

Lamar Square Phase 1

By Mary Lee Foundation



2024 RHDA Application



Executive Summary

The **Mary Lee Foundation (MLF)** is partnering with Foundation Communities (FC) to redevelop our eight-acre Lamar Square campus, located one mile south of downtown Austin, where affordable housing is scarce. Currently, our campus serves 200 residents, including 45 individuals with intellectual and developmental disabilities (IDD), all living on very low incomes.

Our shared vision for Lamar Square is to triple our housing capacity, creating a vibrant, inclusive community that will sustain our programs and enhance the range of housing options for individuals with disabilities. This redevelopment is essential, as many of the existing buildings, now over 50 years old, have deteriorated due to years of limited funding for repairs.

The redevelopment plan will replace outdated housing, preserve buildings in better condition, and add approximately 200 new units. **Phase 1** will include a two-condo building: FC's section will house 56 redeveloped units managed by FC, while MLF will manage the section serving 45 residents with IDD, alongside our day rehab center, which provides critical services for individuals with significant disabilities on and off campus.

With this project, MLF aims to create a more integrated, sustainable, and supportive community for both current and future residents in this vital Austin location.



Mary Lee Foundation

HDA Application

Lamar Square Phase 1: MLF Condo

APPLICATION CHECKLIST/ INFORMATION FORM				
DEVELOPER : Foundation Communities		OWNER/BORROWER NAME : Mary Lee Foundation		
DEVELOPMENT NAME : Lamar Square Phase 1		FUNDING CYCLE DEADLINE : November 1, 2024		
FEDERAL TAX ID NO:		DUNS NO:		
PROJECT ADDRESS: 1326+1328 Lamar Square Dr, Aust		PROGRAM : RHDA		
CONTACT NAME : Russ Walker		AMOUNT REQUESTED: \$7,500,000		
CONTACT ADDRESS AND PHONE : 1339 Lamar Square Dr, Austin, TX 78704, Austin, TX 78704 512.443.5777				
APPLICATION TABS				INITIALS
A 1	EXECUTIVE SUMMARY/PROJECT PROPOSAL			RW
A 2	PROJECT SUMMARY FORM			RW
A 3	PROJECT TIMELINE			RW
A 4	DEVELOPMENT BUDGET			RW
A 5	OPERATING PRO FORMA			RW
A 6	SCORING SHEET			RW
ATTACHMENT TABS				
1	ENTITY INFORMATION	1.a.	Detailed listing of developer's experience	RW
		1.b.	Certificate of Status	RW
		1.c.	Statement of Confidence	N/A
2	PRINCIPALS INFORMATION	2.a.	Resumes of principals	RW
		2.b.	Resumes of development team	RW
		2.c.	Resumes of property management team	RW
3	FINANCIAL INFORMATION	3.a.	Federal IRS Certification	RW
		3.b.	Certified Financial Audit	RW
		3.c.	Board Resolution	RW
		3.d.	Financial Statements	RW
		3.e.	Funding commitment letters	RW
4	PROJECT INFORMATION	4.a.	Market Study	RW
		4.b.	Good Neighbor Policy	RW
		4.c.	SMART Housing Letter	RW
		4.d.	MOU with ECHO	NA
		4.e.	Resident Services	RW
5	PROPERTY INFORMATION	5.a.	Appraisal	RW
		5.b.	Property Maps	RW
		5.c.	Zoning Verification Letter	RW
		5.d.	Proof of Site control	RW
		5.e.	Phase I ESA	RW
		5.f.	SHPO	RW
The applicant/developer certifies that the data included in this application and the exhibits attached hereto are true and correct. <i>Unsigned/undated submissions will not be considered.</i>				
SIGNATURE OF APPLICANT		DATE AND TIME STAMP OF RECEIPT		
<div><i>Russ Walker</i></div> <div>PRINTED NAME</div> <div>Russ Walker</div> <div>TITLE OF APPLICANT</div> <div>Executive Director</div> <div>DATE OF SUBMISSION</div> <div>11/1/2024</div>		<div></div> <div>FOR AHFC USE ONLY</div>		

