to detention that are utilized for qualifying youth. For youth charged with a Class B Misdemeanor or above, and petitioned to appear in court, the division is responsible for preparing a comprehensive profile of the youth to aid the judges in determining a suitable outcome to their case.

**INTAKE SCREENING**

Harris County law enforcement officers may take a juvenile, ages 10 to 17, to either the Youth Service Center (YSC) or the Juvenile Detention Center (JDC), both serving as 24-hour intake units of the Juvenile Probation Department. Harris County policing agencies screen, by telephone, every youth charged with a Class B Misdemeanor or above. Intake screening officers utilize a detention Risk Assessment Instrument (RAI) to determine whether or not a youth will be brought into custody after charges are filed and whether or not to detain or release referred youth. When a youth demonstrates that his/her conduct presents a threat to the community or if he/she has demonstrated that he/she is not likely to return for a court appearance, the youth will be detained for a probable cause detention hearing conducted by an associate judge.

In 2016:
- 4,828 youth were referred to the Juvenile Detention Center (JDC).
- 248 or 5.2 % of all youth received at the JDC were diverted, leaving 4,579 admissions.

**COURT SERVICES**

Once the District Attorney’s office has filed a petition, Court Services staff prepare a comprehensive profile of the juvenile’s case. A detailed report is used with other information to aid the judge in determining a suitable disposition. Juveniles found to have engaged in delinquent conduct may be allowed to live at home under stringent rules of probation, placed in a private residential facility or county residential facility, or committed to the Texas Juvenile Justice Department (TJJD).

**DEFERRED ADJUDICATION**

The courts also offer Deferred Adjudication to youth who are generally non-violent offenders. The program guides the youth through six months of supervision aimed at diverting them from further involvement in the juvenile justice system. Upon successful completion of the Deferred Adjudication contract, the case can be dismissed.

In 2016: an average of 745 youth were on Deferred Adjudication each month.

**DEFERRED PROSECUTION PROGRAM**

The Deferred Prosecution Program allows the probation department to provide supervision for first time offenders charged with a select category of non-violent offenses. This initiative is designed to divert youth from the formal juvenile justice system while still providing needed services. Upon successful completion of the program, the Harris County District Attorney’s office does not file a petition in the case.

In 2016:
- 668 youth were placed on the 90-day Deferred Prosecution Program (DP90).
- 319 youth were placed on the 180-day Deferred Prosecution (DP180).

**COURT DECISIONS**

<table>
<thead>
<tr>
<th>Decision</th>
<th>Youth Represented</th>
</tr>
</thead>
<tbody>
<tr>
<td>Certification</td>
<td>58</td>
</tr>
<tr>
<td>Certification Denied</td>
<td>17</td>
</tr>
<tr>
<td>Certification Reversed</td>
<td>2</td>
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<tr>
<td>CPS Involvement</td>
<td>58</td>
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<tr>
<td>Deferred Adjudication</td>
<td>1,457</td>
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<tr>
<td>Dismissed / Non-Suit</td>
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<td>Early Termination of Probation</td>
<td>273</td>
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<tr>
<td>Not Found Chins or Delinquent</td>
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<tr>
<td>Passed</td>
<td>466</td>
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<tr>
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<td>334</td>
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<tr>
<td>Probation*</td>
<td>2,113</td>
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<td>Probation/Restitution*</td>
<td>343</td>
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<tr>
<td>Probation/Determinate Sentencing*</td>
<td>56</td>
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<tr>
<td>Tijd /Determinate Sentencing**</td>
<td>47</td>
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<tr>
<td>Tijd</td>
<td>112</td>
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<tr>
<td>Bound Over to TDC</td>
<td>22</td>
</tr>
<tr>
<td>Other</td>
<td>1,164</td>
</tr>
<tr>
<td>Total</td>
<td>8,315</td>
</tr>
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</table>

*Includes changes of custody

**Approx. numbers use declared determinate sentencing as court result**
The Youth Services Center (YSC) serves as a 24-hour intake center for youth, who are referred for status offenses such as runaway, truancy, or Class C Misdemeanors, and those who are in need of crisis intervention. The Harris County Juvenile Probation Department (HCJPD), Harris County Protective Services for Children and Adults (HCPS) and the Harris Center for Mental Health and IDD are partners in the TRIAD Prevention Program. Services include program referrals, follow up and emergency shelter.

In 2016:
- 323 troubled youth were assisted.
- 130 non-custody status offense and Class C Misdemeanor referrals were received.

### 2016 HCJPD SUPERVISION ACTIVITY

<table>
<thead>
<tr>
<th>Area</th>
<th>2016 Supervision Activity</th>
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<tbody>
<tr>
<td><strong>FIELD SERVICES - Regular</strong></td>
<td>24%</td>
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<tr>
<td><strong>FIELD SERVICES - Specialized</strong></td>
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<tr>
<td><strong>TRANSFERS FROM OTHER AGENCIES</strong></td>
<td>5%</td>
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<td><strong>PRIVATE PLACEMENT</strong></td>
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<tr>
<td><strong>BURNETT-BAYLAND REHABILITATION CENTER</strong></td>
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</tr>
<tr>
<td><strong>YOUTH VILLAGE</strong></td>
<td>5%</td>
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<tr>
<td><strong>LEADERSHIP ACADEMY</strong></td>
<td>5%</td>
</tr>
<tr>
<td><strong>SPECIALTY COURTS</strong></td>
<td>2%</td>
</tr>
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</table>

### ALTERNATIVES TO DETENTION:

#### JUVENILE TRACKER PROGRAM - HCJPD contracts with the Harris County Advocate Program (H-CAP) to provide intensive supervision for youth pending a court hearing. Initial court dates for youth in the Tracker Program are expedited and occur within 30 days of release. A youth is termed successful if they do not reoffend while on the Tracker Program and appear for their initial court hearing. In 2016, 265 youth were released under Tracker supervision and 86.8% were deemed successful.

#### PRE-ADJUDICATION TEAM (PAT) - The PAT program provides intensive supervision to juvenile offenders who are released from detention to await their court dates. In 2016, 594 cases were referred to the PAT program with considerable savings in bed space and financial costs associated with care in the Juvenile Detention Center.

#### THE KINDER EMERGENCY SHELTER - Kinder Emergency Shelter provides a community-based residential alternative to secure detention for youth whose significant family conflicts prevent an immediate return home. Wraparound services for youth and families are available through TRIAD.

### YOUTH UNDER SUPERVISION, 2015 - 2016

<table>
<thead>
<tr>
<th>Year</th>
<th>JAN</th>
<th>FEB</th>
<th>MAR</th>
<th>APR</th>
<th>MAY</th>
<th>JUN</th>
<th>JUL</th>
<th>AUG</th>
<th>SEP</th>
<th>OCT</th>
<th>NOV</th>
<th>DEC</th>
<th>MTHLY AVG</th>
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</thead>
<tbody>
<tr>
<td>2015</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
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The mission of the Health Services Division is to meet the emotional, behavioral, and physical health needs of youth in the juvenile justice system, while supporting the agency’s commitment toward protecting the public and providing rehabilitation to juvenile offenders. Medical and therapeutic services are provided by our Health Services Division at Harris County Juvenile Probation Department’s residential facilities as well as in the community. In meeting the medical and behavioral needs of youth, the Health Services Division collaborates and coordinates services with a wide range of community providers, including the University of Texas, Legacy Community Health Clinic, the University of Houston Optometry Clinic, the Harris Health System, and Baylor College of Medicine.

**MEDICAL**

General medical services are provided through the University of Texas by pediatricians and residents who are pursuing specialization in child/adolescent care. In addition, patient care is provided by licensed and vocational nurses, as well as certified paramedics. The medical department follows the best-practice standards and evidence-based practices established by national guidelines and the Center for Disease Control. Psychiatric services are also available to residents in coordination with Baylor College of Medicine.

**FORENSIC UNIT**

The Forensic Unit performs psychological and psychiatric assessment for pre- and post-adjudicated youth to determine mental health needs. Assessments are also utilized to answer specific questions regarding their competency, lack of responsibility and/or provide information pertaining to waivers of juvenile jurisdiction. In 2016, the Forensic Unit conducted 1,567 screenings, 658 full assessments, and 288 psychiatric assessments. The Forensic Unit is also an American Psychological Association (APA) internship site, and provides training opportunities to graduate and undergraduate practicum students from local universities.

**HARRIS COUNTY PSYCHIATRIC CENTER SUB-ACUTE UNIT (HCPC)**

Juvenile offenders who show signs of severe and persistent psychiatric symptoms may be admitted to a Sub-Acute Unit at the Harris County Psychiatric Center. Admission to this 21-bed unit, for both males and females, has no set length of stay and is intended to provide a more therapeutic alternative to detention. The youth receive regular psychiatric monitoring, as well as therapeutic interventions that include individual, group, and family therapy. In 2016, 133 youth received services through the Sub-Acute Unit of the Harris County Psychiatric Center.

**PSYCHOLOGICAL AND SOCIAL SERVICES UNIT (PSS)**

Psychological and Social Services, comprised of professional therapists, operate as a team-based component of the Harris County Juvenile Justice Detention Center. The goal is to integrate mental health services and interventions in the detention center. We employ a synergistic approach that allows us to provide services to the residents in collaboration with other departments, such as psychiatry, medical, direct care staff, detention supervisors, juvenile probation officers and family members. This multi-systemic approach ensures that the physical, emotional, and psychological needs of the juveniles are met to the best of our resources and abilities while they are in the detention center. Working as a team, PSS strives to assist in stabilizing the youth, as well as bringing about insights and proactive changes that may be sustained outside of detention with the goal of reduced recidivism.

**DISCHARGE COORDINATION SERVICES**

Upon discharge from the detention center, families of youth suffering from a medical or mental health condition have an opportunity to meet with a Licensed Vocational Nurse (LVN). The family is provided with education of available community services, as well as assistance in linking the family to these community services. Families may also receive follow-up contact to encourage and ensure continuity of care. In 2016, the discharge coordinator nurse met with over 700 families, made over 158 community referrals, and followed up with 259 families to ensure the continuation of medical and or mental health treatment.

**Medical Services in 2016**

- Immunizations provided by Medical team: 1,774
- Assessments/Exams provided by doctors: 7,578
- Youth treated by nurses at residential facilities: +4,800
- Optometry services provided by the University of Houston: 218
- Dental exams and treatment: 1,557
- Psychiatric services: 451
- 1,557 medical services in 2016

- 7,578 immunizations provided
- 1,774 assessments/exams provided
- 4,800 youth treated
- 218 optometry services
- 1,557 dental exams
- 451 psychiatric services

- 133 youth treated by nurses
- 1,567 screenings
- 658 full assessments
- 288 psychiatric assessments

- 1,774 LVNs
- 7,578 doctors
- 4,800 nurses
- 218 optometrists
- 1,557 dentists
- 451 psychologists

- 158 community referrals
- 259 follow-up contacts

*Note: The numbers provided are an example of the types of services offered.*
SEX OFFENDER COMMUNITY PROVIDER PROGRAM

Sex Offender Therapists provide individual, family, and group counseling to youth and their families at Community Unit Probation Services (CUPS) offices. Sex offender risk assessments are completed as ordered by the courts. Therapists also conduct psycho-educational groups with the youth at the juvenile justice placement facilities.

FIELD SERVICES COUNSELING PROGRAM

This program provides services to Community Unit Probation Services (CUPS) offices. Counseling services include: individual counseling, family therapy, and two types of groups: Interpersonal and Emotional Coping Skills (IECS) group and Strengths-Based Mental Health Group (SMHG). The IECS group focuses on development of interpersonal skills and emotion regulation and is the primary service offered to youth who have court-ordered anger management treatment. The SMHG allows youth to address a myriad of mental health issues by exploring personal difficulties as well as successes across developmental, individual, and community domains. In 2016, therapists served 845 youths and conducted over 1161 sessions.

RESIDENTIAL MENTAL HEALTH SERVICES

Each of the Harris County residential facilities employs a team of licensed mental health clinicians to provide the most comprehensive and effective treatment to address the needs of the residents. The team will assess and determine the appropriate course of treatment for youth presenting with significant emotional and/or behavioral symptoms. The residential mental health treatment team is trauma-informed and utilizes a range of evidence-based approaches in helping adolescents achieve stability. This could include medication management, crisis intervention, individual therapy, group therapy, and/or family therapy. The clinical team works collaboratively with the facility staff and the clients’ guardians to ensure the continuity of mental health treatment within the community upon release.

SPECIALTY COURTS

Specialty Courts operate within the agency to help address some of the underlying factors that may be impacting a youth’s performance.

PRIVATE RESIDENTIAL TREATMENT PLACEMENTS

The Placement Unit maintains contracts with licensed residential facilities throughout the state of Texas, as well as in Iowa, Pennsylvania, Michigan, Arizona, Idaho, and Nebraska. Youth whose needs cannot be met at one of the county’s own residential facilities may be considered for private placement. The private placement team makes regular visits to the various private residential centers. They ensure that the facilities continue to maintain the highest standards of care and that the youth are functioning well. Once a youth is placed in a private placement facility, the team maintains regular contact with youth and their families. Upon release from the facility, the team coordinates discharge plans with the youth and family in order to provide a smooth transition home and continuity of care. In some instances, the team will continue to monitor the youth after they return home until the end of their probation. In 2016, 50 youth were sent to private placement facilities, for total expenditure of $2,604,715.96.
Memoirs Workshop with HC Library

Writing is an important element of a student's education. Whether students are writing by hand or on the computer, many assignments and exams require students to write short answers or longer essays as a way of assessing what they have learned. As students get older, they will be expected to show more sophisticated writing skills, and to complete more sophisticated tasks through their writing. To address this need, Harris County Juvenile Probation Department (HCJPD) and the Harris County Public Library (HCPL) partnered for a special Memoirs Workshop at the Burnett-Bayland Rehabilitation Center (BBRC). Through this educational program, youth developed skills and identities as readers and writers.

During the Memoirs Workshop, students first read, "Fist, Stick, Knife, Gun," a graphic novel detailing the escalating experiences of a young man growing up in the Bronx. The discussion of the text surfaced deep connections to the themes of survival and growing up. Students then chose from six different memoirs for their second book, including stories from a former child soldier, a young adult with spinal muscular atrophy, and oral histories from men sentenced to life in prison as teenagers; discussions often revolved around the common human condition of struggle. Students created their own memoirs, "Writing Territories," a list of people, places, and memories from their own life. Students shared their own writing at each session, steadily building a sense of safety and community.

During the final workshop, each student read aloud their own "mini-memoir," as the rest of the group listened and responded, often explaining how the writing was a window (showing them something new) or a mirror (reflecting a part of their own experiences). In listening to everyone's pieces, the youth realized how there is never just a single story about a person; we each contain multitudes, and through the simple act of telling our stories, this truth was revealed.

Most juveniles who go through the court system remain at home under supervision by the Field Services Division. The probation period is usually one year, but the court may lengthen the duration of probation to age 19.

Field supervision and rehabilitative services for youth and their families are provided by nine (9) Field Services units located throughout Harris County. In addition, there are numerous satellite offices utilized to provide more convenient locations for families. The nine Community Unit Probation Services (CUPS) offices offer traditional and intensive supervision, enhanced aftercare supervision, re-entry services, as well as specialized programming and supervision.

YOUTH UNDER SPECIALIZED SUPERVISION, 2015 – 2016

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SERVICE-LEARNING

The Field Services Division provides opportunities for youth under supervision to take part in Service-Learning projects and community service restitution. Participation in Service-Learning and/or community service is based upon court order, specialized program requirements, JPO recommendation or sanctions. The Service-Learning Model is utilized for fulfilling Field Services community service requirements. Service-Learning engages youth in global and community problem-solving through youth-led service projects for which they can receive community service restitution hours. All Service-Learning projects are a minimum of 16 hours per project, each session/meeting lasts between 1.5 to 3.0 hours. Service-Learning builds strong character in youth as they learn about the role they play in their community and encourages lifelong civic participation. Participants of Service-Learning projects learn real-life experiences and workplace skills, which enhances personal development.

Continued
Consistently youth, and more specifically at-risk youth, exhibit the least “trust” of law enforcement and the criminal justice system as a whole. This lack of trust stems from: involuntary and voluntary police contacts, family socialization, vicarious experiences, historical use of the criminal justice system against minority groups, examples of unwarranted physical and deadly force, slower response times, irrelevant stops and profiling. These researched conclusions create dissatisfaction, social distance, and apathy.

Social distance expands the gap between at-risk youth and police. Social distance scales have been used for almost one hundred years to measure the distance between groups. The resounding conclusion is - as contact and familiarity increases, social distance decreases. Thus the more time at-risk youth spend with police officers in a community policing atmosphere the more social distance will decrease; elevating trust, support and assistance to law enforcement agencies in the future.

In an effort to bridge the distance between at-risk youth and police, HCJPD partners with the TAPS Academy to provide a structured curriculum to youth in our residential programs. Over the 11 week program, youth are mentored by law enforcement officers who facilitate topics ranging from bullying to career exploration. As part of the 2016 TAPS program, 40 youth participated in the ServSafe Food Handlers training course. During the summer, TAPS Academy hosts a 5 week camp which includes sports, art and leadership programs. Through HCJPD’s partnership with TAPS Academy, youth are involved in a positive, pro-social experience with local police officers. As a result of this experience, youth are able to view law enforcement through a changed lens, thus lessening the social distance gap between at risk youth and law enforcement. Through the unique partnership between HCJPD and TAPS, positive relationships are developed between at-risk youth and law enforcement. It is through these types of powerful initiatives that youth learn the value of having trusting and collaborative relationships.

Key among the myriad of social issues addressed by these youth were police-community relations, Armenian genocide, food waste and hunger, human trafficking, racism and discrimination, teen pregnancy, STDs, childhood cancer, adolescent mental health and illegal gun use. Service-Learning continued community outreach through its annual participation in Global Youth Service Day. Service-Learning also continued its popular Rock the Mic, Rock the Message workshop for youth who attend Link Up Houston’s asset building youth conference, held each fall. Additionally, a grant award from State Farm Youth Advisory Board in September of 2016 began Service-Learning’s planning for youth-organized health and wellness projects.
Anchor organizations, Fifth Ward CRC and Pleasant Hill CDC, currently engaged in the revitalization of Houston’s 5th Ward, are expanding their work in bricks and mortar development and planning to a comprehensive approach that also focuses on the individuals and families that express an interest in wanting to improve their quality of life through a conglomerate of resources available through The Center for Urban Transformation.

