RESOLUTION NO.

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WHEREAS, the Austin Housing Finance Corporation (AHFC) was created by the City of Austin in accordance with Chapter 394 of the Local Government Code for the public purpose and function, among others, of providing a means to finance the cost of residential developments that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of Austin; and

WHEREAS, Chapter 22 of Texas Business Organization Code (Code)
authorizes the creation and organization of nonprofit corporations which may act
as a duly constituted affiliate of a Texas housing finance corporation to aid and
assist the housing finance corporation in the performance of one or more of its
functions; and

WHEREAS, AHFC desires to further its public purposes and functions by creating a related, affiliated, nonprofit corporation and instrumentality named AHFC Bungalows Non-Profit Corporation (Non-Profit Corporation) to develop low-income housing, appointing and maintaining its board of directors, and otherwise exercising control over the Non-Profit Corporation, its dissolution, and its assets; and

WHEREAS, AHFC is creating the Non-Profit Corporation to acquire from
the City of Austin the hotel formerly known as the Texas Bungalows Hotel &
Suites, located at 13311 Burnet Road, Austin, Texas 78727, which will be
converted to 60 efficiency apartments to be leased as permanent supportive
housing to individuals experiencing permanent chronic homelessness
(Development); and

WHEREAS, the Non-Profit Corporation will enter contract(s) with Integral
Care for the rehabilitation and management of the Development and will lease the
apartments to individuals experiencing permanent, chronic homelessness; and
WHEREAS, AHFC desires that the Non-Profit Corporation have and
exercise all of the powers prescribed by the Code; and

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WHEREAS, AHFC desires that the Non-Profit Corporation's Certificate of Formation and By-Laws be in the form and be executed, approved, and filed in the manner prescribed by this Resolution; and

WHEREAS, the Board of Directors desires to authorize and approve the Certificate of Formation and By-Laws of the Non-Profit Corporation, appoint the board of directors and president of the Non-Profit Corporation, and take other action with respect to the Non-Profit Corporation; NOW, THEREFORE,

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BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE AUSTIN HOUSING FINANCE CORPORATION:

Section 1. The Board of Directors finds, determines, recites, and declares 38 that it is wise, expedient, necessary, and advisable that the Non-Profit Corporation 39 be formed. The Board of Directors therefore approves the creation and 40 organization of the Non-Profit Corporation under the provisions of the Code as a 41 duly constituted affiliate, nonprofit corporation, and instrumentality of AHFC. The 42 Board of Directors authorizes the Non-Profit Corporation to develop housing for 43 low-income individuals and families as a primary activity to promote community 44 based revitalization for the City; to aid, assist, and act on its behalf and for the 45 benefit of AHFC in the performance of its functions to acquire, rehabilitate, 46 develop, manage, and operate affordable housing in City of Austin; to acquire to 47 rehabilitate, develop, manage, and operate the Development; to promote, develop, 48 49 and maintain the Development as decent, safe, and sanitary housing at affordable rental rates; to ensure the Development helps to achieve the public purpose and 50 functions of AHFC; and to perform the other purposes described in the Non-Profit 51 Corporation's Certificate of Formation. The Board of Directors approves the Non-52 Profit's acquisition of the Development as described above and authorizes the 53 54 Non-Profit Corporation to enter into all documents necessary to complete such transactions. 55

Section 2. The Board of Directors approves the Certificate of Formation of the Non-Profit Corporation in substantially the form attached as Exhibit A and authorizes the incorporator of the Non-Profit Corporation to file such Certificate of Formation with the Secretary of State of the State of Texas in the manner provided by law.

Section 3. The Board of Directors appoints the initial board of directors of
the Non-Profit Corporation, with their terms of office to expire at the time
indicated.

64 *Name*

65 J. Rodney Gonzales

66 Rosie Truelove

67 Mandy DeMayo

68 Term Expires

69 December 5, 2023

70 December 5, 2023

71 December 5, 2023

J. Rodney Gonzales is appointed as the President of the Non-Profit Corporation.
Other officers will be appointed as provided in the By-Laws of the Non-Profit
Corporation.

75 Section 4. The Board of Directors approves the By-Laws of the Non-Profit 76 Corporation in substantially the form attached as Exhibit B and authorizes the 77 President of the Non-Profit Corporation to execute and file them in the corporate 78 records in the manner provided by law.

Section 5. The Board of Directors finds, determines, recites, and declares that no note, bond, loan, debt, or other obligation of the Non-Profit Corporation is an indebtedness, liability, general or moral obligation or pledge of the faith or credit of the State of Texas, the City of Austin, AHFC, or any other political subdivision or governmental unit. In addition, no note, bond, loan, debt, or other obligation constitutes an indebtedness within the meaning of any constitutional or
statutory debt limitation or restriction or an agreement, obligation, or indebtedness
of AHFC, the City of Austin, the State of Texas within the meaning of AHFC's
Articles of Incorporation, the City Charter, or of any constitutional or statutory
provision whatsoever.

Section 6. The Board of Directors finds, determines, recites, and declares 89 that it is the purpose, intent, and desire of AHFC in approving the creation of the 90 91 Non-Profit Corporation and the form of its Certificate of Formation and By-Laws, that such actions and the Non-Profit Corporation hereby authorized comply with 92 the requirements of the Internal Revenue Code of 1986, as amended, and the 93 94 Treasury Regulations and Internal Revenue Service rulings promulgated thereunder and the rulings issued pursuant thereto, such that the Non-Profit 95 Corporation is determined to be a constituted nonprofit corporation acting as an 96 asset of AHFC pursuant to the provisions of the Code and Chapter 394 of the 97 Texas Local Government Code. 98

99 Section 7. This Resolution takes effect immediately upon its passage and100 approval by the Board of Directors.

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ADOPTED:

ATTEST:_

Myrna Rios Secretary