Project Summary Form

1) Project Name Mary Lee Redevelopment	2) Project Type 100% Affordable	3) New Construction or Rehabilitation New Construction
4) Address(s) or Location Description 1326 and 1328 Lamar Square Dr.		5) Mobility Bond Corridor North Lamar Blvd
6) Census Tract 13.03	7) Council District District 9	8) Elementary School ZILKER EL
9) Affordability Period 40 years		
10) Type of Structure Multi-family	11) Occupied? Yes	12) How will funds be used? Construction

13) Summary of Rental Units by MFI Level

Income Level	Efficiency	One Bedroom	Two Bedroom	Three Bedroom	Four (+) Bedroom	Total
Up to 20% MFI						0
Up to 30% MFI	45					45
Up to 40% MFI						0
Up to 50% MFI						0
Up to 60% MFI						0
Up to 80% MFI						0
Up to 120% MFI						0
No Restrictions						0
Total Units	45	0	0	0	0	45

14) Summary of Units for Sale at MFI Level

Income Level	Efficiency	One	Two	Three	Four (+)	Total
Up to 60% MFI						0
Up to 80% MFI						0
Up to 120% MFI						0
No Restrictions						0
Total Units	0	0	0	0	0	0

15) Initiatives and Priorities (of the Affordable Units)

Initiative	# of Units	Initiative	# of Units
Accessible Units for Mobility Impairments	45	Continuum of Care Units	0
Accessible Units for Sensory Impairments	1		

Use the City of Austin GIS Map to Answer the questions below

16) Is the property within 1/2 mile of an Imagine Austin Center or Corridor?

Yes

17) Is the property within 1/4 mile of a High-Frequency Transit Stop?

Yes

18) Is the property within 3/4 mile of Transit Service?

Yes

19) The property has Healthy Food Access?

No

20) Estimated Sources and Uses of funds

Sources

Debt	
Equity	
Grant	8,427,250
Other	
Deferred Developer Fee (not applicable for OHDA)	
Previous AHFC Funding	-
Current AHFC Request	4,500,000