Led by the 2 anchors, a collaboration of Houston organizations and institutions established the Center for Urban Transformation in the 5th Ward to provide community members a better continuum of services, bridge gaps, drive innovative cross-sector programming, and expand resident capacity to lead change. A team of representatives from collaborating partners developed a strategic plan that will guide implementation of the new initiative. The collaboration includes:

- Attorney Joel Androphy / Berg and Androphy
- Baylor College of Medicine
- Can Do Houston
- Houston Habitat for Humanity
- Kinder Institute at Rice University
The collaborative has initially focused its’ energy in these areas: Education - “Empowering Educational Equity in Houston’s 5th Ward” a report of recommendation from the community for the community for Houston ISD; Health and Wellness - welcoming a new Legacy Community Health Center; and Social Injustice and Inequalities – a pro-bono strategic partnership between Berg & Androphy and Pleasant Hill to level the playing field and to eliminate to the extent possible the well-documented, racially motivated convictions and sentences that make a successful life for at-risk youth with criminal cases an impossibility. Most recently, Harris County District Attorney Ogg and leadership from Houston’s Fifth Ward Community Redevelopment Corporation, Pleasant Hill Baptist Church, and Berg & Androphy engaged in dialogue and strategies to best bring about the cultural changes necessary to effect system-wide improvement as it relates to criminal justice and the inequities among minorities and low income individuals, particularly youth.

Exciting New Details Coming Soon!
Positive Interaction Program

“Community Involvement in Crime Prevention”

MONTHLY MEETING

Northeast Division

Captain C. Weatherly - Division Commander
8301 Ley Road, Houston TX 77028
Phone: 832-395-1500 Fax: 832-395-1551
E-mail address: northeastpip@gmail.com

May 10, 2018
AGENDA
NORTHEAST P.I.P
Meeting #318
May 10, 2018
6:00 P.M.

I. SIGN IN

II. CALL TO ORDER.................................Mrs. Evola Derouelle
Minutes..............................................Ms. Maryland Whittaker
Treasury Report..................................Mrs. Effie Williams

III. WELCOME
Open for announcements (please limit announcements to two minutes)

IV. GUEST SPEAKER...............................Avenue Home Repair

V. CAPTAIN’S COMMENTS......................Captain C. Weatherly

VI. DOOR PRIZES

VII. MOTION TO ADJOURN

Refreshments......................................Courtesy New Progressive Civic Club
June 14..............................................Sunbeam Curry Civic Club
July 12..............................................Fifth Ward Civic Club
August 9............................................East Houston Civic Association

BOARD OF DIRECTORS
Chair..............................................Evola Derouelle
Vice Chair/Treasure..............Effie Williams
Secretary.................................Maryland Whittaker

Representatives
7 District Representative.........Betty Handy
8 District Representative........Lester Howard Sr.
9 District Representative........Jimmie Brooks

Next meeting held on June 14, 2018
Topic: SUN Behavioral Houston
Guest Speaker: Tonya Haynes
INFORMATION SHEET

DENVER HARBOR STOREFRONT
6402 Market St. Houston, TX. 77020
Phone: 832-394-9960
Fax: 832-394-9964
M-F 8:00 am – 2:00 pm

EAST FREEWAY STOREFRONT
12001 East Freeway, Houston, TX. 77029
Phone: 832-394-9780
Fax: 832-394-9789
M-F 9:00 am – 5:00 pm

FIFTH WARD STOREFRONT
4014 Market St. Houston, TX. 77020
Phone: 713-238-3232
M-F 9:00 am – 5:00 pm

PRECINCT 2 CONSTABLE’S OFFICE
101 South Richey Suite C, Pasadena TX 77506
Phone: 713-477-2766
Fax: 713-477-5348

PRECINCT 3 CONSTABLE’S OFFICE
14350 Wallisville Rd. Houston TX 77049
Phone: 713-453-6959
Fax: 713-453-5198

PRECINCT 6 CONSTABLE’S OFFICE
333 Lockwood Dr. Houston TX. 77011
Phone: 713-923-9156
Fax: 713-921-2334

PHONE NUMBERS

Houston Police Dispatch:.................713-884-3131 (Non-Emergencies)
9-1-1 (Emergency)

Harris County Sheriff Dispatch:.........713-221-6000

Houston Independent School District Police Dispatch:.......713-892-7777

METRO Police Dispatch:...................713-224-COPS (2677)

Child Protective Services (CPS):...........1(800) 252-5400

Crime Stoppers:.............................713-222-TIPS (8477)

Houston Police- No Dope:...................713-466-3673 (To Report Drug Activity)

City of Houston Service Help Line:.........311
713-837-0311 (For Some Cellular Phone)

Rat-on-a-Rat:...............................713-525-2728 (To Report Illegal Dumping)

B.A.R.C. (Animal Control):.................713-229-7300

City of Houston Website:....................www.houstontx.gov

Houston Police Department Website:......www.houstontx.gov/police

Northeast Tip E-mail....................Northeast.Tips@HoustonPolice.org
### Positive Interaction Program

"Community Involvement in Crime Prevention"

**NORTHEAST DIVISION** 8301 Ley Rd., Houston, Texas 77093  
Phone: 832-395-1500  Fax 832-395-1509  
Captain C. Weatherly - Division Commander  
Lt. A. Rodriguez - DRT Supervisor 713-304-3537

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**INFORMATION/ISSUE RESOLUTION FORM**

This is not a report form. It should be used to help gather information on suspicious events in your neighborhood. Your name is not required, but would be helpful if additional information is needed. If you have any questions or would like additional information, please call Officer Miles 713-444-5745 or Officer Waddy 713-302-4387.

**** Northeast Tip E-mail........Northeast.Tips@HoustonPolice.org****

<table>
<thead>
<tr>
<th>SUSPICIOUS ACT(S)</th>
<th>Drug House</th>
<th>Gangs</th>
<th>Drugs Sales</th>
<th>Prostitution</th>
<th>Other</th>
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Address where the suspicious act occurred:

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Time of day or night: __________ to __________

Describe what happened:

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**SUSPICIOUS VEHICLE DESCRIPTION**

Vehicle (color/make/model): ____________________________  License Number ____________________________

**SUSPICIOUS PERSON**

Person’s Name/Description ____________________________

Address: ____________________________  Race: ______  Sex: ______  Age: ______

Additional Information: ____________________________

---

Your Name: ____________________________  Phone Number: ____________________________

Would you like to be contacted concerning the disposition of this complainant? Yes ______ No ______
February 27, 2018

Marni Holloway  
Director of Multifamily Finance  
Texas Department of Housing and Community Affairs  
221 East 11th Street,  
Austin, Texas 78701

Re: Campus Improvement at Wheatley High School

Dear Ms. Holloway,

I am writing on behalf of the applicant for TDHCA #18020 St. Elizabeth Place to inform you of the current progress towards meeting the goals and performance objectives identified in the Targeted Improvement Plan and the 2017-2018 School Improvement Plan for Wheatley High School. Both of these improvement plans are part of Houston Independent School District’s efforts to increase student performance and to encourage long-term trends that will help us achieve a Met Standard rating by the time that St. Elizabeth Place is placed in service.

Wheatley High School, located at 4801 Providence Street, has been rated Improvement Required under the Texas Education Agency (TEA) accountability system for six consecutive years beginning in 2012 through 2017.

In an effort to improve the academic performance of Wheatley High School, the Houston Independent School District (HISD) took drastic measures. In August of 2017 HISD made a bold move in the type of support and resources provided to schools that have been underserved and underperforming for years with the implementation of the ACHIEVE 180 initiative. ACHIEVE 180 is a research-based action plan to support, strengthen, and empower underserved and underperforming HISD feeder pattern communities to increase student achievement. Best practices from successful school turnaround initiatives, including effective teachers, strong principal leadership, and an environment of high expectations for both students and staff, were incorporated into the plan’s Guiding Pillars. The six Guiding Pillars for ACHIEVE 180 are Leadership Excellence, Teacher Excellence, Instructional Excellence, School Design, Social and Emotional Learning Supports, and Parent and Community Empowerment that provide the strategic framework for the transformational work that will be implemented at Wheatley High School.

Leadership Excellence includes both campus-level and executive leadership. Through mentoring, coaching, and differentiated support, we grow talented and effective instructional leaders who can improve, support, and leverage student proficiency in core academic areas. This is evidenced by leader effectiveness, effective hiring, retention of staff, data-driven progress monitoring and coaching and development of administrators and teachers. The goal is to ensure that the school has the leaders that it needs, and that leaders are supported, developed and challenged to grow.

The single most important variable in student achievement is the quality of the teacher in the classroom. Prioritization of the Human Capital actions in the ACHIEVE 180 plan will address the identification and attraction of high-quality educators through the execution of best hiring practices, as well as leverage of staffing incentives and differentiated support through
professional development centered on research-based practices. The goal is to increase teacher effectiveness and retention to ensure equity for all students at Wheatley.

Improving the quality of instruction through the engagement, acceleration and optimization of learning experiences will allow students to achieve at their highest potential. We recognize that the Texas Essential Knowledge and Skills (TEKS) are necessary but not sufficient to ensure that our students are ready for the rigor and challenges of the 21st century. The HISD Academics department provides real-time support to Wheatley in the areas of curriculum, instruction, and personalized support. The goal is to ensure that every student is equipped for success after graduation by demonstrating that they have meet the outcomes set forth in the HISD Global Graduate Profile.

Effective school design enables students to become critical thinkers, problem solvers, and meaning makers in an environment that encourage active, cooperative, and community-based approaches to teaching and learning. The space and environment where students spend a good deal of their time learning has an effect on how well they learn. The new school design is responsive to individual needs and voices. The goal is to match the structure and design of our schools to the needs, dreams and realities of every student.

The work social and emotional pillar is to remove non-academic barriers to learning that interfere with students’ ability to actively engage in classroom instruction and other school activities. A systemic approach to how schools provide learning supports ensures that school improvement efforts succeed and are sustainable. Effectively utilizing intervention assistance teams, resources, and data analysis regarding behavioral, physical and mental health at the student and campus level will connect student learning supports to academic growth and achievement. The campus has been provided a full-time Wrap-around Resource Specialist to facilitate the process. The goal is to ensure that students have the skills, supports and resources that they need to be successful.

The focus on family and community empowerment is to improve student achievement by increasing parental and community engagement. Our goal is to ensure that all schools are family-friendly learning environments that will increase parent advocacy by encouraging two-way communication from home to school.

The current supports that are in place are aligned with the School Improvement Plan, which was developed under the principal and leadership team with supervision of the area superintendent and school support officer. To monitor the progress the campus follows the HISD formative assessment calendar, which is aligned to the campus improvement plan. With all of the efforts in place our intention is for Wheatley to return to Met Standards status on or before the beginning of the 2018 school year. Should you have any questions about these efforts and our progress, please do not hesitate to contact my office.

Sincerely,

Yolanda Rodriguez
Area Superintendent, Houston ISD
June 14, 2018

Ms. Lora Myrick
Housing Lab by BETCO
2201 Northland Drive
Austin, TX 78756

RE: REQUEST FOR ADMINISTRATIVE DEFICIENCY: 18020 ST. ELIZABETH PLACE

Dear Ms Myrick:

The Texas Department of Housing and Community Affairs (the “Department”) is in receipt of your Third Party Request for Administrative Deficiency (“RFAD”) requesting that the Department review the Application above to determine whether the information provided in the Application related to undesirable neighborhood characteristics is sufficient to find should the Development Site eligible under 10 TAC 10.101(a)(3). Staff determined that an Administrative Deficiency was appropriate for the request, and that termination of the Application was not appropriate. Staff issued an Administrative Deficiency on May 8, 2018. The response to the deficiency notice was received timely, and the response has been added to the online Application.

Per 10 TAC §10.101(a)(3) of the 2018 Uniform Multifamily Rules related to Undesirable Neighborhood Characteristics, staff’s assessment of the Development Site and neighborhood will be presented to the Board with a recommendation with respect to the eligibility of the Development Site. The issue of whether the Applicant has demonstrated actions being taken that would lead a reader to conclude that there is a high probability and reasonable expectation the undesirable characteristic(s) will be sufficiently mitigated or significantly improved within a reasonable time, typically prior to placement in service, and that the undesirable characteristic demonstrates a positive trend and continued improvement, is expected to be determined by the Department’s Governing Board at its meeting of June 28, 2018.

Pursuant to Per 10 TAC §11.10 related to Third Party Request for Administrative Deficiency, staff will provide to the Board, at its meeting of June 28, 2018, a written report summarizing each third party request for administrative deficiency and the manner in which it was addressed. You may provide testimony on this report before the Board takes any formal action to accept the report. The results of a RFAD may not be appealed by the requestor.
REQUEST FOR ADMINISTRATIVE DEFICIENCY
June 1, 2018
Page 2

For purposes of staff's review of the request, the matter is considered closed. If you have questions or require further information, please contact me.

Sincerely,

Marni Holloway
Multifamily Division Director

Cc: Jessica Thompson
July 9, 2018

Ms. Tamea Dula
Coats Rose
9 Greenway Plaza, Ste 1000
Houston, TX 77046

RE: APPEAL RESPONSE RE 2018 COMPETITIVE HOUSING TAX CREDIT APPLICATION 18020 ST. ELIZABETH PLACE

Dear Ms. Dula:

The Texas Department of Housing and Community Affairs ("the Department") is in receipt of your appeal letter dated July 9, 2018, regarding the application submission indicated above. Because notification of the Progressive Fifth Ward Community Association ("PFWCA") was not timely accomplished prior to Pre-application, the Pre-application was rejected and the Application rendered ineligible for pre-application points, subject to your ability to appeal. Further, because the notification prior to full Application was not accomplished, the Application was recommended for termination, subject to your ability to appeal.

The appeal states that PFWCA "received notification of the details of the Application via correspondence from State Senator Boris L. Miles," and that "[t]echnically, the QAP and RULES do not specify that Notification must come directly from the Applicant." Respectfully, Tex. Gov't Code §2306.6704(b-1)(regarding Pre-application) requires "... the applicant has notified ... any neighborhood organization [with the appropriate notifications]"; and Tex. Gov't Code §2306.6705(9)(regarding the full application) states that "an application must contain at a minimum ... evidence that the applicant has notified ... any neighborhood organization [with the appropriate notifications]." (emphasis added). Further, per 10 TAC §10.203, related to Public Notifications:

"A certification, as provided in the Application, that the Applicant met the requirements and deadlines identified in paragraphs (1) - (3) of this section must be submitted with the Application." (emphasis added)

Per 10 TAC §10.203(1), related to Neighborhood Organization Notifications:
(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state as of 30 days prior to the Full Application Delivery Date and whose boundaries include the entire proposed Development Site.

It is clear that the statute and rules require that notification must be made by the Applicant. That the organization may have received information from another source does not relieve the Applicant of its duty in this regard. In its Pre-application, PFWCA was not listed as a neighborhood organization that was notified. Similarly, in its full application, no evidence was provided that PFWCA had been notified.

The appeal discusses that PFWCA provided a notification letter from State Senator Boris Miles that included all aspects of the notice required by rule to be provided to Neighborhood Organizations. This letter, with the addressee redacted, is dated January 31, 2018, and states that a pre-application for St. Elizabeth Place had been filed, and is either silent or misstates two of the required elements of notification listed in 10 TAC §11.8(b)(2)(C)(i)(namely IV and V). While there may be an argument that most of the basic elements of notice are contained in this letter and its presumptive attachment, what it does not illustrate is that the Applicant provided notice to PFWCA, or that the Application contained evidence of the notification, as is required by statute and rule.

The appeal asserts that good faith effort was made to identify Neighborhood Organizations of record and that changes to the rules have made this task more difficult. Staff reviewed the last five years of the rule to be clear of revisions made. The rule at 10 TAC §10.203(1)(A) read in 2013:

(A) In accordance with the requirements of this subparagraph, the Applicant must request from local elected officials a list of Neighborhood Organizations on record with the county and state whose boundaries include the proposed Development Site. No later than the Full Application Neighborhood Organization Request Date as identified in 11.2 of this title (relating to Program Calendar for Competitive Housing Tax Credits) or 10.4 of this chapter (relating to Program Dates), as applicable, the Applicant must email, fax, or mail with return receipt requested a completed Neighborhood Organization Request letter as provided in the Application to the local elected official, as applicable, based on where the Development is proposed to be located.

In 2014, the rule read:

“(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state whose boundaries include the proposed Development Site.”

From 2015 through 2016, the rule read:

“(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state as of 30 days prior to the Full Application Delivery Date and whose boundaries include the proposed Development Site.”

And in 2017, the rule was revised to read:

(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state as of 30 days prior to the Full Application Delivery Date and whose boundaries include the proposed Development Site. As used in this section, “on record with the state” means on record with the Secretary of State.
Indeed, the 2017 revision identified the Secretary of State as the cognizant agency for this purpose as that agency maintains a public file of recorded agencies. However, the rule, as it has existed since 2014, required checking with the County and the State as to the existence of Neighborhood Organizations. The 2017 rule made it very clear that checking with the Secretary of State was a critical component in satisfying this rule. In the response to the Administrative Deficiency, as well as the Appeal, it is clearly indicated that the Applicant only checked with a City of Houston resource and not, as provided for in the statute and as required in the rule, the County and Secretary of State.

The appeal questions whether staff was able to produce evidence of PFWCA’s registration with the Secretary of State’s office through a general search of the records. Staff searched the records for the term “Progressive Fifth Ward” and found the organization to be registered since June 22, 2017. In response to an Administrative Deficiency from staff, the Applicant stated that “[i]n February 2017, Ms. Hubbard and other officers of Fifth Ward Neighborhood Civic Club resigned en masse, and formed a splinter group which became known as Progressive. Progressive initially operated as an unincorporated association. Staff at FWCRC were not aware that Progressive had incorporated.” A search of the Secretary of State’s records would have yielded this information. In that same response, the Applicant stated that “[o]n February 27, 2018, [FWCRC], acting on behalf of the Development Team, emailed Ms. Hubbard regarding the Project and the hope that Progressive would provide Quantifiable Community Participation supporting the project. A 2018 QCP Neighborhood Information Packet was attached to the email. [FWCRC] followed up that email with another on February 27, 2018, clarifying that two points of contact for Progressive would be needed for the form.” This appears to indicate that the Applicant was aware that PFWCA existed as Neighborhood Organization prior to the Full Application Delivery Date of March 1, 2018.

I am unable to conclude that the points raised in your appeal satisfy the statutory and rule requirements as to notifications to Neighborhood Organizations, and, accordingly, I must deny the appeal. As you have requested, the appeal has been included on the agenda for the July 12, 2018, meeting of the Department’s Governing Board. Should you have any questions, please contact Sharon Gamble, Competitive Tax Credit Program Administrator, at sharon.gamble@tdhca.state.tx.us or by phone at 512-936-7834.

Sincerely,

Timothy K. Irvine
Executive Director
July 9, 2018

Email to tim.irvine@tdhca.state.tx.us
Tim Irvine, Executive Director
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701-2401

RE: #18020 St. Elizabeth Place – Response to Administrative Deficiency Notice.