Total \$ 12,927,250

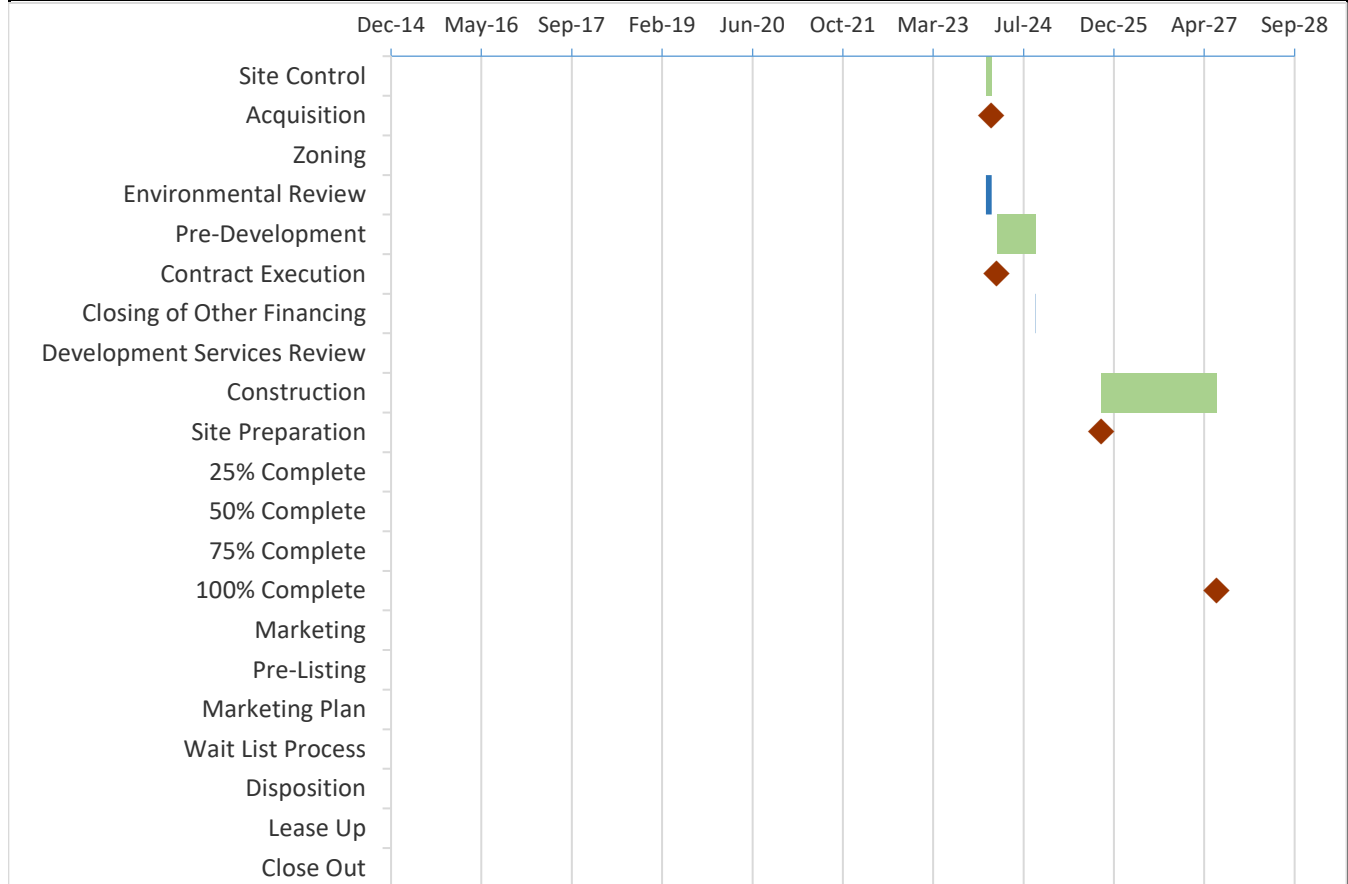
Uses

Acquisition	
Off-Site	-
Site Work	-
Sit Amenities	-
Building Costs	10,290,000
Contractor Fees	-
Soft Costs	981,500
Financing	20,000
Developer Fees	1,635,750

Total \$ 12,927,250

Development Schedule

	Start Date	End Date
Site Control	Jan-24	Feb-24
Acquisition	Feb-24	
Zoning		
Environmental Review	Jan-24	Feb-24
Pre-Development	Mar-24	Oct-24
Contract Execution	Mar-24	
Closing of Other Financing	Oct-24	Oct-24
Development Services Review		
Construction	Oct-25	Jul-27
Site Preparation	Oct-25	
25% Complete		
50% Complete		
75% Complete		
100% Complete	Jul-27	
Marketing	Jan-00	Jan-00
Pre-Listing		
Marketing Plan		
Wait List Process		
Disposition	Jan-00	Jan-00
Lease Up		
Close Out		



Development Budget

	Total Project Cost	Requested AHFC Funds	Description
Pre-Development			
Appraisal			
Environmental Review	8,571		
Engineering	5,400		
Survey	12,857		
Architectural	514,286		
Subtotal Pre-Development Cost	\$541,114	\$0	
Acquisition			
Site and/or Land			
Structures			
Other (specify)			
Subtotal Acquisition Cost	\$0	\$0	
Construction			
Infrastructure			
Site Work			
Demolition			
Concrete			
Masonry			
Rough Carpentry			
Finish Carpentry			
Waterproofing and Insulation			
Roofing and Sheet Metal			
Plumbing/Hot Water			
HVAC/Mechanical			
Electrical			
Doors/Windows/Glass			
Lath and Plaster/Drywall and Acoustical			
Tiel Work			
Soft and Hard Floor			
Paint/Decorating/Blinds/Shades			
Specialties/Special Equipment			
Cabinetry/Appliances			
Carpet			
Other (specify)	9,800,000	4,500,000	Hard Cost Estimation
Construction Contingency	490,000		
Subtotal Construction Cost	\$10,290,000	\$4,500,000	
Soft & Carrying Costs			
Legal	85,000		
Audit/Accounting			
Title/Recordin	20,000		
Architectural (Inspections)			
Construction Interest			
Construction Period Insurance	152,213		
Construction Period Taxes			
Relocation			
Marketing			
Davis-Bacon Monitoring			
Developer Fee	1,635,750		
Other (specify)	203,173		consultant, city fees, soft cost cotingency, materials testing
Subtotal Soft & Carrying Costs	\$2,096,136	\$0	
TOTAL PROJECT BUDGET	\$12,927,250	\$4,500,000	

Project Name	Mary Lee Redevelopment	
Project Type	100% Affordable	
Council District	District 9	
Census Tract	13.03	
Prior AHFC Funding	\$0	
Current AHFC Funding Request Amount	\$4,500,000	
Estimated Total Project Cost	\$12,927,250	
High Opportunity	Yes	
High Displacement Risk	NO	
High Frequency Transit	Yes	
Imagine Austin	Yes	
Mobility Bond Corridor	North Lamar Blvd	
SCORING ELEMENTS		Description
UNITS		
< 20% MFI	0	# of rental units at < 20% MFI
< 30% MFI	45	# of rental units at < 30% MFI
District Goal	6%	% of City's affordable housing goal
High Opportunity	5%	% of City's affordable housing goal for high opportunity areas
Displacement Risk	0%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	7%	% of City's affordable housing goal near high frequency transit
Imagine Austin	7%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	8%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	8%	% of City's affordable housing goal within mobility bond corridors
SCORE	9	% of annual goal * units * 50%, max of 75
< 40% MFI	0	# of rental units at < 40% MFI
< 50% MFI	0	# of rental units at < 50% MFI
District Goal	6%	% of City's affordable housing goal
High Opportunity	5%	% of City's affordable housing goal for high opportunity areas
Displacement Risk	0%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	7%	% of City's affordable housing goal near high frequency transit
Imagine Austin	7%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	8%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	8%	% of City's affordable housing goal within mobility bond corridors
SCORE	0	% of annual goal * units * 25%, max of 75
< 60% MFI	0	# of units for purchase at < 60% MFI
District Goal	6%	% of City's affordable housing goal
High Opportunity	5%	% of City's affordable housing goal for high opportunity areas
Displacement Risk	0%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	7%	% of City's affordable housing goal near high frequency transit
Imagine Austin	7%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	8%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	8%	% of City's affordable housing goal within mobility bond corridors
SCORE	0	% of annual goal * units * 50%, max of 75
< 80% MFI	0	# of units for purchase at < 80% MFI
District Goal	6%	% of City's affordable housing goal
High Opportunity	5%	% of City's affordable housing goal for high opportunity areas
Displacement Risk	0%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	7%	% of City's affordable housing goal near high frequency transit
Imagine Austin	7%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	8%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	8%	% of City's affordable housing goal within mobility bond corridors
SCORE	0	% of annual goal * units * 25%, max of 75
Unit Score	9	MAXIMUM SCORE = 300
INITIATIVES AND PRIORITIES		
Continuum of Care	0	Total # of units provided up to 100 per year
Continuum of Care Score	0	(total CoC Units/100 + HF Units/50)*20
Access to Healthy Food	No	Within 1 Mile of Healthy Food (City GIS)
Continuum of Care Weighted Score	0	Mobility, Access to Jobs, Community Institutions, Social Cohesion
2 Bedroom Units	0	Total Affordable 2 Bedroom units
3 Bedroom Units	0	Total Affordable 3 Bedroom units
4 Bedroom Units	0	Total Affordable 4+ Bedroom units
Multi-Generational Housing Score	0	Multi-bedroom Unit/Total Units * 20
TEA Grade	86	Elementary School Rating from TEA
Multi-Generational Housing Weighted Score	0	Educational Attainment, Environment, Community Institutions, Social Cohesion,
Accessible Units	46	mobility and sensory units
Non-PSH, Non-Voucher Under 20% MFI	0	Total units under 20% MFI
Accessibility Score	20	Accessible Unit/Total Units * 20
Metro Access Service	Yes	Within 3/4 mile of fixed route transit
Accessibility Weighted Score	12	Housing Stability, Health, Mobility, Community Institutions
Initiatives and Priorities Score	33	MAXIMUM SCORE = 200
UNDERWRITING		
AHFC Leverage	35%	% of total project cost funded through AHFC request
Leverage Score	12	3 points per 5% reduction in leverage below 50% (max 30)
AHFC Per Unit Subsidy (including prior amounts)	\$100,000	Amount of assistance per unit
Subsidy per unit score	13	(\$200,000 - per unit subsidy)*25/\$200,000
AHFC Per Bedroom Subsidy	\$100,000	Amount of assistance per bedroom
Subsidy per Bedroom Score	13	(\$200,000 - per bedroom subsidy)*25/\$200,000
Debt Coverage Ratio (Year 5)	0.00	Measured at the 5 Year mark
Debt Coverage Ratio Score	0	Minimum = 1.0; Maximum = 1.5; 1.25 = best score
Underwriting Score	37	MAXIMUM SCORE = 100
APPLICANT		
FINAL QUANTITATIVE SCORE	79	THRESHOLD SCORE = 50
Previous Developments		
Compliance Score		
Proposal		
Supportive Services		
Development Team		
Management Team		
Notes		