Dear Mr. Irvine:

This is an appeal of the termination of the 2018 Competitive Housing Tax Credit Application for #18020 St. Elizabeth Place ("Application"), by Termination Notice dated July 3, 2018, issued by Marni Holloway, Director of Multifamily Finance. St. Elizabeth Place, LP (the "Applicant") was advised that failure to provide Notification to Progressive Fifth Ward Community Association ("PFWCA") by January 9, 2018 was grounds for denying six (6) Pre-Application points, and failure to provide Notification to PFWCA by March 1, 2018 was grounds for terminating the Application. Erica Hubbard, President of PFWCA, sent the Department a letter on June 11, 2018, opposing the proposed St. Elizabeth Place development and indicating that PFWCA had not received Notification of the Application. PFWCA is an association of residents and organizations who pay annual membership fees of $50 per resident and $100 per entity, making it an association with a high barrier to entry for many neighborhoods and an exclusive one for a neighborhood with a median income of $18,570.

We ask that you, as Executive Director, reconsider this determination and rescind the Termination Notice and reinstate the requested six (6) points on the following grounds:

A. PFWCA Received Notification Prior to March 1, 2018.

1. No termination of this Application is required because Erica Hubbard and PFWCA received Notification of the details of the Application via correspondence from State Senator Borris L. Miles. Senator Miles sent a letter dated January 31, 2018 to multiple recipients advising them that the Applicant had filed a Pre-Application with the TDHCA. His letter provided the details of the proposed development, told the letter recipients how
to contact their State Representative to provide input, and advised that the TDHCA would hold public hearings later in the Spring to obtain community comments regarding the Application. Ms. Hubbard acknowledged her receipt of the Senator’s letter prior to the Full Application Deadline by forwarding it to Kathy Payton at FWCRC by email on February 28, 2018. Please see Exhibit A attached.

2. Technically, the QAP and Rules do not specify that Notification must come directly from the Applicant, and frequently we see that it is sent out by another person, such as a consultant. Senator Miles sent a letter to his constituents advising them about the potential development and providing a copy of the TDHCA’s Notification which was sent to him. Anyone who obtained a copy of his correspondence with its attachment had effective Notification of the Application. For this reason, we respectfully request that the termination of the St. Elizabeth Place Application be rescinded.

B. Good Faith Effort Was Made to Identify Neighborhood Organizations of Record.

1. Historically, the Uniform Multifamily Rules and the Qualified Allocation Plan provided safe harbors for identifying Neighborhood Organizations, but these have been eliminated, and there is no clear means of truly identifying all potential neighborhood organizations that claim boundaries of interest that would include a proposed project. Safe harbors originally included sending inquiries to the county clerk and specified local elected officials to request their listings of registered entities that might qualify as Neighborhood Organizations on record with the county or state. For several years (2015 and 2016) they also included checking the TDHCA’s registration of entities that were potential Neighborhood Organizations, which constituted being “on record” with the state. These are no longer recognized listings to rely upon, although they can provide initial information which can be confirmed through the Secretary of State or the County Clerk. There are no longer any safe harbors that can provide assurance that all necessary neighborhood organizations have been notified.

2. Neither the Secretary of State of Texas nor the Harris County Clerk maintains a listing of civic organizations that might qualify as Neighborhood Organizations in connection with St. Elizabeth Place. While the Harris County Clerk has records concerning Property Owners’ Associations and Homeowners’ Associations, these are not maintained in a listing and can only be found by conducting a title search of the property in question. The title search for the Application did not reveal any Property Owners’ Association or Homeowners’ Association relevant to the project site. In a recent call to the Harris County Clerk’s Office, Ms. Doris Ashby, Director of the Information Department, confirmed that the County Clerk does not maintain any such listing, and provided a referral to the City of Houston.
Prior to 2014, an inquiry to the city in which the proposed project was located could provide a listing of Neighborhood Organizations “on record with the state” because the city was considered the local outlet of the State. This changed in the 2017 Uniform Multifamily Rules, however, when §10.203(1)(A) was revised to specify that “As used in this section, ‘on record with the state’ means on record with the Secretary of State.” The same language appears in the 2018 Rules.

The Applicant made a good faith effort to locate Neighborhood Organizations and provided Notification to four (4) entities believed to be qualified Neighborhood Organizations. Applicant’s good faith effort included checking with the City of Houston’s interactive map of community organizations at http://www.houstontx.gov/cao/civicclubs.html to see which community organizations had declared boundaries of interest that included 4514 Lyons Avenue, the address of the project site. They also obtained a City of Houston Civic Club List which was updated through February 21, 2018, and is available at: http://www.houstontx.gov/cao/civicclubs.pdf. Cross-checking the entities found via the map of community organization boundaries, and the Civic Club List with the Secretary of State, only one entity was found to be of record with the Secretary of State. A search of the five surrounding ZIP Codes (77002, 77003, 77010, 77011 and 77026) revealed two additional civic clubs. Each was registered with the Secretary of State, but neither includes the Project site within its area of interest. Neither of the listings made any reference to PFWCA.

In an effort to be extremely thorough, the Applicant ultimately sent four (4) entities Notifications prior to Pre-Application submission: (i) Fifth Ward Redevelopment Authority; (ii) Fifth Ward Community Redevelopment Corporation; (iii) Fifth Ward Neighborhood Civic Club; and (iv) Greater Fifth Ward Super Neighborhood 55. The inclusion of Greater Fifth Ward Super Neighborhood 55 (which is not registered with the Secretary of State) provided a means of reaching additional organizations that did not come up in the search, since in Houston, Super Neighborhoods are amalgamations of residents and stakeholders, including groups like civic clubs, non-profit associations, community development corporations, business associations, the faith community, school districts, institutions, etc. By including the Greater Fifth Ward Super Neighborhood 55, the Applicant made the Notification available to more interested parties than showed up in a search of organizations of record with the Secretary of State or the Harris County Clerk. We note that Erica Hubbard, as a resident, and PFWCA, as an organization, are both members of the Greater Fifth Ward Super Neighborhood 55.

The Termination Notice indicated that PFWCA was obtainable through a search of the Secretary of State’s records, and attached a copy of the search results as evidence. It appears, however, that the search was conducted to see if a known entity with a specific Filing Number was “of record.” This entry does not appear to have been obtained through a generalized search of entities with either the words “Fifth Ward”
in their names, or with an interest in the Fifth Ward. Indeed, had the entity not included the reference to “Fifth Ward” there is no way that it could have been located through a search of Secretary of State records. A telephone inquiry with Ms. Victoria Torres of the Secretary of State’s Customer Service Department confirmed that the Secretary of State does not maintain any kind of listing of local organizations that might qualify as Neighborhood Organizations, nor even a separate listing of nonprofit organizations. Basically, unless you already know that the entity exists, information is very difficult, if not impossible to obtain from the Secretary of State.

7. In 2017 the Rules changed so that the TDHCA no longer publishes a listing of registered Neighborhood Organizations. There is no longer any safe harbor for applicants in their efforts to locate with a degree of certainty the entities that must receive Notification. While we believe that St. Elizabeth Place is the first situation where this kind of failure to notify has been pursued, we recognize that it is unlikely to be the last. Maintaining the Notification requirements as they currently stand leaves open the opportunity to an unscrupulous developer to register an entity with the Secretary of State and keep it undercover until it is needed to torpedo a competitor’s application. Then, like in this situation, the pre-existing organization can complain that it has not received appropriate Notification per the Rules. If such a revelation is not made until after the Application deadline, then there is no way under the Rules to cure the Notification failure. It is bad public policy to create such an opportunity for misuse, and the TDHCA needs to resolve this issue so that it does not constitute an open invitation to manipulate the Rules. In consideration of the good faith effort to locate and notify qualified Neighborhood Organizations, we request that the Notification provided at Pre-Application be deemed sufficient and that the six (6) Pre-Application points be reinstated.

C. Erica Hubbard and PFWCA Were Informed About the Project Prior to March 1st.

1. The revitalization of the St. Elizabeth Hospital complex as affordable housing is a community project headed up by the non-profit Fifth Ward Community Redevelopment Corporation (“FWCRC”). The FWCRC has an inclusive approach to its actions within the Fifth Ward community, and tries to involve multiple interest groups in order to achieve broad support for its revitalization program. Between November 2016 and the Application Deadline, Ms. Hubbard participated as a member of the selection committee for the St. Elizabeth Place architect and co-developer. In testimony before Houston City Council on May 30, 2018, Ms. Hubbard advised of her opposition to the Application primarily due to its supposed preference for Veterans (which is not actually an element of the Application) and on questioning by Council Member Davis, she confirmed her involvement in the proposal that culminated in the Application. As a member of the selection committee that interviewed potential co-developers and architects, Ms. Hubbard had possession of the redevelopment plan presented by Cloudbreak Development II, LLC. The only
change in that plan has been to finalize the number of units in the project, which increased from 100 to 110 units.

2. Ms. Hubbard’s initial involvement with the Project was in her capacity as a resident of the area and as an officer of Fifth Ward Neighborhood Civic Club. In February 2017, Ms. Hubbard and other officers of Fifth Ward Neighborhood Civic Club resigned en masse, and formed an unincorporated splinter group which operated under several different names (Fifth Ward Solidarity; North Park; Solidarity5Ward; Progressive) and ultimately became known as PFWCA. Staff at FW CRC were not aware that PFWCA had incorporated.

3. On February 27, 2018, Zarana Sanghani, Program Officer at FW CRC, acting on behalf of the Development Team, emailed Ms. Hubbard regarding the Project and the hope that PFWCA would provide a letter of support for the Project. Jessica Thompson of FW CRC sent another email regarding a support letter on February 27, 2018. Ms. Hubbard appears not to have followed up on the email request.

4. On February 28, 2018 Kathy Payton of FW CRC contacted Erica Hubbard requesting support for St. Elizabeth Place. Ms. Payton gave an updated synopsis of the Project since Ms. Hubbard’s involvement, and provided answers to recent questions raised by other community organizations. A letter of support was requested from PFWCA, and Ms. Payton offered to attend a meeting that night to answer questions concerning the Project. Later that day, in a telephone conversation between Ms. Hubbard and Kathy Payton, Ms. Hubbard indicated that she had received a letter dated January 31, 2018 from State Senator Borris L. Miles regarding the Application, and Ms. Hubbard forwarded that correspondence to Ms. Payton. A copy of the Notification regarding St. Elizabeth Place that was sent to Senator Miles by the TDHCA was included in his correspondence, so PFWCA clearly was in receipt of a Notification containing all of the required information. Neither the QAP nor the Rules requires that the Notification be sent out by the Applicant – only that it be sent to the requisite Neighborhood Organizations. Here Senator Miles provided PDWCA with the same Notification he had received directly from the TDHCA. If the correspondence was sufficient to put a State Senator on notice regarding the proposed application, then it surely was sufficient to provide notice to an organization where the President and CEO had personal involvement in the Application and was in regular communications with FW CRC, the co-developer.

5. The TDHCA requires that certain information concerning the proposed application for Competitive Housing Tax Credits be provided in the Notification, but it does not require that a particular form of written Notification be used. One of the approved ways to deliver written Notification to a recipient is by email. The email correspondence with PFWCA concerning the Application, taken as a whole, and in particular, the correspondence that PFWCA acknowledges receiving from State Senator Borris L. Miles, constitutes Notification to PFWCA prior to March 1, 2018.
Ms. Hubbard was aware that the Application was being submitted and that demonstrates that PFWCA and Ms. Hubbard had adequate and compliant Notification of the Application prior to March 1, 2018.

Thank you for the opportunity to file this Appeal. We sincerely hope that you will find the argument compelling and will agree that a Project with immense support within the community, as was demonstrated at the June 28, 2018 TDHCA Board Meeting, should not be terminated because of the last-minute letter sent by Ms. Hubbard on behalf of PFWCA. If, however, you do not grant this Appeal, then we do wish to appear before the Board at its July 12, 2018 Board Meeting.

Very truly yours,

Tamea A. Dula

Exhibit A

c: Kathy Payton
   Jessica Thompson
EXHIBIT A

January 31, 2018

[Address Redacted]

Dear: [Address Redacted]

I am writing you to let you know that a preliminary application for a Competitive Housing Tax Credit in your community has been submitted by a developer to the Texas Department of Housing and Community Affairs (TDHCA). The developer has until March 1st to submit a final application. I have attached a copy of the notification with this letter.

This tax credit program is one of the state’s primary means of directing private capital toward the development and preservation of affordable rental housing for low-income households. However, there have been instances where the affordable housing is built, and then it quickly goes into disrepair and becomes a problem in the community.

These credits are awarded on the basis of scores for each project based on their application and other factors. An application can receive a higher score if it includes a support letter from their state representative. State senators, like myself, are not directly involved in the scoring process. If you or your community has an opinion on this project, I encourage you to communicate with your state representative. Below is the contact information for the state representative who has jurisdiction over this project:

Representative Harold Dutton
Harold.Dutton@House.texas.gov, 713-692-9192

Later in the spring, hearings will be held by TDHCA to gather input on the application. Information on these hearings will be available at [http://www.tdhca.state.tx.us/public-comment.htm](http://www.tdhca.state.tx.us/public-comment.htm). Thank you for your involvement in our community and please do not hesitate to contact my office if you have any questions.

Keep the Faith, Keep the Fight,

Borris L. Miles
Senator, District 13
Relevant Development Information as Presented by the Applicant:

Project Number: 18020
Development Name: St. Elizabeth Place
Development Address: 4514 Lyons Avenue
Development City: Houston
Development Zip: 77020
Region: 6
Regional Allocation: Urban
Target Population: General
Set Aside: ☑ Nonprofit ☐ USDA ☐ At-Risk
Construction Type: New Construction
Credit/ Funding Request: $1,500,000
Total Low Income Units: 120
Total Market Rate Units: 40
Total Units: 160

Applicant Information:

Owner Contact: Jessica Thompson
Owner Address: 4300 Lyons Ave, Suite 300
Owner City: Houston
Owner State: Texas
Owner Zip: 77020
Owner Phone: (713) 674-0175
Owner Email: jthompson@fifthwardcrc.org
July 9, 2018

Ms. Tamea Dula
Coats Rose
9 Greenway Plaza, Ste 1000
Houston, TX 77046

RE: APPEAL RESPONSE RE 2018 COMPETITIVE HOUSING TAX CREDIT APPLICATION 18020 ST. ELIZABETH PLACE

Dear Ms. Dula:

The Texas Department of Housing and Community Affairs (“the Department”) is in receipt of your appeal letter dated July 9, 2018, regarding the application submission indicated above. Because notification of the Progressive Fifth Ward Community Association (“PFWCA”) was not timely accomplished prior to Pre-application, the Pre-application was rejected and the Application rendered ineligible for pre-application points, subject to your ability to appeal. Further, because the notification prior to full Application was not accomplished, the Application was recommended for termination, subject to your ability to appeal.

The appeal states that PFWCA “received notification of the details of the Application via correspondence from State Senator Boris L. Miles,” and that “[i]n addition, the QAP and RULES do not specify that Notification must come directly from the Applicant.” Respectfully, Tex. Gov’t Code §2306.6704(b-1)(regarding Pre-application) requires “. . . the applicant to provide the department with evidence that the applicant has notified . . . any neighborhood organization [with the appropriate notifications]”; and Tex. Gov’t Code §2306.6705(9)(regarding the full application) states that “an application must contain at a minimum . . . evidence that the applicant has notified . . . any neighborhood organization [with the appropriate notifications].” (emphasis added). Further, per 10 TAC §10.203, related to Public Notifications:

“A certification, as provided in the Application, that the Applicant met the requirements and deadlines identified in paragraphs (1) - (3) of this section must be submitted with the Application.” (emphasis added)

Per 10 TAC §10.203(1), related to Neighborhood Organization Notifications:
(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state as of 30 days prior to the Full Application Delivery Date and whose boundaries include the entire proposed Development Site.

It is clear that the statute and rules require that notification must be made by the Applicant. That the organization may have received information from another source does not relieve the Applicant of its duty in this regard. In its Pre-application, PFWCA was not listed as a neighborhood organization that was notified. Similarly, in its full application, no evidence was provided that PFWCA had been notified.

The appeal discusses that PFWCA provided a notification letter from State Senator Boris Miles that included all aspects of the notice required by rule to be provided to Neighborhood Organizations. This letter, with the addressee redacted, is dated January 31, 2018, and states that a pre-application for St. Elizabeth Place had been filed, and is either silent or misstates two of the required elements of notification listed in 10 TAC §11.8(b)(2)(C)(i)(namely IV and V). While there may be an argument that most of the basic elements of notice are contained in this letter and its presumptive attachment, what it does not illustrate is that the Applicant provided notice to PFWCA, or that the Application contained evidence of the notification, as is required by statute and rule.

The appeal asserts that good faith effort was made to identify Neighborhood Organizations of record, but that changes to the rules have made this task more difficult. Staff reviewed the last five years of the rule to be clear of revisions made. The rule at 10 TAC §10.203(1)(A) read in 2013:

(A) In accordance with the requirements of this subparagraph, the Applicant must request from local elected officials a list of Neighborhood Organizations on record with the county and state whose boundaries include the proposed Development Site. No later than the Full Application Neighborhood Organization Request Date as identified in 11.2 of this title (relating to Program Calendar for Competitive Housing Tax Credits) or 10.4 of this chapter (relating to Program Dates), as applicable, the Applicant must email, fax, or mail with return receipt requested a completed Neighborhood Organization Request letter as provided in the Application to the local elected official, as applicable, based on where the Development is proposed to be located.

In 2014, the rule read:

“(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state whose boundaries include the proposed Development Site.”

From 2015 through 2016, the rule read:

“(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state as of 30 days prior to the Full Application Delivery Date and whose boundaries include the proposed Development Site.”

And in 2017, the rule was revised to read:

(A) The Applicant must identify and notify all Neighborhood Organizations on record with the county or the state as of 30 days prior to the Full Application Delivery Date and whose boundaries include the proposed Development Site. As used in this section, “on record with the state” means on record with the Secretary of State.
Indeed, the 2017 revision identified the Secretary of State as the cognizant agency for this purpose as that agency maintains a public file of recorded agencies. However, the rule, as it has existed since 2014, required checking with the County and the State as to the existence of Neighborhood Organizations. The 2017 rule made it very clear that checking with the Secretary of State was a critical component in satisfying this rule. In the response to the Administrative Deficiency, as well as the Appeal, it is clearly indicated that the Applicant only checked with a City of Houston resource and not, as provided for in the statute and as required in the rule, the County and Secretary of State.