Mary Lee Foundation

Attachments

Lamar Square Phase 1: MLF Condo

1. Applicant Entity

a. Introduction

Mary Lee Foundation (MLF) is the applicant and has been serving Austin for 60 years. Since 1963, we have been providing affordable housing and services to individuals with intellectual and/or developmental disabilities (IDD). MLF has the mission to serve adults with diverse needs so that they may develop a sense of dignity, a sense of self-worth, and the skills necessary to socially integrate with and contribute to the community in which they live. We focus on four main areas:

Affordable Housing: The Mary Lee Foundation offers affordable apartments and free onsite support services for adults with disabilities. We empower our tenants to achieve their independence through a supportive community that follows a client-centric approach.

Rehabilitation Services: We offer a full range of progressive outpatient neurological, orthopedic and special needs services.

Care for Adults with IDD: Because everyone is different, we offer a variety of program options to meet each of our clients' individual needs, including home and community-based services, supervision and activities for adults with disabilities, and intermediate care facilities.

Care for Mental Disorders: The Mary Lee Foundation has been an innovative force in its approach to community-based programs for people with mental disorders. The foundation's development of the John Hartman Care Facilities program provides a successful alternative to institutionalization and meets an ever-increasing need in our community for individuals struggling with mental illness and who need supportive services.

1. Applicant Entity

b. Certificate of Status



Office of the Secretary of State
Packing Slip

August 17, 2022

Page 1 of 1

Attn: Aaron Charles de la Garza
LAW OFFICE OF AARON CHARLES DE LA GARZA
509 West 18th Street
Austin, TX 78701

Batch Number: **114199442**

Batch Date: **03-28-2022**

Client ID: **866296673**

Return Method: **Mail**

Document Number	Document Detail	Number / Name	Page Count	Fee
1141994420002	Restated Certificate of Formation	MARY LEE FOUNDATION	0	\$50.00

Total Fees: **\$50.00**

Payment Type	Payment Status	Payment Reference	Amount
Check	Received	1819	\$50.00
Total:			\$50.00

Total Amount Charged to Client Account: **\$0.00**

(Applies to documents or orders where Client Account is the payment method)

Note to Customers Paying by Client Account: This is not a bill. Payments to your client account should be based on the monthly statement and not this packing slip. Amounts credited to your client account may be refunded upon request. Refunds (if applicable) will be processed within 10 business days.

User ID: AHURTADO



Office of the Secretary of State

August 17, 2022

Attn: Aaron Charles de la Garza

LAW OFFICE OF AARON CHARLES DE LA GARZA
509 West 18th Street
Austin, TX 78701 USA

RE: MARY LEE FOUNDATION
File Number: 19019801

It has been our pleasure to file the Restated Certificate of Formation for the referenced entity. Enclosed is the certificate evidencing filing. Payment of the filing fee is acknowledged by this letter.

If we may be of further service at any time, please let us know.

Sincerely,

Corporations Section
Business & Public Filings Division
(512) 463-5555

Enclosure



Office of the Secretary of State

CERTIFICATE OF FILING OF

MARY LEE FOUNDATION
19019801

The undersigned, as Secretary of State of Texas, hereby certifies that a Restated Certificate of Formation for the above named domestic nonprofit corporation has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

Dated: 03/28/2022

Effective: 03/28/2022



A handwritten signature of John B. Scott, consisting of a stylized 'J' followed by a series of loops and a final 'S'.

John B. Scott
Secretary of State

Form 414
(Revised 09/13)

Submit in duplicate to:
Secretary of State
P.O. Box 13697
Austin, TX 78711-3697
512 463-5555
FAX: 512/463-5709
Filing Fee: See instructions



**Restated Certificate of
Formation
With New Amendments**

This space reserved for office use.

FILED
In the Office of the
Secretary of State of Texas
MAR 28 2022
Corporations Section

Entity Information

The name of the filing entity is:

MARY LEE FOUNDATION

State the name of the entity as currently shown in the records of the secretary of state. If the amendment changes the name of the entity, state the old name and not the new name.

The filing entity is a: (Select the appropriate entity type below.)

- | | |
|---|---|
| <input type="checkbox"/> For-profit Corporation | <input type="checkbox"/> Professional Corporation |
| <input checked="" type="checkbox"/> Nonprofit Corporation | <input type="checkbox"/> Professional Limited Liability Company |
| <input type="checkbox"/> Cooperative Association | <input type="checkbox"/> Professional Association |
| <input type="checkbox"/> Limited Liability Company | <input type="checkbox"/> Limited Partnership |

The file number issued to the filing entity by the secretary of state is: 19019801

The date of formation of the filing entity is: February 6, 1963

Statement of Approval

Each new amendment has been made in accordance with the provisions of the Texas Business Organizations Code. The amendments to the certificate of formation and the restated certificate of formation have been approved in the manner required by the Code and by the governing documents of the entity.

Required Statements

The restated certificate of formation, which is attached to this form, accurately states the text of the certificate of formation being restated and each amendment to the certificate of formation being restated that is in effect, and as further amended by the restated certificate of formation. The attached restated certificate of formation does not contain any other change in the certificate of formation being restated except for the information permitted to be omitted by the provisions of the Texas Business Organizations Code applicable to the filing entity.

©

Effectiveness of Filing (Select either A, B, or C.)

- A. ☒ This document becomes effective when the document is filed by the secretary of state.
- B. ☐ This document becomes effective at a later date, which is not more than ninety (90) days from the date of signing. The delayed effective date is: _____
- C. ☐ This document takes effect upon the occurrence of the future event or fact, other than the passage of time. The 90th day after the date of signing is: _____

The following event or fact will cause the document to take effect in the manner described below:

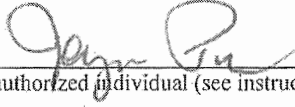
Execution

The undersigned affirms that the person designated as registered agent in the restated certificate of formation 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.

Date: 3/17/2022

MARY LEE FOUNDATION

Name of entity (see Execution instructions)


Signature of authorized individual (see instructions)

Joyce Pulich

Printed or typed name of authorized individual

Attach the text of the amended and restated certificate of formation to the completed statement form. Identify the attachment as "Restated Certificate of Formation of [Name of Entity]."