The appeal questions whether staff was able to produce evidence of PFWCA’s registration with the Secretary of State’s office through a general search of the records. Staff searched the records for the term “Progressive Fifth Ward” and found the organization to be registered since June 22, 2017. In response to an Administrative Deficiency from staff, the Applicant stated that “[i]n February 2017, Ms. Hubbard and other officers of Fifth Ward Neighborhood Civic Club resigned en masse, and formed a splinter group which became known as Progressive. Progressive initially operated as an unincorporated association. Staff at FWCRC were not aware that Progressive had incorporated.” A search of the Secretary of State’s records would have yielded this information. In that same response, the Applicant stated that “[o]n February 27, 2018, [FWCRC], acting on behalf of the Development Team, emailed Ms. Hubbard regarding the Project and the hope that Progressive would provide Quantifiable Community Participation supporting the project. A 2018 QCP Neighborhood Information Packet was attached to the email. [FWCRC] followed up that email with another on February 27, 2018, clarifying that two points of contact for Progressive would be needed for the form.” This appears to indicate that the Applicant was aware that PFWCA existed as Neighborhood Organization prior to the Full Application Delivery Date of March 1, 2018.

I am unable to conclude that the points raised in your appeal satisfy the statutory and rule requirements as to notifications to Neighborhood Organizations, and, accordingly, I must deny the appeal. As you have requested, the appeal has been included on the agenda for the July 12, 2018, meeting of the Department’s Governing Board. Should you have any questions, please contact Sharon Gamble, Competitive Tax Credit Program Administrator, at sharon.gamble@tdhca.state.tx.us or by phone at 512-936-7834.

Sincerely,

[Signature]

Timothy K. Irvine
Executive Director
July 9, 2018

Email to tim.irvine@tdhca.state.tx.us
Tim Irvine, Executive Director
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701-2401

RE: #18020 St. Elizabeth Place – Response to Administrative Deficiency Notice.

Dear Mr. Irvine:

This is an appeal of the termination of the 2018 Competitive Housing Tax Credit Application for #18020 St. Elizabeth Place ("Application"), by Termination Notice dated July 3, 2018, issued by Marni Holloway, Director of Multifamily Finance. St. Elizabeth Place, LP (the "Applicant") was advised that failure to provide Notification to Progressive Fifth Ward Community Association ("PFWCA") by January 9, 2018 was grounds for denying six (6) Pre-Application points, and failure to provide Notification to PFWCA by March 1, 2018 was grounds for terminating the Application. Erica Hubbard, President of PFWCA, sent the Department a letter on June 11, 2018, opposing the proposed St. Elizabeth Place development and indicating that PFWCA had not received Notification of the Application. PFWCA is an association of residents and organizations who pay annual membership fees of $50 per resident and $100 per entity, making it an association with a high barrier to entry for many neighborhoods and an exclusive one for a neighborhood with a median income of $18,570.

We ask that you, as Executive Director, reconsider this determination and rescind the Termination Notice and reinstate the requested six (6) points on the following grounds:

A. **PFWCA Received Notification Prior to March 1, 2018.**

1. No termination of this Application is required because Erica Hubbard and PFWCA received Notification of the details of the Application via correspondence from State Senator Borris L. Miles. Senator Miles sent a letter dated January 31, 2018 to multiple recipients advising them that the Applicant had filed a Pre-Application with the TDHCA. His letter provided the details of the proposed development, told the letter recipients how
to contact their State Representative to provide input, and advised that the TDHCA would hold public hearings later in the Spring to obtain community comments regarding the Application. Ms. Hubbard acknowledged her receipt of the Senator’s letter prior to the Full Application Deadline by forwarding it to Kathy Payton at FWCRC by email on February 28, 2018. Please see Exhibit A attached.

2. Technically, the QAP and Rules do not specify that Notification must come directly from the Applicant, and frequently we see that it is sent out by another person, such as a consultant. Senator Miles sent a letter to his constituents advising them about the potential development and providing a copy of the TDHCA’s Notification which was sent to him. Anyone who obtained a copy of his correspondence with its attachment had effective Notification of the Application. For this reason, we respectfully request that the termination of the St. Elizabeth Place Application be rescinded.

B. **Good Faith Effort Was Made to Identify Neighborhood Organizations of Record.**

1. Historically, the Uniform Multifamily Rules and the Qualified Allocation Plan provided safe harbors for identifying Neighborhood Organizations, but these have been eliminated, and there is no clear means of truly identifying all potential neighborhood organizations that claim boundaries of interest that would include a proposed project. Safe harbors originally included sending inquiries to the county clerk and specified local elected officials to request their listings of registered entities that might qualify as Neighborhood Organizations on record with the county or state. For several years (2015 and 2016) they also included checking the TDHCA’s registration of entities that were potential Neighborhood Organizations, which constituted being “on record” with the state. These are no longer recognized listings to rely upon, although they can provide initial information which can be confirmed through the Secretary of State or the County Clerk. There are no longer any safe harbors that can provide assurance that all necessary neighborhood organizations have been notified.

2. Neither the Secretary of State of Texas nor the Harris County Clerk maintains a listing of civic organizations that might qualify as Neighborhood Organizations in connection with St. Elizabeth Place. While the Harris County Clerk has records concerning Property Owners’ Associations and Homeowners’ Associations, these are not maintained in a listing and can only be found by conducting a title search of the property in question. The title search for the Application did not reveal any Property Owners’ Association or Homeowners’ Association relevant to the project site. In a recent call to the Harris County Clerk’s Office, Ms. Doris Ashby, Director of the Information Department, confirmed that the County Clerk does not maintain any such listing, and provided a referral to the City of Houston.
3. Prior to 2014, an inquiry to the city in which the proposed project was located could provide a listing of Neighborhood Organizations “on record with the state” because the city was considered the local outlet of the State. This changed in the 2017 Uniform Multifamily Rules, however, when §10.203(1)(A) was revised to specify that “As used in this section, ‘on record with the state’ means on record with the Secretary of State.” The same language appears in the 2018 Rules.

4. The Applicant made a good faith effort to locate Neighborhood Organizations and provided Notification to four (4) entities believed to be qualified Neighborhood Organizations. Applicant’s good faith effort included checking with the City of Houston’s interactive map of community organizations at http://www.houstontx.gov/cao/civicclubs.html to see which community organizations had declared boundaries of interest that included 4514 Lyons Avenue, the address of the project site. They also obtained a City of Houston Civic Club List which was updated through February 21, 2018, and is available at: http://www.houstontx.gov/cao/civicclubs.pdf. Cross-checking the entities found via the map of community organization boundaries, and the Civic Club List with the Secretary of State, only one entity was found to be of record with the Secretary of State. A search of the five surrounding ZIP Codes (77002, 77003, 77010, 77011 and 77026) revealed two additional civic clubs. Each was registered with the Secretary of State, but neither includes the Project site within its area of interest. Neither of the listings made any reference to PFWCA.

5. In an effort to be extremely thorough, the Applicant ultimately sent four (4) entities Notifications prior to Pre-Application submission: (i) Fifth Ward Redevelopment Authority; (ii) Fifth Ward Community Redevelopment Corporation; (iii) Fifth Ward Neighborhood Civic Club; and (iv) Greater Fifth Ward Super Neighborhood 55. The inclusion of Greater Fifth Ward Super Neighborhood 55 (which is not registered with the Secretary of State) provided a means of reaching additional organizations that did not come up in the search, since in Houston, Super Neighborhoods are amalgamations of residents and stakeholders, including groups like civic clubs, non-profit associations, community development corporations, business associations, the faith community, school districts, institutions, etc. By including the Greater Fifth Ward Super Neighborhood 55, the Applicant made the Notification available to more interested parties than showed up in a search of organizations of record with the Secretary of State or the Harris County Clerk. We note that Erica Hubbard, as a resident, and PFWCA, as an organization, are both members of the Greater Fifth Ward Super Neighborhood 55.

6. The Termination Notice indicated that PFWCA was obtainable through a search of the Secretary of State’s records, and attached a copy of the search results as evidence. It appears, however, that the search was conducted to see if a known entity with a specific Filing Number was “of record.” This entry does not appear to have been obtained through a generalized search of entities with either the words “Fifth Ward”
in their names, or with an interest in the Fifth Ward. Indeed, had the entity not included the reference to "Fifth Ward" there is no way that it could have been located through a search of Secretary of State records. A telephone inquiry with Ms. Victoria Torres of the Secretary of State's Customer Service Department confirmed that the Secretary of State does not maintain any kind of listing of local organizations that might qualify as Neighborhood Organizations, nor even a separate listing of nonprofit organizations. Basically, unless you already know that the entity exists, information is very difficult, if not impossible to obtain from the Secretary of State.

7. In 2017 the Rules changed so that the TDHCA no longer publishes a listing of registered Neighborhood Organizations. There is no longer any safe harbor for applicants in their efforts to locate with a degree of certainty the entities that must receive Notification. While we believe that St. Elizabeth Place is the first situation where this kind of failure to notify has been pursued, we recognize that it is unlikely to be the last. Maintaining the Notification requirements as they currently stand leaves open the opportunity to an unscrupulous developer to register an entity with the Secretary of State and keep it undercover until it is needed to torpedo a competitor's application. Then, like in this situation, the pre-existing organization can complain that it has not received appropriate Notification per the Rules. If such a revelation is not made until after the Application deadline, then there is no way under the Rules to cure the Notification failure. It is bad public policy to create such an opportunity for misuse, and the TDHCA needs to resolve this issue so that it does not constitute an open invitation to manipulate the Rules. In consideration of the good faith effort to locate and notify qualified Neighborhood Organizations, we request that the Notification provided at Pre-Application be deemed sufficient and that the six (6) Pre-Application points be reinstated.

C. **Erica Hubbard and PFWCA Were Informed About the Project Prior to March 1st.**

1. The revitalization of the St. Elizabeth Hospital complex as affordable housing is a community project headed up by the non-profit Fifth Ward Community Redevelopment Corporation ("FWCRC"). The FWCRC has an inclusive approach to its actions within the Fifth Ward community, and tries to involve multiple interest groups in order to achieve broad support for its revitalization program. Between November 2016 and the Application Deadline, Ms. Hubbard participated as a member of the selection committee for the St. Elizabeth Place architect and co-developer. In testimony before Houston City Council on May 30, 2018, Ms. Hubbard advised of her opposition to the Application primarily due to its supposed preference for Veterans (which is not actually an element of the Application) and on questioning by Council Member Davis, she confirmed her involvement in the proposal that culminated in the Application. As a member of the selection committee that interviewed potential co-developers and architects, Ms. Hubbard had possession of the redevelopment plan presented by Cloudbreak Development II, LLC. The only
change in that plan has been to finalize the number of units in the project, which increased from 100 to 110 units.

2. Ms. Hubbard’s initial involvement with the Project was in her capacity as a resident of the area and as an officer of Fifth Ward Neighborhood Civic Club. In February 2017, Ms. Hubbard and other officers of Fifth Ward Neighborhood Civic Club resigned en masse, and formed an unincorporated splinter group which operated under several different names (Fifth Ward Solidarity; North Park; Solidarity5Ward; Progressive) and ultimately became known as PFWCA. Staff at FWCRC were not aware that PFWCA had incorporated.

3. On February 27, 2018, Zarana Sanghani, Program Officer at FWCRC, acting on behalf of the Development Team, emailed Ms. Hubbard regarding the Project and the hope that PFWCA would provide a letter of support for the Project. Jessica Thompson of FWCRC sent another email regarding a support letter on February 27, 2018. Ms. Hubbard appears not to have followed up on the email request.

4. On February 28, 2018 Kathy Payton of FWCRC contacted Erica Hubbard requesting support for St. Elizabeth Place. Ms. Payton gave an updated synopsis of the Project since Ms. Hubbard’s involvement, and provided answers to recent questions raised by other community organizations. A letter of support was requested from PFWCA, and Ms. Payton offered to attend a meeting that night to answer questions concerning the Project. Later that day, in a telephone conversation between Ms. Hubbard and Kathy Payton, Ms. Hubbard indicated that she had received a letter dated January 31, 2018 from State Senator Borris L. Miles regarding the Application, and Ms. Hubbard forwarded that correspondence to Ms. Payton. A copy of the Notification regarding St. Elizabeth Place that was sent to Senator Miles by the TDHCA was included in his correspondence, so PFWCA clearly was in receipt of a Notification containing all of the required information. Neither the QAP nor the Rules requires that the Notification be sent out by the Applicant – only that it be sent to the requisite Neighborhood Organizations. Here Senator Miles provided PDWCA with the same Notification he had received directly from the TDHCA. If the correspondence was sufficient to put a State Senator on notice regarding the proposed application, then it surely was sufficient to provide notice to an organization where the President and CEO had personal involvement in the Application and was in regular communications with FWCRC, the co-developer.

5. The TDHCA requires that certain information concerning the proposed application for Competitive Housing Tax Credits be provided in the Notification, but it does not require that a particular form of written Notification be used. One of the approved ways to deliver written Notification to a recipient is by email. The email correspondence with PFWCA concerning the Application, taken as a whole, and in particular, the correspondence that PFWCA acknowledges receiving from State Senator Borris L. Miles, constitutes Notification to PFWCA prior to March 1, 2018.
Ms. Hubbard was aware that the Application was being submitted and that demonstrates that PFWCA and Ms. Hubbard had adequate and compliant Notification of the Application prior to March 1, 2018.

Thank you for the opportunity to file this Appeal. We sincerely hope that you will find the argument compelling and will agree that a Project with immense support within the community, as was demonstrated at the June 28, 2018 TDHCA Board Meeting, should not be terminated because of the last-minute letter sent by Ms. Hubbard on behalf of PFWCA. If, however, you do not grant this Appeal, then we do wish to appear before the Board at its July 12, 2018 Board Meeting.

Very truly yours,

Tamea A. Dula

Exhibit A

cc: Kathy Payton
    Jessica Thompson
EXHIBIT A

From: Erica Hubbard [mailto:elseven@gmail.com]
Sent: Wednesday, February 28, 2018 5:21 PM
To: Kathy Payton <kpayton@fifthwardcrc.org>
Subject: St. Elizabeth Letter from Boris Miles
January 31, 2018

Houston, TX 77020

Dear [Name],

I am writing you to let you know that a preliminary application for a Competitive Housing Tax Credit in your community has been submitted by a developer to the Texas Department of Housing and Community Affairs (TDHCA). The developer has until March 1st to submit a final application. I have attached a copy of the notification with this letter.

This tax credit program is one of the state’s primary means of directing private capital toward the development and preservation of affordable rental housing for low-income households. However, there have been instances where the affordable housing is built, and then it quickly goes into disrepair and becomes a problem in the community.

These credits are awarded on the basis of scores for each project based on their application and other factors. An application can receive a higher score if it includes a support letter from their state representative. State senators, like myself, are not directly involved in the scoring process. If you or your community has an opinion on this project, I encourage you to communicate with your state representative. Below is the contact information for the state representative who has jurisdiction over this project:

Representative Harold Dutton
Harold.Dutton@house.texas.gov, 713-692-9192

Later in the spring, hearings will be held by TDHCA to gather input on the application. Information on these hearings will be available at http://www.tdha.state.tx.us/public-comment.htm. Thank you for your involvement in our community and please do not hesitate to contact my office if you have any questions.

Keep the Faith, Keep the Fight,

Borris L. Miles
Senator, District 13
Relevant Development Information as Presented by the Applicant:

Project Number: 18020
Development Name: St. Elizabeth Place
Development Address: 4514 Lyons Avenue
Development City: Houston
Development Zip: 77020
Region: 6
Regional Allocation: Urban
Target Population: General
Set Aside: Nonprofit
Construction Type: New Construction
Credit/ Funding Request: $1,500,000
Total Low Income Units: 120
Total Market Rate Units: 40
Total Units: 160

Applicant Information:

Owner Contact: Jessica Thompson
Owner Address: 4300 Lyons Ave, Suite 300
Owner City: Houston
Owner State: Texas
Owner Zip: 77020
Owner Phone: (713) 674-0175
Owner Email: jthompson@fhwardcrc.org
Ms. Jessica Thompson  
St. Elizabeth Place, LP  
4300 Lyons Avenue, Suite 300  
Houston, TX 77027  

RE: TERMINATION OF 2018 COMPETITIVE HOUSING TAX CREDIT APPLICATIONS 18020 ST. ELIZABETH PLACE

Dear Ms. Thompson:

The Texas Department of Housing and Community Affairs ("the Department") is in receipt of the application submission indicated above. Per 10 TAC §11.8(b)(2)(A) an Applicant must certify that all of the notifications required by that paragraph have been made. It goes on to require that the Applicant must list all "Neighborhood Organizations on record with the county or state (emphasis supplied) whose boundaries included the proposed Development Site as of the beginning of the Application Acceptance Period." 10 TAC §11.8(b) provides that if an application does not meet threshold criteria (including the criteria in 10 TAC 11.8(b)(2)(A)) it will be terminated. This rule effectuates a statutory requirement set forth in Tex. Gov't Code §2306.6704(b-1) and (c), regarding the Pre-application process. The Pre-application submitted listed those Neighborhood Organizations that had been notified, and that list did not include the Progressive Fifth Ward Community Association ("PFWCA"), which the Department has since confirmed (see Attachments A and B) is a neighborhood organization that was on record with the Texas Secretary of State's Office as of the beginning of the Application Acceptance Period and whose boundaries included the entire Development Site. The full Application as submitted did not include the PFWCA as a Neighborhood Organization that had been notified as required by Tex. Gov't Code §2306.6705(9) and 10 TAC §11.8(b)(2)(B) and (C).

Staff received the attached letter from PFWCA and issued an Administrative Deficiency to the Applicant. In response to the notice of Administrative Deficiency, the Applicant stated that a database of organizations maintained by the City of Houston was searched to identify organizations on record, but no county or state database is mentioned as having been searched by the Applicant. It is noted that the express statutory language creating this requirement makes no reference to city records but refers to "any neighborhood organizations on record with the state or county (emphasis supplied) in which the development is to be located and whose boundaries contain the proposed development site." A search of the records of the Secretary of State performed by staff in researching this request for administrative deficiency yielded the
fact that PFWCA was on record with the state, was identified as a neighborhood organization with the stated purpose of “promot[ing] the public interest of the residents in the area of the Fifth Ward of Houston, Texas,” and had recited boundaries that encompassed the proposed development site at the beginning of the Application Acceptance Period.

The Applicant has acknowledged that it was aware of PFWCA and that the Applicant “did not provide a formal notification letter to Progressive” because the organization was not listed in the city database. It appears that the Applicant was unaware that PFWCA was incorporated, and was viewed as being part of the team working to revitalize the St. Elizabeth’s hospital. Further, the Applicant contends that a number of written communications were made to Erica Hubbard, listed as a Director of PFWCA, regarding the proposed development, but the response by the Applicant to the Administrative Deficiency indicates that those communications occurred after the Pre-application deadline. Applicant contends that the entirety of these communications which it represents that it had with Ms. Hubbard during the conceptualizing of the development amounted to a practical satisfaction of the notification requirement. Staff is unable to conclude that those communications satisfy the requirements of Tex. Gov’t Code §2306.6704(b-1) and (c) or the rule-based criteria required by the board in its rules at 10 TAC §11.8(b)(2)(B) and (C).

The Application failed to include the PFWCA as a neighborhood organization requiring notification. The full Application included a signed and notarized certification that the pre-application “met all threshold requirements, and no additional notifications were required.” Information in the deficiency response indicates that this certification is not accurate and that the Application failed to meet the notification requirements in Tex. Gov’t Code §2306.6704(b-1) and §2306.6705(9) as effectuated by 10 TAC §11.8(b)(2)(A). In accordance with Tex. Gov’t Code §2306.6704(c) and 10 TAC §11.8(b), the score for this Application is reduced by six (6) points for the statutorily required rejection of its Pre-application for failure to meet all of the specified threshold requirements recited in the rule. Furthermore, the inaccuracy of evidence of statutorily required notification of required entities at the time of full application presents grounds for termination of this Application, subject to your ability to appeal this decision as described, below.

In summary:

- The notification prior to Pre-application was not timely accomplished as required by statute (Tex. Gov’t Code §2306.6704(b-1)(1)) and the QAP (10 TAC §11.8(b)(2)(B)(b)). As a result the Pre-application is rejected (Tex. Gov’t Code §2306.6704(c)). This renders the Application ineligible for pre-application points.

- The notification prior to full Application was not timely accomplished as required by statute (Tex. Gov’t Code §2306.6705(9)(A) and by rule (10 TAC §11.8(b)(2)(A))). As a result, the Application has not established that it met a threshold requirement specified in statute and rule, which presents grounds for termination that cannot be cured by giving the required notification later.

An appeal process exists for the Housing Tax Credit Program. The restrictions and requirements related to the filing of an appeal can be found in 10 TAC §902 of the 2018 Uniform Multifamily Rules, Subchapter G. Should you choose to appeal this decision to the Executive Director, you must file your appeal, in writing, with the Department not later than seven (7) calendar days after the date of this letter. If you are not satisfied with the decision of the Executive Director or if the Executive Director does not respond, you may file a further appeal with the Board of Directors of the Texas Department of Housing and Community Affairs.
If you would prefer to expedite this process to appear on the July 12, 2018, Board meeting agenda, we will need to know by 4:00 p.m. today in order to properly post the agenda.

If you have any questions or concerns, please contact me at 512-475-1676 or by email at marni.holloway@tdhca.state.tx.us.

Sincerely,

Marni Holloway
Director of Multifamily Finance

Attachments:

A (Secretary of State Database Inquiry)
B (Certificate of Formation of Nonprofit Corp. for PFWCA)
C (Letter to TDHCA from PFWCA)

Copy: Tamea Dula
TEXAS SECRETARY of STATE
ROLANDO B. PABLOS

UCC | Business Organizations | Trademarks | Notary | Account | Help/FEES | Briefcase | Logout

BUSINESS ORGANIZATIONS INQUIRY - VIEW ENTITY

Filing Number: 802752306
Original Date of Filing: June 22, 2017
Formation Date: N/A
Tax ID: 32064135554
Duration: Perpetual
Name: Progressive Fifth Ward Community Association
Address: 1705 YATES ST
HOUSTON, TX 77020-4236 USA

Name: Erica Hubbard
Address: 1705 Yates Street
Houston, TX 77020 USA

Instructions:

To place an order for additional information about a filing press the 'Order' button.

Order  Return to Search
Certificate of Formation
Nonprofit Corporation

Article 1 - Corporate Name
The filing entity formed is a nonprofit corporation. The name of the entity is:

**Progressive Fifth Ward Community Association**

Article 2 – Registered Agent and Registered Office

☐ A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

OR

☑ B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:
**Erica Hubbard**

C. The business address of the registered agent and the registered office address is:

**Street Address:**
**1705 Yates Street  Houston TX 77020**

Consent of Registered Agent

☐ A. A copy of the consent of registered agent is attached.

OR

☑ B. The consent of the registered agent is maintained by the entity.

Article 3 - Management

☐ A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

OR

☑ B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

**Director 1:** **Erica Hubbard**  **Title:** **Director**  **Address:**  **1705 Yates Street  Houston TX, USA 77020**

**Director 2:** **Vanessa Rodriguez**  **Title:** **Director**  **Address:**  **1709 Yates Street  Houston TX, USA 77020**

**Director 3:** **Selena Samuel**  **Title:** **Director**  **Address:**  **4511 Hershe Street  Houston TX, USA 77020**

Article 4 - Organization Structure

☑ A. The corporation will have members.

or

☐ B. The corporation will not have members.

Article 5 - Purpose

The corporation is organized for the following purpose or purposes:

The purpose of the organization shall be to promote the public interest of the residents in the area of the Fifth Ward of Houston, Texas with the following borders: Liberty road on the North, I-10 Highway on the South, Sakowitz street...
on the East and Highway 59 on the West.

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing

☑ A. This document becomes effective when the document is filed by the secretary of state.

OR

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Organizer

The name and address of the organizer are set forth below.

Erica Hubbard 1705 Yates Street, Houston, Texas 77020

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

Erica Hubbard
Signature of organizer.

FILING OFFICE COPY
Progressive Fifth Ward Community Association  
PO Box 88305  
Houston, TX 77288  

June 11, 2018  

Texas Department of Housing and Community Affairs  
Multifamily Finance Division  
P.O. Box 13941,  
Austin, TX 78711-3941  
Fax: 512-475-0764  
Email: htc.public-comment@tdhca.state.tx.us  

Dear TDHCA Staff,  

Re: TDHCA application# 18020  

We would like to state our strongest objection to the above, Texas Department of Housing and Community Affairs, application identified as project # 18020 which refers to the proposed St. Elizabeth Place located at 4514 Lyons Ave., Houston, TX 77020, as a development site applicant for low-income housing tax credits.  

According to TDHCA Uniform Multifamily Rules, 10.101.Site and Development Requirements and Restrictions, section 3, Undesirable Neighborhood Characteristics, the development site applicant has listed 4 or more characteristics which per your guidelines, must include satisfactory mitigation. The application requirements go on to state the applicant must demonstrate actions are being taken that would lead a reader to conclude that there is a high probability and reasonable expectation that undesirable characteristic will be sufficiently mitigated or significantly improved within a reasonable time, typically prior to placement in service and that the undesirable characteristic demonstrates a positive trend and continued improvement. The development site applicant has listed 4 Undesirable Neighborhood Characteristics mitigations that fail to show the probability of improvement before the site is completed. Here are the items we are objecting to.  

1. Schools  
2. Crime  
3. Blight  
4. Poverty
Our first objection to the applicant's Undesirable Neighborhood Characteristic mitigation is directly related to subsection B, clause IV which refers to the proposed site location existing within an attendance zone of a school which does not have a Met Standard rating by the Texas Education Agency. Phyllis Wheatley High School, identified by the applicant as the nearest high school within the attendance zone, did not receive a 2017 Met Standard rating (subsequent years, 2015 & 2016 did not receive a Met Standard rating) and is currently on a list of Houston Independent School Districts ten worst performing schools. Despite the applicant including a letter from the area superintendent dated February 27, 2018 and the 51 pages in the application dedicated for evidentiary purposes for proving a clear trend for imminent compliance, this school is on the brink of closure. Wheatley High School is within HISD, a school district with a $115 million budget deficit for the upcoming 2018-2019 school year and the school district does not have permanent leadership because the former superintendent resigned in March 2018. On April 12, 2018 at a press conference, the Mayor of the City of Houston, Sylvester Turner publicly declined to get involved with the embattled 10, lowest-performing schools, Wheatley included, slated for closure. A few weeks later, on April 25, 2018, Sylvester Turner, tweeted "no city resources would be used in partnering with HISD". At an HISD Board of Trustee’s meeting on May 10, 2018, the Interim Superintendent refused to enter into a partnership with charter school company to salvage Wheatley High School and the other 9, low performing schools, a decision Houston Mayor Sylvester Turner supports. With no local support from the City of Houston, if Wheatley High School closes, an action threatened already by the Texas Education Agency, the neighborhood for this proposed low-income housing site will not have a high school for children to attend which will threaten high school completion levels for the entire community. No points should be awarded since the development site applicant failed to provide mitigation regarding the failing high school.

Our second objection to the applicant's Undesirable Neighborhood Characteristics mitigation is directly related to subsection B, clause II which refers to crime rate and the evidence of a decrease in crime. According to the development site applicant information gathered from neighborhoodscout.com, within the census tract the violent crime rate in the development site is 40.5 per 1,000 persons. According to TDHCA criteria, the threshold is 18 per 1,000 persons in an urban area annually, which translates to the development site is 125% well above TDHCA requirements. The applicant is required to describe mitigation and did not provide any evidence that the crime is decreasing nor did they submit a map plotting all instances of violent crime within a one mile radius of the development site. Instead, the development site applicant submitted information about the local civic club participating occasionally in National Night Out as a means to counter violent crime at 125% above the TDHCA requirement and they also included a brochure for Crime Prevention Through Environmental Design (CPTED). Progressive Fifth Ward Community Association attended a meeting on May 18, 2018 to inquire about these mitigation strategies from the site developer with the North East Division for
Houston Police Department and met with Acting Captain, Lt. Rodriguez, who stated CPTED is a methodology Houston Police Department recommends as standards for ALL developers (luxury, market-rate and low-income) who are seeking to design or remodel an apartment complex. CPTED standards has no mechanism to measure effectiveness or collect data. Furthermore on page 24 of the applicant information packet, the development site applicant states Houston Police Department coordinates a Citizen Patrol Program in the neighborhood. We have verified with the Houston Police Department Internal Affairs division that no such citizen patrol program exists in the immediate vicinity of the development site. There appears to be no support from local law enforcement whether in the form of statistics or a letter to support the claim crime is decreasing through the specific measures the development site applicant is alleging. Lastly, the census tract for the designated development also has 74 registered sex offenders with 9 living 1,000 feet of the proposed site. The crime levels in the location for the propose site development warrants ongoing concern and the mitigation the site development applicant included in their application is insufficient therefore no points should be awarded.

Our third objection to the applicant's Undesirable Neighborhood Characteristics is directly related to subsection B, clause III which refers to blight being within 1,000 feet of the development site. The applicant stated on page 82 that there is only one instance of blight within 1,000 feet of the site located at 4419 Hershe St. They suggest that blight is decreasing with an increase in new housing stock development. We do not dispute the fact that blight is being gradually being reduced but we definitely counter the number of instances of blight the development site applicant has stated which appears to minimize the extent of the issue. The following addresses represent widespread blight that continues to plague the community within a 1,000 feet of the proposed development. The development site applicant should not be awarded any points since they failed to convey the current extent of blight.

- 4701 Farmer, vacant lot, overgrown, 388 feet away
- 4704 Hershe, abandon, boarded up, 991 feet away
- 4601 Hershe, abandon & overgrown 693 feet away
- 4209 New Orleans, vacant lot, overgrown, 987 feet away
- 4210 New Orleans, vacant lot, overgrown, 848 feet away
- 4500 Chisum, vacant lot, overgrown, 58 feet away
- 1512 Waco, vacant lot, overgrown, 473 feet away

Our fourth objection to the applicant's Undesirable Neighborhood Characteristics mitigation is directly related to subsection B which refers to poverty. The census tract for the proposed development has a poverty rate of 51%, 11% above TDHCA guideline. Low-income/public housing projects are disproportionately erected in Fifth Ward with currently over 1,020 units in a 4.99 square mile radius. On January 11, 2017 the Director of the Fort Worth Regional Office of Fair Housing & Equal Opportunity, Region VI for HUD after an extensive
investigation, sent a letter to the Mayor of Houston, Sylvester Turner, and stated the City of Houston was in violation of Title VI of the Civil Rights Act of 1964, based on the city disproportionately placing low income housing in low income areas. The finding was also based on the city refusing to take a vote on a low-income housing project slated for a white majority, high opportunity neighborhood. That finding was released to the public on January 13, 2017. Several community members of Fifth Ward along with myself attended public comments on May 30, 2018 to ask the mayor to withdraw his support for this site development. The mayor along with city councilman assigned to this site development, Jerry Davis, stated they refuse to withdraw support and admitted their decision was based on race. See the link to the public comments here, http://houstonx.swagit.com/play/05302018-727/67. Members of the community went back on June 5, 2018 to ask the mayor to withdraw his support but the mayor made no comments. See the link to the public comments here, http://houstonx.swagit.com/play/06052018-1918 (video: 10:50, 20:51, and 1:35:01)

Our last objection refers to the Uniform Multifamily Rules §10.201.Procedural Requirements for Application Submission. The applicant failed to identify and notify all Neighborhood Organizations on record with the state as of 30 days prior to the Full Application Delivery Date. Our neighborhood organization, recognized as a State of Texas organization, Progressive Fifth Ward Community Association, whose boundaries also include the entire proposed development Site was notified about the site through a request from the developer for a signature on a prepared support letter on Feb. 28, 2018. We declined to sign the prepared support letter because we had not received any information outside of rumors about the development. We invited the development site applicant to attend our next community association meeting which was scheduled for April 5, 2018. At that meeting, the development site applicant explained their project incompletely and with mischaracterizations. Because of the meeting taking place on April 5, 2018 and the lack of notification before the application was due, we were unable to conduct our research, poll community stakeholders and communicate our objection to our elected local and state officials before they provided support letters to the development site applicant. The Progressive Fifth Ward Community Association has a membership that comprises of 80% residents who live within 0.5 mile radius of the site development. The registered agent and president of Progressive Fifth Ward Community Association lives 345 feet away from the proposed site and was never officially notified according to TDHCA guidelines. Texas House Bill 1792 requires LIHTC applicants to file a detailed brief to every relevant stakeholder within the development's boundaries. This bill was passed in 2017. The development site applicant is a LIHTC (Low-income Housing Tax Credit) applicant and we believe violated H.B. 1792 by failing to follow the law with regards to neighborhood association official notification therefore points should not be awarded any points.

Progressive Fifth Ward Community Association is not against low-income housing, we are
however against developers who disregard community input and disregard the Fair Housing Act by segregating all low-income housing in low-income neighborhoods, ignoring high opportunity neighborhoods of Houston. The development site applicant failed in 4 areas to show sufficient mitigation and points should not be awarded in those areas to the development site application TDHCA, 18020. Fifth Ward, the community in which the site development is proposed is a historical African American community in Houston has a 51% poverty level, a median income of 18K and crime statistics that state 1 out every 25 residents will likely be the victim of violent crime. This development could destabilize the economic seedlings of growth currently taking place in this low advantage community. It is our opinion that is the development site’s application for low-income tax credits is approve, this future low-income housing site will perpetuate racial and economic segregation in Houston, TX. We strongly recommend that this development site application, #18020, be declined.

Best Regards,

Erica Hubbard
President, Progressive Fifth Ward Community Association
Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Progressive Fifth Ward Community Association (file number 802752306), a Domestic Nonprofit Corporation, was filed in this office on June 22, 2017.

It is further certified that the entity status in Texas is in existence.

It is further certified that our records indicate ERICA HUBBARD as the designated registered agent for the above named entity and the designated registered office for said entity is as follows:

1705 YATES STREET
HOUSTON, TX - 77020 USA

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on February 27, 2018.

Rolando B. Pablos
Secretary of State
Certificate of Formation
Nonprofit Corporation

Article 1 - Corporate Name
The filing entity formed is a nonprofit corporation. The name of the entity is:
Progressive Fifth Ward Community Association

Article 2 – Registered Agent and Registered Office
A. The initial registered agent is an organization (cannot be corporation named above) by the name of:

OR

B. The initial registered agent is an individual resident of the state whose name is set forth below:
Name:
Erica Hubbard

C. The business address of the registered agent and the registered office address is:
Street Address:
1705 Yates Street  Houston TX  77020

Consent of Registered Agent
A. A copy of the consent of registered agent is attached.

OR

B. The consent of the registered agent is maintained by the entity.

Article 3 - Management
A. Management of the affairs of the corporation is to be vested solely in the members of the corporation.

OR

B. Management of the affairs of the corporation is to be vested in its board of directors. The number of directors, which must be a minimum of three, that constitutes the initial board of directors and the names and addresses of the persons who are to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below.

Director 1: Erica Hubbard  Title: Director
Address: 1705 Yates Street  Houston TX, USA  77020

Director 2: Vanessa Rodriguez  Title: Director
Address: 1709 Yates Street  Houston TX, USA  77020

Director 3: Selena Samuel  Title: Director
Address: 4511 Hershe Street  Houston TX, USA  77020

Article 4 - Organization Structure
A. The corporation will have members.

or

B. The corporation will not have members.

Article 5 - Purpose
The corporation is organized for the following purpose or purposes:
The purpose of the organization shall be to promote the public interest of the residents in the area of the Fifth Ward of Houston, Texas with the following borders: Liberty road on the North, I-10 Highway on the South, Sakowitz street
on the East and Highway 59 on the West.

Supplemental Provisions / Information

[The attached addendum, if any, is incorporated herein by reference.]

Effectiveness of Filing

✓ A. This document becomes effective when the document is filed by the secretary of state.

OR

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

Organizer

The name and address of the organizer are set forth below.

**Erica Hubbard**  
1705 Yates Street, Houston, Texas 77020

Execution

The undersigned affirms that the person designated as registered agent has consented to the appointment. The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument and certifies under penalty of perjury that the undersigned is authorized under the provisions of law governing the entity to execute the filing instrument.

**Erica Hubbard**  
Signature of organizer.

FILING OFFICE COPY
Ms. Sarah Andre  
Structure Development  
702 San Antonio Street  
Austin, Texas 78701  

RE: APPEAL OF SCORING - 2018 COMPETITIVE HOUSING TAX CREDIT APPLICATION 18020 ST. ELIZABETH PLACE  

Dear Ms. Andre:

The Texas Department of Housing and Community Affairs ("the Department") received your appeal on April 20, 2018, related to scoring in the application indicated above. Staff had determined that the Application did not include evidence that the Fifth Ward Community Redevelopment Corporation has experience in the housing industry. As such, points under 10 TAC §11.9(b)(2)(A), related to Sponsor Characteristics were not awarded, subject to the Applicant’s appeal rights.

The appeal included a listing of ways that staff might have determined, from the materials submitted with the Application, that the organization has the necessary experience to be awarded these points. I appreciate that the response “consolidated, explained, and clarified” the materials already in the Application that demonstrated organization’s experience, and I am granting the appeal, which will result in the two deducted “Sponsor Characteristics” points being reinstated. Should you have any questions, please contact Sharon Gamble, Competitive Tax Credit Program Administrator, at sharon.gamble@tdhca.state.tx.us or by phone at 512-936-7834.

Sincerely,

Timothy K. Irvine  
Executive Director
April 17, 2018

Marni Holloway
Director, Multifamily Finance
Texas Department of Housing and Community Affairs
221 E. 11th Street
Austin, Texas 78701

RE: Scoring Notice Appeal for St. Elizabeth Place, TDHCA #18020, Houston, Texas

Dear Ms. Holloway,

I am writing to the department to formally submit an appeal to the Final Scoring Notice for TDHCA #18020 St. Elizabeth Place in Houston, Texas. The Department did not award the application two (2) points for Sponsor Characteristics. The application contained ample documentation of the Fifth Ward Community Redevelopment Corporation’s (Fifth Ward CRC) experience in the housing industry and material participation. In addition, we believe the Rules permit an Applicant the right to cure a lack of information through the Administrative Deficiency process.

The Uniform Multifamily Rules Subchapter A §10.3(a)(2) defines the Administrative Deficiency process as an avenue to provide non-material missing information as a supplement when it does not necessitate a substantial reassessment or re-evaluation of the Application. In the deficiency process, we provided the summary statement of experience and material participation for Fifth Ward CRC, the nonprofit owner for the project. However, there was sufficient evidence of these items in the application prior to the deficiency for TDHCA to conclude that Fifth Ward CRC met the test for points. We do not believe that the answers provided in the deficiency response required a reassessment or re-evaluation of the Application.

The Applicant provided evidence of experience in the housing industry and material participation in several places throughout the Application. As such, the Rules permit an Applicant the opportunity to explain and clarify abundant evidence already included with the Application to cure an Administrative Deficiency, as it is not new information. The Applicant responded to the Administrative Deficiency by submitting a clarifying statement within the required five-day time period and should accordingly be eligible to resolve the issue.

There are at least thirteen (13) ways evidenced in the Application demonstrating that the nonprofit will materially participate in the development and that the nonprofit has experience in the housing industry:

1. Fifth Ward CRC is listed in Tab 36 (organizational charts) and in Tab 40 as the 70% owner of the proposed development.
2. A representative of Fifth Ward CRC signed all of the certifications for the application.
3. Tab 39 of the Application lists the Fifth Ward CRC under previous participation.
4. Tab 40 lists Fifth Ward CRC as the participating nonprofit and goes on to state: “FWCRC is a co-developer and long-term owner . . . FWCRC will be involved throughout the extended use period as the General Partner. FWCRC will review all audits. Interact with management and maintain a positive relationship with the City of Houston, as the borrower of local funds for the project.”
5. Tab 36 in the Application states that Fifth Ward CRC will receive cash flow and developer fee.
6. Tab 10 shows Fifth Ward CRC as a Civic Organization in the area, with documentation from their website.

7. On Page 212, the applicant states that it does not own Multi-Family units that qualify for 811, implying it owns other Multi-Family units.

8. On Tab 19, a member of the nonprofit staff signed the Historic Part I application.

9. Tab 11 indicates that a member of the Fifth Ward CRC Board of Directors has purchased the $4.6MM property proposed to be developed in the application.

10. Page 352 of the application, the financial statements for the nonprofit, list Land and SFR (Single Family Rental) development assets of more than $2MM.

11. Page 354 shows rental income of more than $400K in the name of Fifth Ward CRC.

12. Page 356, the notes section of the financial statement for Fifth Ward CRC, clearly states that the organization is involved in real estate development, housing, asset and property management, social services, home ownership promotion and economic development. It also goes on to mention Lyon Village Townhomes, a previous multi-family mixed-use development owned by the organization.

13. The Undesirable Neighborhood Characteristics Report (UNCR) identifies the Fifth Ward CRC as an organization that acquires vacant properties to develop affordable housing, like the above-mentioned Lyons Village Townhomes. The nonprofit also provides foreclosure prevention, homeownership preservation, and Home Buying 101 courses to local residents, as is stated in the UNCR.

As permitted by the Uniform Multifamily Rules Subchapter C §10.201(7) the deficiency response did not provide new information, but rather consolidated, explained, and clarified FWC’s housing experience and material participation provided throughout the application in 13 places.

Most importantly, however, the QAP does not allocate points for Sponsor Characteristics based on the inclusion of a specific statement. Section §11.9(b)(2)(A) allocates points for Sponsor Characteristics based on the premise that [1] the ownership structure contains a Qualified Nonprofit Organization, provided the Application is under the Nonprofit Set-Aside, [2] that the Qualified Nonprofit Organization must have some combination of ownership interest in the General Partner of the Applicant, Cash Flow from operation, and Developer fee which taken together equal at least 50 percent and no less than 5 percent for any category, [3] that the Qualified Nonprofit Organization materially participate in the Development and operation of the Development throughout the Compliance Period and have experience directly related to the housing industry. The Application included documentation substantiating the Applicant’s adherence to the requirements for claiming points under Sponsor Characteristics.

Please let me know if you have any questions or concerns about this Scoring Notice Appeal. Thank you for your consideration.

Sincerely,

Sarah Andre,
Consultant to the Project
Structure Development
sarah@structuretexas.com
(512) 698-3369
RFI
In the course of the Department's underwriting review of the above referenced application an Administrative Deficiency, as defined in 10 TAC §10.3(a)(2), has been identified. By this notice, the Department is requesting information to clarify or to correct inconsistencies found in the Application or to provide non-material missing information. All Administrative Deficiency requests will be treated in accordance with §10.201(7) of the Uniform Multifamily Rules.

**All deficiencies must be satisfactorily corrected or clarified by 5:00 p.m. Central Time on Friday, May 25, 2018 (fifth business day following the date of this deficiency notice).**

All documentation should be submitted as a whole using the Department’s Serv-U HTTPs System. Once the documents are submitted to the Serv-U HTTPs system, please email the staff member issuing this notice. If you have questions regarding the Serv-U HTTPs submission process, contact Jason Burr at jason.burr@tdhca.state.tx.us or by phone at (512)475-3986. You may also contact Nicole Fisher at nicole.fisher@tdhca.state.tx.us or by phone at (512)475-2201.

**NOTICE: Pursuant to §10.201(7) of the Uniform Multifamily Rules, revised Application exhibits not specifically requested by the Underwriter in an Administrative Deficiency WILL NOT be accepted.**

1. The Application has the target population as "General" (Tab17). In the Purchase and Sale Contract, section 7, the language is “Seller acknowledges the Property will be subject to the Texas Department of Housing Community Affairs Declaration (TDHCA) of Land Use Restrictive Covenants for Low-Income Housing Tax Credits (LURA), which will encumber the property as an age restricted project. The LURA will require, among other things, compliance during the HOME Affordability Period....”.

   1) Please confirm the target population.  2) Will there be any HOME financing?

   **Response:**
   
   The population is "general". There will be no HOME financing. The Purchase and Sale Contract was written when different financing was contemplated.

2. Title Commitment: There are 2 promissory notes and a M&M lien; Promissory notes $2,450,000 to Community Housing Capital & $800,000 to Ability Insurance Company; M&M lien of $240,775 owed by RGH Barbara Jordon Center. What is the source of the payment for these obligations?

   **Response:**
   
   The two promissory notes total $3,250,000 held by CHC and Ability Insurance are part of the financing instruments used to
The property will be sold to the new owner as evidenced in the sales contract and the promissory notes paid accordingly. The M&M lien is an old matter picked up by American Title and is associated with the former owner prior to acquisition by 4514 Lyons LLC. Stewart Title has issued a title policy that reflects no encumbrances and this will be shared with American Title and the item removed accordingly.

3. Title Commitment: District Court Suit No 2013-64778 regarding collection of debt from outstanding promissory notes. Please explain the status of the lawsuit. What is the potential financial impact to St. Elizabeth Place project?

Response:

Similar to the M&M lien, the lawsuit filed by the District Court is an old matter picked up by American Title and associated with the previous owner prior to the acquisition by 4514 Lyons, LLC. Stewart title has issued a title policy that reflects no encumbrances and this will be shared with American Title and the item removed. Neither the M&M lien or the suit filed in District Court are the responsibility of, or have any association with the current parties. Furthermore, the lawsuit has been dismissed. Verification is attached. There is no financial impact on the project.

4. What was the purchase price of the property when purchased on 4/4/16? Please provide a settlement statement or similar documentation of the purchase price.

Response:

The purchase price was $3,200,000 in April 2016, please see the attached settlement statement. 4514 Lyons LLC, a wholly owned subsidiary of FWCRC, has incurred costs while owning and holding the property. The appraised value of the property is $4,650,000.

5. City of Houston financing: Please provide documentation of the source of the funds. Have you received the Award from the City? Does the City expect repayment of the funds? Provide explanation if funds are not expected to be repaid.

If the source of funds is federal funds, then provide documentation demonstrating the source of funds can be treated as bona fide debt.

Response:

We have received a LOI from the City of Houston. It is attached. Funds will be from CDBG-DR (CDBG Disaster Relief). A Bona Fide Debt test will be conducted by our equity provider before closing. In the past, with TDHCA, these have been a condition of closing and not provided during underwriting while the various funding sources are being underwritten.

6. City of Houston debt service: Please provide the explanation or method of calculation for the $28,164 payment.

Response:

At the time of application the source and terms of the funding were only proposed and were proposed as cash-flow payments only. The $28,164 payment was the max payment that could be made and maintain an acceptable DCR throughout the compliance period. The City of Houston award has just been made and will require that we negotiate this payment amount and re-work our numbers slightly.

7. What aspects of the building(s) need to remain "as is" in order to maintain the Historical designation?

Response:

In general, any factor that contributes to the historic nature of the building must stay in place in order for the National Park Service (NPS) to qualify the renovation for Historic Tax Credits. So for example, an original marble facade or casement windows...
The project has Part I approval from the NPS, which designates a project as eligible for credits. A Part 2 application will be supplied to the NPS. This application provides details and specifications on the rehab and must be approved by NPS. Anything that NPS is concerned about or does not like, will be negotiated by our historic consultant and the General Contracting team. Finally, a Part 3 will be submitted after the construction work is done. The Part 3 is the document that receives final approval from NPS and allocates the tax credits. Our historic consultant is Ana Mod of McRostie Historic Advisors, LLC. She will be responsible for shepherding the project through the NPS approval process. The architect also has experience with historic buildings and has designed the rehabilitation in accordance with best practices to maintain the project’s necessary historic characteristics.

8. PCA: Per TDHCA Rule 10.306, please have the PCA provider add a copy of the Development Cost Schedule that is in the Application and have the provider comment on the comparison between the Development Cost Schedule and the PCA cost estimate.

Response:
This item has been updated and is attached.

9. Development Cost Schedule: PCA shows demolition cost of $261,159. This cost is not listed in the demolition cost field in the Development Cost Schedule. Please include it the Site Development Cost Schedule.

Response:
The developer’s scope of work and budgets categorize items differently from TDHCA. The PCA provider "squeezed" items from the developer’s scope of work into the TDHCA form, and used "demolition" for several items that are not truly site work (which is where demolition is categorized on the TDHCA form). An attachment shows which items were lumped into demolition. These include "Clean Up Dumpsters for $13,131, Interior Demolition for $219,328 and Roof Mechanical Room demolition for $28,700.

10. ESA: Report states that a UST was removed from the property in 1995 and "that this may have impacted the subject property as a result of undocumented / unreported petroleum releases." What actions are being taken to address this concern? Is there a financial impact to the development cost? If so, what is the estimated cost?

Response:
The City of Houston is conducting a Phase II Site Investigation, scheduled for the end of this month. The purpose of the Phase II is to determine whether there is any residual contamination associated with the former UST. Based on a recent interview with the company that closed the tank, their 1995 UST closure report documented that the tank was closed in accordance with TCEQ regulations and that visual observations and analytical samples taken from the tank grave showed no evidence of a release from the UST or associated piping. Fifth Ward CRC and its contractors were not able to obtain a copy of the 1995 UST Closure Report due to client confidentiality agreements. Fifth Ward CRC made several attempts to contact the former property owner for permission to release the report but was unsuccessful. We do not expect the Phase II Investigation will reveal evidence of contamination and, therefore, do not expect the need for additional vapor encroachment screening or a financial impact to the development cost for the project.

11. ESA: Report recommends additional vapor encroachment screening. What actions are being taken to address this concern? Is there a financial impact to the development cost? If so, what is the estimated cost?

Response:
Please see the response to Item 10. We do not expect the Phase II Investigation will reveal evidence of contamination and, therefore, do not expect the need for additional vapor encroachment screening or a financial impact to the development cost for the project.

12. ESA: Noise study shows that noise levels exceed the 65db. What steps will be taken to address the concern. Is there a financial impact to the development cost? If so, what is the estimated cost?
Noise attenuation measures will be incorporated into both the new construction and rehabilitation aspects of the project. Compliance will be achieved through the implementation of appropriately selected building materials such as windows, doors, sheathing and insulation as outlined in Subpart B of 24 CFR Part 51. All have all been designed to reduce interior noise and the costs are accounted for within our current estimates.

13. Tax Exemption: Do you expect to receive a tax exemption from the City of Houston? If yes, then please provide a letter from an attorney identifying the statutory basis for the exemption and indicating that the exemption is reasonably achievable, subject to appraisal district review.

Response:

Yes, we expect to receive a 100% exemption from the City of Houston due to the Historic Nature of the project. Taxes were calculated using that exemption and the formula is available upon request. This is based on local law, passed by City of Houston Ordinance # 967 in 2015. The Ordinance is 50 pages long and available upon request. Information from the City of Houston describing what the exemption is for and how it may used as well as a letter from the project attorney are attached.
May 25, 2018

By Email to laura.rogers@tdheca.state.tx.us
Laura Rogers, Real Estate Analyst
Texas Department of Housing and Community Affairs
221 East 11th Street
Austin, Texas 78701-2410

RE: #18020; St. Elizabeth Place, Houston, Harris County, Texas (the “Project”).

Dear Ms. Rogers:

It is my understanding that you have requested a letter from counsel for St. Elizabeth Place LP (“Applicant”) concerning the Project’s ability to qualify for an exemption from ad valorem taxes otherwise payable to the City of Houston.

The Project consists of the Adaptive Reuse of an historic hospital building for residential units, combined with additional units acquired through the rehabilitation of a convent and new construction. St. Elizabeth Hospital (the “Hospital”), located at 4514 Lyons Avenue in Houston’s historic Fifth Ward, was designated a Houston Historic Landmark on December 20, 2016. The site of the Hospital consists of Lots 1, 2, 3, 7, 8, 9 & 10, Block 117, Augusta, City of Houston, Harris County, Texas (the “Land”).

Section 44-5 of the City of Houston Code of Ordinances provides tax relief for the restoration or preservation of historical sites. Pursuant to Section 44-5, upon application and compliance with the terms of the provisions, a taxpayer may obtain an exemption from taxes assessed against improvements which would otherwise be payable to the City of Houston. The exemption is available for a period of up to 15 years, if the restoration project receives no financial incentive from the City funded by municipal hotel occupancy taxes, or 10 years if the restoration project receives a financial incentive from the City funded by municipal hotel occupancy taxes. At this time, the Applicant does not contemplate receiving any funding from hotel occupancy taxes collected by the City of Houston.
Laura Rogers, Real Estate Analyst  
Texas Department of Housing and Community Affairs  
May 25, 2018  
Page 2

The amount of the tax exemption available to the Applicant will be determined by the amount of eligible work done to restore and preserve the Hospital under a Certificate of Appropriateness granted by the Houston Archeological and Historical Commission. Once the work is completed and approved, the tax exemption is calculated by determining the assessed value of the improvements after completion, including any added value assessed by Harris County Appraisal District in the first tax year after completion, and subtracting from that amount the base value of the improvements prior to work and/or expenditures. Taxes against the value of the Land are not included within this exemption. We note that the City of Houston’s Director of Finance is charged with reviewing each exempted property annually, to determine whether the exemption should be revoked and recaptured, if the criteria of the exemption are not maintained.

We have confirmed that the Hospital has been determined by the City of Houston to be a Houston Historic Landmark. As such, the Hospital improvements are eligible for an exemption from taxes otherwise payable to the City of Houston pursuant to Section 44-5 of the City of Houston Code of Ordinances, subject to fulfilling all of the requirements of the said Section 44-5. Whether or not such requirements will be met cannot be stated at this time, although I am not aware of any reason why the Applicant might be incapable of meeting the requirements.

I hope this information is helpful to you. If you have any further questions, please feel free to call me.

Very truly yours,

Tamea A. Dula

cc; Jessica Thompson  
Sarah Andre
NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be **DISMISSED FOR WANT OF PROSECUTION**, unless one of the following actions is taken by **03-29-2017**.

1. You file and the court approves a final judgment; or
2. A trial scheduling order is signed

If neither of the above has been done, then you file a verified motion, showing good cause to retain the case or diligence in prosecution to avoid dismissal. A submission is set on the Court’s Intent to Dismiss Docket on **04-03-2017** at 09:00 AM.

If you have any questions regarding this notice, please contact the court Coordinator, ANDY SANCHEZ at (832) 927-2390.

Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT

Generated on: 03/01/2017

GEORGE OTTO III MEJILAENDER
PO BOX 801261
HOUSTON TX 77280-1261

24004814
NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be DISMISSED FOR WANT OF PROSECUTION, unless one of the following actions is taken by 03-29-2017:

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Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT
Generated on: 03/01/2017

JAY WAYNE DALE
3334 RICHMOND AVE STE 218
HOUSTON TX 77098-3023
24025316
NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be DISMISSED FOR WANT OF PROSECUTION, unless one of the following actions is taken by 03-29-2017:

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Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT
Generated on: 03/01/2017

WILLIAM CLARK BOYD
2101 LOUISIANA ST
HOUSTON TX 77002-8623

2779000
Case No. 201364778

DIXON FINANCIAL SERVICES LTD       IN THE DISTRICT COURT OF
vs.                                      HARRIS COUNTY, TEXAS
RIVERSIDE GENERAL HOSPITAL INC         164th JUDICIAL DISTRICT

NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be DISMISSED FOR WANT OF PROSECUTION, unless one of the following actions is taken by 03-29-2017:

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Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT

Generated on: 03/01/2017

STEVEN M. SMITH
710 N POST OAK RD STE 209
HOUSTON TX 77024-4072

18685860
NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be DISMISSED FOR WANT OF PROSECUTION, unless one of the following actions is taken by 03-29-2017:

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Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT

Generated on: 03/01/2017

CHARLES NED GOLDBERG
1010 LAMAR ST STE 1420
HOUSTON TX 77002-6315

8074000
NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be DISMISSED FOR WANT OF PROSECUTION, unless one of the following actions is taken by 03-29-2017:

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Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT

Generated on: 03/01/2017

DAVID NATHANIEL HARVEY
6121 FM 1960 RD W STE 200
HOUSTON TX 77069-4106

24040049
NOTICE OF INTENT TO DISMISS - NO TRIAL SETTING

To All Counsel and Pro Se Parties:

Court records indicate that this case is eligible for dismissal for want of prosecution because it has been on file for more than eighteen months and is not set for trial. The case will be DISMISSED FOR WANT OF PROSECUTION, unless one of the following actions is taken by 03-29-2017:

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ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT
Generated on: 03/01/2017
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Thank you for your prompt attention to this matter.

ALEXANDRA SMOOTS-THOMAS
Judge, 164TH DISTRICT COURT
Generated on: 03/01/2017
### SETTINGS

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<th>Date</th>
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### A. Settlement Statement

**U.S. Department of Housing and Urban Development**

**B. Type of Loan**

- [ ] FHA
- [ ] VA
- [ ] Conv. Units
- [ ] Other

**S. File Number:** 16201031217

**Loan Number:**

**Mortgage Insurance Case Number:**

**C. Note:**

This form is furnished to give you a statement of actual settlement costs. Amounts paid to and by the settlement agent are shown. Items marked "FOC" were paid outside the closing; they are shown here for informational purposes and are not included in the totals.

**D. Name & Address of Borrower:**

4514 Lyons LLC, 4100 Lyons Avenue, Suite 300, Houston, TX 77020

**E. Name & Address of Seller:**

Affinity Insurance Company, c/o Monroe Capital, LLC, 55 North Water Street, Ste 3, South Norwalk, CT 06854

**F. Name & Address of Lender:**

Community Housing Capital Inc, 427 E Howard Avenue, Decatur, GA 30039

**G. Property Location:**

4514 Lyons Avenue Houston, Texas 77020

**H. Settlement Agent:**

Stewart Title Company, 10720 West Sam Houston Pkwy N., Suite 200, Houston, TX 77064, (713) 992-8618

**Place of Settlement:**

10720 West Sam Houston Pkwy N., Suite 200, Houston, TX 77064

**I. Settlement Date:**

4/4/2015

**J. Summary of Borrower’s Transaction**

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<td>Tax reserve held by to FVCCR</td>
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<td>105</td>
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**K. Summary of Seller’s Transaction**

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<th>Description</th>
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<td>Contract sales price</td>
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<td>Settlement charges to seller (line 1400)</td>
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<td>Loan assumed subject to</td>
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<td>Payoff of first mortgage loan</td>
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<tr>
<td>Loan assumed by Seller Carryback</td>
<td>$800,000.00</td>
</tr>
<tr>
<td>Payoff of second mortgage loan</td>
<td>$505</td>
</tr>
<tr>
<td>Additional deposit</td>
<td>$506</td>
</tr>
<tr>
<td>Seller financing to Seller Carryback</td>
<td>$507</td>
</tr>
<tr>
<td>Repair reimbursement</td>
<td>$508</td>
</tr>
<tr>
<td>509</td>
<td>$1,700.00</td>
</tr>
</tbody>
</table>

**L. Adjustments for Items Unpaid by Seller**

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>City/town taxes</td>
<td>$408</td>
</tr>
<tr>
<td>County taxes</td>
<td>$407</td>
</tr>
<tr>
<td>Assessments</td>
<td>$403</td>
</tr>
<tr>
<td>405</td>
<td>$406</td>
</tr>
<tr>
<td>410</td>
<td>$411</td>
</tr>
</tbody>
</table>

**M. Disbursement Date:**

4/4/2015
### Settlement Charges

<table>
<thead>
<tr>
<th>Description</th>
<th>Borrower's Funds at Settlement</th>
<th>Seller's Funds at Settlement</th>
</tr>
</thead>
<tbody>
<tr>
<td>700. Total Seller/Broker's Commission based on price $3,202,000.00 @ 0.00%</td>
<td>$128,000.00</td>
<td>$192,000.00</td>
</tr>
<tr>
<td>Division of commission (line 700) as follows:</td>
<td></td>
<td></td>
</tr>
<tr>
<td>702. $84,000.00 to Champions Real Estate Group (formerly on Voss)</td>
<td></td>
<td></td>
</tr>
<tr>
<td>703. Commission paid at settlement $162,000.00</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

#### Items Payable in Connection with Loan

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>801. Loan origination fee to Community Housing Capital Inc POOD $24,750.00</td>
<td>$24,750.00</td>
</tr>
<tr>
<td>802. Loan discount</td>
<td></td>
</tr>
<tr>
<td>803. Appraisal fee to Community Housing Capital Inc</td>
<td>$6,500.00</td>
</tr>
<tr>
<td>804. Credit report</td>
<td></td>
</tr>
<tr>
<td>805. Lender’s inspection fee</td>
<td></td>
</tr>
<tr>
<td>806. Mortgage insurance application fee</td>
<td></td>
</tr>
<tr>
<td>807. Assumption fee</td>
<td></td>
</tr>
<tr>
<td>808. ECMS inc to Phase I Environmental</td>
<td>$2,400.00</td>
</tr>
</tbody>
</table>

#### Items Required by Lender to Be Paid In Advance

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>901. Interest from</td>
<td></td>
</tr>
<tr>
<td>902. Mortgage insurance premium for</td>
<td></td>
</tr>
<tr>
<td>903. Hazard insurance premium for to Protectus Insurance and Financial Services LLC</td>
<td>$12,547.51</td>
</tr>
</tbody>
</table>

#### Reserves Deposited with Lender

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1001. Hazard Insurance</td>
<td></td>
</tr>
<tr>
<td>1002. Mortgage insurance</td>
<td></td>
</tr>
<tr>
<td>1003. City property taxes</td>
<td></td>
</tr>
<tr>
<td>1004. County property taxes</td>
<td></td>
</tr>
<tr>
<td>1005. Annual assessments</td>
<td></td>
</tr>
<tr>
<td>1006. Interest reserve to Community Housing Capital Inc</td>
<td>$50,000.00</td>
</tr>
</tbody>
</table>

### Title Charges

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1101. Settlement or closing fee</td>
<td></td>
</tr>
<tr>
<td>1102. Abstract or title search</td>
<td></td>
</tr>
<tr>
<td>1103. Title examination</td>
<td></td>
</tr>
<tr>
<td>1104. Title insurance binder</td>
<td></td>
</tr>
<tr>
<td>1105. Document preparation</td>
<td></td>
</tr>
<tr>
<td>1106. Notary fees</td>
<td></td>
</tr>
<tr>
<td>1107. Attorney’s fees to</td>
<td></td>
</tr>
<tr>
<td>Includes above item numbers:</td>
<td></td>
</tr>
<tr>
<td>1108. Title Insurance to Stewart Title Company</td>
<td>$5,770.55</td>
</tr>
</tbody>
</table>

#### Additional Title Insurance

<table>
<thead>
<tr>
<th>Description</th>
<th>Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>1109. Lender’s coverage $2,450,000.00</td>
<td>$100.00</td>
</tr>
<tr>
<td>T14 r 1 14 First Loss STG $25,00.00</td>
<td></td>
</tr>
<tr>
<td>T19 r 1 14 REM STG $1,247.30</td>
<td></td>
</tr>
<tr>
<td>T25 Access 1 STG $100.00</td>
<td></td>
</tr>
<tr>
<td>T35 Future Adv Rev Credit r 2 10 STG $50.00</td>
<td></td>
</tr>
<tr>
<td>T36 EPL STG $25.00</td>
<td></td>
</tr>
<tr>
<td>1110. Owner’s coverage $3,202,000.00</td>
<td>$15,893.00</td>
</tr>
<tr>
<td>T1 Survey Amend Charge Only STG $2,383.95</td>
<td></td>
</tr>
<tr>
<td>T19 r 1 14 Reduced Rate REM STG $1,569.30</td>
<td></td>
</tr>
<tr>
<td>T29 2 OP Minerals and Surface Damage STG $50.00</td>
<td></td>
</tr>
<tr>
<td>T24 Access 1 STG $100.00</td>
<td></td>
</tr>
<tr>
<td>1111. Escrow Fee to Stewart Title Company</td>
<td>$250.00</td>
</tr>
<tr>
<td>1112. Tax Certificate to Stewart Title Company</td>
<td>$70.36</td>
</tr>
<tr>
<td>1113. UCC Search to Stewart Title Company</td>
<td>$153.50</td>
</tr>
<tr>
<td>1114. Policy Guaranty Fee to Stewart Title Policy Guaranty Fee</td>
<td>$6.00</td>
</tr>
<tr>
<td>1115. 2nd lien lender’s title insurance $800,000.00.00 to Stewart Title Company</td>
<td>$100.00</td>
</tr>
<tr>
<td>1116. 2nd Lien Policy Endorsements - R19, R24, T19, T22, T23, T27, T39 to Stewart Title Company</td>
<td>$72.30</td>
</tr>
<tr>
<td>1200. Government Recording and Transfer Charges</td>
<td></td>
</tr>
<tr>
<td>1201. Recording fees: Deed $50.00, Mortgage $190.00, Other $14.00</td>
<td>$257.00</td>
</tr>
<tr>
<td>1202. City/county tax/stamps</td>
<td></td>
</tr>
<tr>
<td>1203. State tax/stamps</td>
<td></td>
</tr>
<tr>
<td>1204. Recording Fee - UCC to Stewart Title Company</td>
<td>$30.00</td>
</tr>
<tr>
<td>1205. Additional Settlement Charges</td>
<td></td>
</tr>
<tr>
<td>1301. Survey to Predation Surveyans</td>
<td>$613.50</td>
</tr>
<tr>
<td>1302. Pest inspection</td>
<td></td>
</tr>
<tr>
<td>1303. Buyer attorney fees to Coats Rose</td>
<td>$20,000.00</td>
</tr>
<tr>
<td>1304. Seller attorney fees to Michael &amp; Hell PC</td>
<td>$3,367.00</td>
</tr>
<tr>
<td>1305. Lender attorney fees to Curnskey &amp; Levin LLP</td>
<td>$9,500.00</td>
</tr>
</tbody>
</table>
SUBSTITUTE FORM 1099 SELLER STATEMENT - The information contained in blocks G, H and I and on line 4 of the form is not applicable to the IRS as it is required to report to the Internal Revenue Service and is applicable to the buyer's real estate taxes payable to the IRS. If you are required to file a return, a negligence penalty or other action will be incurred on you if this form is required to be reported and the IRS determines that it has not been reported.

SELLER INSTRUCTION - It is the responsibility of your principal residence, the Form 1099, Sale or Exchange of Principal Residence, for any year, with your income tax return for other transactions. Complete the applicable part of Form 4978, Form 4797 and Schedule L (Form 1099).

You are required to provide the Settlement Agent with your correct taxpayer identification number.
If you do not provide the Settlement Agent with your correct taxpayer identification number, you may be subject to civil or criminal penalties.

ABILITY INSURANCE COMPANY

BY: [Signature]

NAME: [Name]

TITLE: [Title]
CERTIFICATION:
I have carefully reviewed the HUD-1 Settlement Statement and to the best of my knowledge and belief, it is a true and accurate statement of all receipts and disbursements made on my account or by me in this transaction. I further certify that I have reviewed a copy of the HUD-1 Settlement Statement. The Settlement Agent does not warrant or represent the accuracy of information provided by any party, including information concerning POC items and information supplied by the lender, if any. In this transaction appearing on this HUD-1 Settlement Statement and the parties hold harmless the Settlement Agent as to any inaccuracies in such matters. The parties have read the above sentence, recognize that the revelations herein are material, agree to same, and recognize the Title Company is relying on the same.

The Company has deposited the earnest money that it has received in a demand deposit account that is federally insured to the maximum extent permitted by law. Demand deposit accounts offer immediately available funds for withdrawal after a check has cleared.

The Company may receive other benefits from the financial institution where the funds are deposited. Based upon the deposit of earnest funds in demand accounts and other relationships with the financial institution, Title Company is eligible to participate in a program offered by the financial institution whereby the Title Company may (i) receive favorable loan terms and earn income from the involvement of loan processes and (ii) receive other benefits offered by the financial institution.

4514 Lyons LLC
BY: FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION,

[Signature]
President

To the best of my knowledge, the HUD-1 Settlement Statement which I have prepared is a true and accurate account of the funds which were received and have been or will be disbursed. The undersigned is a party to the settlement of this transaction.

[Signature]
President

4.4.2016
Date

WARNING: It is a crime to knowingly make false statements to the United States on this or any other similar form. Penalties upon conviction can include a fine and imprisonment. For details see: Title 18 U.S. Code Sections 1001 and Section 1621.
ITEMS marked "PCC" were paid outside the closing by Borrower (PCC), Lender (PCC), Mortgage Broker (PCC), FHA (PCC), and VA (PCC) in final escrow.

CERTIFICATION:

I have carefully reviewed the HUD-1 Settlement Statement and to the best of my knowledge and belief, this is a true and accurate statement of all receipts and disbursements made on my account or by me in this transaction. Further, I certify that I have received a copy of the HUD-1 Settlement Statement. The Settlement Agent does not warrant or represent the accuracy of information provided by any party, including information concerning PCC items and information supplied by the lender. If any, in this transaction appearing on the HUD-1 Settlement Statement and the public record is incorrect the Settlement Agent has no responsibility in such matters. The parties have read the above sentences, recognize that the mistakes were made, agree to same, and recognize Title Company is relying on the same.

This Company has deposited the amount of money that it has received in a demand deposit account that is federally insured to the maximum amount permitted by law. Demand deposit accounts offer immediately available funds for withdrawal after a delay has elapsed.

The Company may use or other benefits from the financial institution where the funds are deposited. Based upon the deposit of proceeds in demand accounts and other relationships with the financial institution, this Company is entitled to participate in any programs offered by the financial institution whereby the Title Company may (a) receive favorable loan terms and non-income from the investment of these proceeds and (b) receive other benefits offered by the financial institution.

4504 LYONS LLC
BY: TIM BARNARD COMMUNITY REDEVELOPMENT CORPORATION,
its sole member

Kathy Wynn
President

To the best of my knowledge, the HUD-1 Settlement Statement which I have prepared is a true and accurate account of the funds which were received and have been or will be disbursement by the parties involved in this settlement. This is certified to

Cheryl Bergsten
Notary

WARNING: It is a crime to knowingly make false statements to the United States on the HUD-1 or any other similar form. Penalties upon conviction can include a fine and imprisonment. For details see Title 18, U.S. Code Sections 1001 and Section 1346.
CERTIFICATION

Seller's and Purchaser's signature hereto acknowledges his/her/their approval of tax prorations and signifies their understanding that prorations were based on taxes for the preceding year or estimates for the current year, and in the event of any change for the current year, all necessary adjustments must be made between Seller and Purchaser; likewise any default in delinquent taxes will be reimbursed to Title Company by the Seller.

The parties have read and understood the above sentences, and recognize that the above recitations herein are material and important. The parties agree to these statements, and recognize Title Company is relying on these recitations in closing this transaction.

Title Company has deposited the earnest money that it has received in a demand deposit account that is federally insured to the maximum extent permitted by law. Demand deposit accounts are non-interest bearing pursuant to federal law, but offer immediately available funds for withdrawal after check has cleared.

Title Company may receive other benefits from the financial institution where the funds are deposited. Based upon the deposit of escrow funds in demand deposit accounts and other relationships with the financial institution, Title Company is eligible to participate in a program offered by the financial institution whereby the Title Company may (i) receive favorable loan terms and earn income from the investment of loan proceeds and (ii) receive other benefits offered by the financial institution.

I have carefully reviewed the HUD-1 Settlement Statement and to the best of my knowledge and belief, it is a true and accurate statement of all receipts and disbursements made on my account or by me in this transaction.

I certify and acknowledge that I have received a copy of the HUD-1 Settlement Statement and have read and understood this disclosure statement above.

Purchaser(s) Borrower(s)

4514 LYONS LLC
BY: FIFTH WARD COMMUNITY
REDEVELOPMENT CORPORATION,
Its sole member
Kathy Plybon
President

Seller(s)

ABILITY INSURANCE COMPANY

Jason Harkavy
Managing Member, Monroe Investment Advisor to AIC

To the best of my knowledge, the HUD-1 Settlement Statement which I have prepared is a true and accurate account of the funds which were received and have been or will be disbursed by the undersigned as part of the settlement of this transaction.

Settlement Agent

WARNING: It is a crime to knowingly make false statements to the United States or this or any other similar form. Penalties upon conviction can include a fine and imprisonment. For details see: Title 18 U.S. Code Section 1001 and Section 1010.

Date 4/1/2016

Certification Page Signed by Settlement Agent SHB
CERTIFICATION

Seller's and Purchaser's signature heron acknowledges his/her approval of tax prorations and signifies their understanding that prorations were based on taxes for the preceding year or estimates for the current year, and in the event of any change for the current year, all necessary adjustments must be made between Seller and Purchaser; likewise any default in delinquent taxes will be reimbursed to Title Company by the Seller.

The parties have read and understood the above sentences, and recognize that the above recitations herein are material and important. The parties agree to these statements, and recognize Title Company is relying on these recitations in closing this transaction.

Title Company has deposited the earnest money that it has received in a demand deposit account that is federally insured to the maximum extent permitted by law. Demand deposit accounts are non-interest bearing pursuant to federal law, but offer immediately available funds for withdrawal after check has cleared.

Title Company may receive other benefits from the financial institution where the funds are deposited. Based upon the deposit of escrow funds in demand deposit accounts and other relationships with the financial institution, Title Company is eligible to participate in a program offered by the financial institution whereby the Title Company may (i) receive favorable loan terms and earn income from the investment of loan proceeds and (ii) receive other benefits offered by the financial institution.

I have carefully reviewed the HUD-1 Settlement Statement and to the best of my knowledge and belief, it is a true and accurate statement of all receipts and disbursements made on my account or by me in this transaction.

I certify and acknowledge that I have received a copy of the HUD-1 Settlement Statement and have read and understood this disclosure statement above.

**Purchaser(s) Borrower(s)**

454/4 LYONS LLC
BY: FIFTH WARD COMMUNITY REDEVELOPMENT CORPORATION,
its sole member

Kathy Payton
President

**Seller(s)**

ABILITY INSURANCE COMPANY

BY: K. [signature]

TITLE: CEO

To the best of my knowledge, the HUD-1 Settlement Statement which I have prepared is a true and accurate account of the funds which were received and have been or will be disbursed by the undersigned as part of the settlement of this transaction.

[Signature]

Settlement Agent

Date

**WARNING:** It is a crime to knowingly make false statements to the United States or any other similar form. Penalties upon conviction can include a fine and imprisonment. For details see: Title 18 U.S. Code Section 1001 and Section 1013.
May 23, 2018

St. Elizabeth Place, LP
4300 Lyons Avenue
Houston, TX 77020
Attn: Jessica Thompson

Re: St. Elizabeth Place Ref# 30960

Dear Ms. Thompson:

In response to your request for loan financing for St. Elizabeth Place (“the property”), we are pleased to notify you your application was selected to receive a recommendation of award by the City of Houston Housing and Community Development Department (“HCDD”) to provide construction and permanent financing. This letter is an outline of the proposed terms.

Note that receiving a recommendation from HCDD does not constitute a commitment. The financing request is subject to (in sequential order): 1. Approval from the Mayor to place the financing request on the agenda of City Council, 2. Approval of the financing request by City Council. These requests will be made subject to HCDD’s completion of underwriting. However, based on the information you have provided the project has met a Housing Priority outlined in the RFP and HCDD is willing to begin underwriting on the following terms.

BORROWER: St. Elizabeth Place, LP (the “Borrower”).

ADDRESS: 4514 Lyons Avenue, Houston, TX 77020

PROJECT DESCRIPTION: The adaptive reuse of a historic building to a family affordable housing development. The unit design includes a mix of studio, one, and two-bedroom units that will be affordable to tenants at 30%, 50%, and 60% of area median income (“AMI”). The project will also contain 12 unrestricted market rate units.

LOAN AMOUNT: The loan is estimated to be $5,000,000. HCDD reserves the right to revise its award during its gap analysis completed through underwriting.

PROCEEDS TYPE: At this time, HCDD has determined the source its financing for this transaction will be provided by CDBG-DR proceeds and will underwrite this transaction accordingly. HCDD reserves the right to revise the source and amount as needed.
HCDD RESTRICTED UNITS: Based on the information provided in the application and the funds allocated to this project, HCDD will require 57 units (51% of the total units in the project) of the total units restricted at 60% AMI or below. HCDD will verify these restrictions during underwriting.

PURPOSE: To partially finance the construction of a 110 units affordable housing development. Permanent financing will also be provided.

TYPE OF LOANS: A non-revolving, advancing new construction loan and permanent loan (sometimes referred to as the "Loan").

LOAN INTEREST RATE: For the construction term no payments are required. During the permanent term, Borrower will be required to pay 1.00% annually on the outstanding balance of the loan until maturity. Payments will be subject to available cash flow for the property.

Interest shall be calculated utilizing a 360-day basis for the actual number of days principal is outstanding.

MATURITY DATE: Total loan term is to be 22 years. Construction term is to be 24 months. The permanent term and affordability period will be to 20 years that will commence when the construction period is completed. Loan will be a non-amortizing throughout the construction and permanent period and due upon maturity.

EXPENSES: Borrower will be responsible for all third-party expenses whether or not the loan closes. The following is an estimation of the costs to be accounted for at closing, but not limited to the following:
- HCDD third-party attorney $49,000
- Appraisal $5,000
- Plan and cost review $5,000
- Monthly construction inspections $1,000 each throughout the construction period

COMPLIANCE MONITORING FEE: A Compliance Monitoring Fee of $25 per HCDD restricted unit will be due annually and subject to change annually.

MODIFICATION FEE: Any changes to HCDD’s loan terms, financing parties, Borrower structure, or ownership of the property after closing that requires the Director or city council approval will require a fee of no less than $25,000, but determined at the time of request.

CLOSING and CONSTRUCTION COMMENCEMENT: Financing to close by no later than December 1, 2018. If an applicant has not closed by this date, HCDD reserves the right to reallocate an applicant’s award to a separate transaction. Construction to commence within 30 days after the close date.

COMPLETION DATE: To be determined, however, it is anticipated that construction completion will occur within 24 months of the date of close, October 2018 subject to force majeure not to exceed 60 days.
GUARANTEES OF COMPLETION: HCDD will have full recourse to the Borrower under a performance guaranty.

CAPACITY: Borrower to demonstrate adequate capacity for project scope or secure a consultant experienced with completing renovations and lease up of commercial property of similar size and has shared space.

COLLATERAL: HCDD to hold a junior position deed of trust on land and improvements (as fee simple interest or leasehold). However, HCDD’s Land Use Restriction Agreement for its restricted units will be placed in a superior position above all financing.

HTC EQUITY and OTHER SOURCES OF FINANCING: Equity to come from the sale of Housing Tax Credits (HTCs) and Historic Tax Credits to National Equity Fund and is expected to total approximately $19,294,022. For all additional funding sources made available to the project, the principal and interest of these funds is to remain subordinate to the principal and the interest of HCDD’s construction loan and permanent loan.

The additional funding sources are as follows:

- BBVA Compass Bank; loan amount of $2,905,908; loan maturity 15 years; amortized over 35 years; 6.2% interest rate

CONTINGENCIES: HCDD requires the minimum of a 10% hard cost contingency and 5% soft cost contingency within the budget. During underwriting based on plan and cost review, additional contingency may be required.

THIRD PARTY REPORTS: Borrower is required to supply a market study, appraisal, plan and cost review and/or other reports required during underwriting. HCDD will accept these reports ordered by other financing parties with a reliance letter.

ADVANCES: Construction loan funding will be made no more frequently than monthly, with the construction loan funding based upon the percentage-of-completion for actual work-in-place as approved by HCDD and its construction consultant and meets all compliance requirements.

COMPLIANCE STANDARDS: Borrower acknowledges the required compliance obligations (Davis Bacon, Section 3, MWSBE, Pay or Play) outlined in the RFP. Depending on the source of funds not all obligations may be applicable.

PAYMENT AND PERFORMANCE BONDS OR LETTERS OF CREDIT: It is anticipated that the Contractor will provide payment and performance bonds during construction, provided by a surety with at least an AM best rating of “A,” acceptable to HCDD in its sole discretion.

BUSINESS CONDITIONS PRECEDENT TO CLOSING: Appropriate and customary conditions precedent to close for this type of transaction is listed in Schedule I as an addendum to this letter.

EXPIRATION DATE: This letter shall be accepted and signed within seven (7) business days of the date of the letter. After this time, the offer and terms of this letter shall become
null and void. Acceptance is to be indicated by the return of a fully executed counterpart of this letter to HCDD.

It is my sincere pleasure to make this financing proposal to you. We look forward to your acceptance and to our developing relationship.

Sincerely,

Ray S. Miller
Executive Staff Analyst

<table>
<thead>
<tr>
<th>Agreed and Accepted on</th>
<th>_________________________, 2018</th>
</tr>
</thead>
<tbody>
<tr>
<td>By (Signature)</td>
<td>_____________________________</td>
</tr>
<tr>
<td>Printed Name</td>
<td>_____________________________</td>
</tr>
<tr>
<td>Title</td>
<td>_____________________________</td>
</tr>
<tr>
<td>Firm Name</td>
<td>_____________________________</td>
</tr>
</tbody>
</table>
CONDITIONS TO CLOSING

Customary for transactions of this nature and appropriate for this particular transaction, including but not limited to:

- All due diligence information and underwriting is subject to final review and approval by HCDD.

- A Phase I environmental survey dated within six months of the anticipated closing date. At the sole discretion of the HCDD, additional environmental due diligence may be required, including but not limited to a Phase II, asbestos and/or lead paint tests; HCDD will consider using an updated version of existing Phase I if acceptable to HCDD in-house environmental risk manager.

- Management agreement and management plan from an approved third-party management company;

- Commitment for Title Insurance, issued by a title company acceptable to HCDD, covering the Project, together with the payment of premiums necessary for the title company to issue a Mortgagee’s Policy of Title Insurance, with respect thereto, in the amount of the Loan, together with all endorsements thereto as required by HCDD;

- Evidence that the Project is not located in a flood prone area;

- A market and feasibility study for the proposed construction of the Project prepared by an approved market consultant;

- A recent (within 30 days prior to closing) UCC search indicating that the Project is free and clear of all security interests (or will be at the time of closing);

- Borrower’s amended and restated partnership agreement (or operating agreement, if applicable) and all notes, guarantees, and other instruments and agreements issued pursuant thereto, and all amendments and modifications thereto and thereof;

- Pro-forma operating statement for the Project;

- Survey of the Project;

- Evidence of fire, hazard, flood (as applicable), builder’s risk, workman’s compensation, and all other insurance as will be required by the HCDD’s loan documents, each naming HCDD as loss payee or mortgagee;

- Receipt and review by HCDD of a final construction budget, a construction schedule and a draw schedule, together with a third-party plan and cost review performed by a third party acceptable to HCDD which shall, among other things, verify the adequacy of such construction budget;

- Evidence of Borrower’s and its general partner’s and each Guarantor’s due formation, organization, good standing, authorization to enter into the transaction contemplated by this letter and the HCDD’s loan documents, and all other organizational documents and other items and matters required by the HCDD’s loan documents;

- If applicable, a copy of the purchase agreement or ground lease of the Project and all landlord estoppel letters as may be required by HCDD;
• Opinions of counsel for Borrower, Guarantors, and such other persons and entities required by HCDD, and covering such matters as HCDD shall deem reasonably necessary or desirable in connection with the credit support transaction and as provided in the HCDD’s loan documents;

• Current plans and specifications for the Project;

• The Architect’s Contract, between Borrower and the Project’s architect, together with an agreement from such architect, consenting to the assignment of the plans and specifications prepared by the architect to HCDD and providing for the subordination of all statutory and contractual liens and claims of the architect against the Project;

• General Construction Contract between Borrower and the Project’s general contractor (“Contractor”) (which shall be a fixed price/stipulated sum or guaranteed maximum price contract consistent with the budget approved by HCDD), together with an agreement from Contractor, consenting to the assignment of the general contract to HCDD, and providing for the subordination of all statutory and contractual liens and claims of the Contractor against the Project;

• A complete list of costs for the Project, enumerated on the appropriate AIA document(s), to include all hard (direct) costs. A Sources and Uses and/or flow of funds including all hard (direct) costs and all anticipated soft (indirect) costs. The cost breakdown should clearly indicate those line items to be funded by the Investor’s equity and the timing thereof;

• All management contracts, operating agreements, franchise agreements, or other contractual arrangements affecting the operation of the Project. HCDD reserves the right to require that all such contracts and agreements be conditionally assigned by Borrower to HCDD, and to further, at the option of HCDD, require that such assignments be acknowledged by the contracting third parties;

• Evidence in the form of letters from the appropriate provider or from the Project engineer, that public water, sanitary and storm sewer, electricity, gas, and other required utilities are available to the Project (as clearly identified in said letters) and in quantities sufficient for the successful operation of the Project. All utility lines must enter the Project through adjoining public streets or, if passing through adjoining private land, do so in accordance with recorded public or private easements satisfactory in form and content to HCDD;

• Evidence that the Project and all planned improvements and intended uses will fully comply with all applicable deed restrictions, laws, regulations and copies of all building and grading permits, operating permits, licenses, consents and approvals, which building and grading permits, operating permits, licenses, consents and approvals;

• Such other financial information and other documents as shall be required by the HCDD’s loan documents; and

• Each of the foregoing conditions precedent and all other conditions precedent set forth in the HCDD’s loan documents shall be fully satisfied on or before closing.
## Supplement to Property Condition Assessment

### 4514 Lyons PCA Provider's Cost Estimates

<table>
<thead>
<tr>
<th>Scope of Work</th>
<th>Identified</th>
<th>Immediate</th>
<th>Additional</th>
</tr>
</thead>
<tbody>
<tr>
<td>Off-site concrete</td>
<td>25,000</td>
<td>0</td>
<td>25,000</td>
</tr>
<tr>
<td>Sewer laterals</td>
<td>10,000</td>
<td>0</td>
<td>10,000</td>
</tr>
<tr>
<td>Off-site paving</td>
<td>5,859</td>
<td>0</td>
<td>5,859</td>
</tr>
<tr>
<td>Storm drain &amp; detention ponds</td>
<td>236,900</td>
<td>0</td>
<td>236,900</td>
</tr>
<tr>
<td>On-site concrete</td>
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<td>0</td>
<td>0</td>
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<tr>
<td>On-site paving</td>
<td>157,163</td>
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<td>157,163</td>
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<tr>
<td>Bumper stops, striping &amp; signs</td>
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<td>10,000</td>
<td>10,000</td>
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<tr>
<td>Landscaping</td>
<td>120,748</td>
<td>0</td>
<td>120,748</td>
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<tr>
<td>Pool and decking</td>
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<td>0</td>
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<tr>
<td>Recreational facilities/playgrounds</td>
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<tr>
<td>Fencing Description</td>
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<tr>
<td>Trash collection facilities</td>
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<td>0</td>
<td>0</td>
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<tr>
<td>Other: (specify)</td>
<td>0</td>
<td>0</td>
<td>0</td>
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<tr>
<td>Masonry</td>
<td>102,300</td>
<td>0</td>
<td>102,300</td>
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<tr>
<td>Metals</td>
<td>167,400</td>
<td>139,843</td>
<td>307,243</td>
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<tr>
<td>Waterproofing</td>
<td>516,077</td>
<td>153,142</td>
<td>669,219</td>
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<tr>
<td>Insulation</td>
<td>0</td>
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<tr>
<td>Electrical</td>
<td>825,554</td>
<td>316,438</td>
<td>1,141,992</td>
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<tr>
<td>Bathtubs/Shower Enclosures</td>
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<tr>
<td>Sinks</td>
<td>0</td>
<td>0</td>
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<tr>
<td>Lavatories</td>
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</tr>
<tr>
<td>Fixtures</td>
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<td>Water Heater</td>
<td>4,200</td>
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<td>4,200</td>
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<tr>
<td>HVAC</td>
<td>8,397,634</td>
<td>2,719,272</td>
<td>11,116,906</td>
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</tbody>
</table>

### Total Construction Cost

- Identified: 8,250
- Immediate: 8,250
- Additional: 42,600

### Total Annual Reserves

- Provider Identified: 8,250
- Immediate: 8,250
- Additional: 42,600

---

**Note:** Costs included in the Developer Additional Scope of Work column.
St. Elizabeth New Construction Estimate
February 21, 2018
Site Work and 25 New Units

<table>
<thead>
<tr>
<th>Site Work</th>
<th>New Construction</th>
<th>Sub-Total</th>
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</thead>
<tbody>
<tr>
<td>Site Work</td>
<td>New Construction</td>
<td>Sub-Total</td>
</tr>
<tr>
<td>Off-Site</td>
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</tr>
<tr>
<td>Off-Site Concrete</td>
<td>$25,000</td>
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</tr>
<tr>
<td>Storm Drains &amp; Devices</td>
<td>$15,000</td>
<td></td>
</tr>
<tr>
<td>Water &amp; Fire Hydrants</td>
<td>$15,000</td>
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<tr>
<td>Off-Site Utilities</td>
<td>$18,000</td>
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<tr>
<td>Sewer Laterals</td>
<td>$10,000</td>
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</tr>
<tr>
<td>Off-Site Paving</td>
<td>$5,859</td>
<td></td>
</tr>
<tr>
<td>Off-Site Electrical</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Other</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

On-Site work

<table>
<thead>
<tr>
<th>Surveying</th>
<th>$27,142</th>
<th>$5,873 - GRADING</th>
<th>$235</th>
<th>$0.24</th>
</tr>
</thead>
<tbody>
<tr>
<td>Grading/Excavation</td>
<td>$50,785</td>
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<tr>
<td>Fine Grading</td>
<td>$39,429</td>
<td>$50,000 - EROSION CONTROL</td>
<td>$50,000</td>
<td>$0.24</td>
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<tr>
<td>Erosion Control</td>
<td>$50,000</td>
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<tr>
<td>Site Sewer</td>
<td>$73,150</td>
<td>$85,600 - SITE PAVING</td>
<td>$85,600</td>
<td>$0.24</td>
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<tr>
<td>Site Paving</td>
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<tr>
<td>Storm Drainage</td>
<td>$133,750</td>
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<tr>
<td>Area Drains</td>
<td>$30,000</td>
<td>$60,000 - SITE POWER</td>
<td>$60,000</td>
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<tr>
<td>Fire Line</td>
<td>$38,750</td>
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<tr>
<td>Site Water</td>
<td>$70,000</td>
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<tr>
<td>Site Power</td>
<td>$60,000</td>
<td></td>
<td></td>
<td></td>
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<tr>
<td>Landscape</td>
<td>$118,748</td>
<td>$5,873 - LANDSCAPE</td>
<td>$118,748</td>
<td>$0.24</td>
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</table>

Concrete

<table>
<thead>
<tr>
<th>Concrete Structural</th>
<th>$98,650</th>
<th>$3,946</th>
<th>$4.08</th>
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<tbody>
<tr>
<td>Curb &amp; Gutter (see off-site)</td>
<td>$85,996</td>
<td>$3,440</td>
<td>$3.56</td>
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<tr>
<td>Hardscape</td>
<td>$30,571</td>
<td>$1,223</td>
<td>$1.26</td>
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</tbody>
</table>

Masonry

| Site Masonry | $47,392 | $47,392 | $47,392 | $47,392 |

Metals

| Structural Steel | $58,790 | $2,352 | $2.43 |
In the course of the Department's underwriting review of the above referenced application an Administrative Deficiency, as defined in 10 TAC §10.3(a)(2), has been identified. By this notice, the Department is requesting information to clarify or to correct inconsistencies found in the Application or to provide non-material missing information. All Administrative Deficiency requests will be treated in accordance with §10.201(7) of the Uniform Multifamily Rules.

**All deficiencies must be satisfactorily corrected or clarified by 5:00 p.m. Central Time on Friday, June 8, 2018** (fifth business day following the date of this deficiency notice).

All documentation should be submitted as a whole using the Department’s Serv-U HTTPS System. Once the documents are submitted to the Serv-U HTTPS system, please email the staff member issuing this notice. If you have questions regarding the Serv-U HTTPS submission process, contact Jason Burr at jason.burr@tdhca.state.tx.us or by phone at (512)475-3986. You may also contact Nicole Fisher at nicole.fisher@tdhca.state.tx.us or by phone at (512)475-2201.

**NOTICE:** Pursuant to §10.201(7) of the Uniform Multifamily Rules, revised Application exhibits not specifically requested by the Underwriter in an Administrative Deficiency **WILL NOT** be accepted.

1. **Payroll & Payroll Tax:** Please provide a staffing plan. Are there any additional expenses in this category such as Supportive Services or Security? If so, please identify the costs of the items.
   
   Response:

2. **Repairs & Maintenance:** After the rehab work is completed, the amount of R&M should be closer to the standard $600/unit. Please explain why the R&M is budgeted at $704/unit.
   
   Response:

3. **Property Tax:** Please provide the method of calculation for property taxes.
4. Please provide the holding costs for the property. These expenses may include property taxes, interest, and expenses associated with security.

Response:

5. PCA: 5.8 ADA Review. This section of the report addresses the ADA compliance factors, however, the PCA provider also needs to address the following REA Rule, Section 10.306 (e)(6) - Accessibility Requirements. “The PCA report must include an analysis of compliance with the Department's accessibility requirements pursuant to Chapter 1, Subchapter B and Section 10.101 (B)(8) and identify the specific items in the scope of work and costs needed to ensure that the Development will meet these requirements upon Rehabilitation (including conversion and Adaptive Reuse).

Response:

6. 

Response:

7. 

Response:

8. 

Response:

9. 

Response:

10. 

Response:

11. 

Response:
<table>
<thead>
<tr>
<th>Number</th>
<th>Response</th>
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<tbody>
<tr>
<td>12.</td>
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<tr>
<td>13.</td>
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<td>14.</td>
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<td>19.</td>
<td></td>
</tr>
<tr>
<td>20.</td>
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</tr>
</tbody>
</table>
Board Action
Public Comment
Commitment/Determination Notice
MFDL Award
Carryover