**RESTATED CERTIFICATE OF FORMATION
OF MARY LEE FOUNDATION
(A NONPROFIT CORPORATION)**

The Board of Directors of the MARY LEE FOUNDATION (referred to as the "Corporation") has adopted the following Restated Certificate of Formation pursuant to the provisions of the Texas Business Organizations Code, Chapter 22 (referred to as the "Act"):

ARTICLE 1

The name of the Corporation is MARY LEE FOUNDATION, sometimes hereinafter referred to as the "Corporation."

ARTICLE 2

MARY LEE FOUNDATION is a non-profit corporation.

ARTICLE 3

The Corporation shall continue in perpetuity.

ARTICLE 4

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and for any lawful purpose for which a nonprofit corporation may be formed under the Act. Specifically, the Corporation is organized for the purposes of serving adults with diverse needs so that they may develop a sense of dignity, a sense of self-worth, and the skills necessary to socially integrate with and contribute to the community in which they live. The Corporation pledges that all its assets will be used exclusively for its exempt purposes.

ARTICLE 5

The Corporation shall have no members.

ARTICLE 6

The street address of the registered office of the Corporation is 1339 Lamar Square Drive, Austin, Texas 78704. The name of the registered agent at this office is Russ Walker. The Board of Directors may change the registered office and registered agent in its discretion.

ARTICLE 7

The management of the Corporation is vested in the Board of Directors and such committees as the Board of Directors may from time to time establish. The number of Directors shall be specified in the Corporation's Bylaws. The terms of office for Directors shall be specified in the Bylaws. The procedure by which Directors are elected, appointed, or designated is according to the manner provided in the Bylaws. The names and addresses of the persons serving on the Corporation's current Board of Directors are:

Name	Address
------	---------

Wayne Johnson	206 Wood Trail Kerrville, TX 78028
Charlene Crump	101 Avenue O, Johnson City, Texas 78636
Bill Martin	8802 Silverarrow Court, Austin, Texas 78759
Beth Weber	9110 Nuckols Crossing Road, Austin, Texas 78744
Bill Peays	10300 Morado Cove, Unit 902, Austin, Texas 78759
Joyce Pulich	2300 Westway Circle Austin, TX 78704
Patrick O'Beirne	11313 Pachea Trail Austin, TX 78726

ARTICLE 8

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 9

The Corporation shall not pay dividends or other corporate income to its officers or otherwise accrue distributable profits or permit the realization of private gain. The Corporation shall have no power to take any action prohibited by the Act. The Corporation shall have no power to take any action that would be inconsistent with the requirements for a tax exemption under Section 501(c)(3) of the Code, the Treasury Regulations promulgated thereunder, and/or any related Internal Revenue Service ("IRS") pronouncements. The Corporation shall have no power to take any action that would be inconsistent with the requirements for receiving charitable contributions which are tax-deductible under Section 170(c)(2) of the Code, the Treasury Regulations promulgated thereunder, and/or any related IRS pronouncements. Regardless of any other provision in these Articles of Formation or state law, the Corporation shall have no power to:

1. Engage in activities or use its assets in manners that are not in furtherance of one or more exempt purposes, as set forth above and defined by the Code, the Treasury Regulations promulgated thereunder, and/or any related IRS pronouncements, except to an insubstantial degree.
2. Serve a private interest other than one that is clearly incidental to an overriding public interest.
3. Devote any substantial part of its activities to attempting to influence legislation by propaganda or otherwise.
4. Participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The prohibited activities include the publishing or distributing of statements and any other direct or indirect campaign activities.
5. Have objectives that characterize it as an "action organization" as defined by the Code, the Treasury Regulations promulgated thereunder, and/or any related IRS pronouncements.
6. Distribute its assets on dissolution other than described herein.
7. Permit any part of the net earnings of the Corporation to inure to the benefit of any private individual.
8. Carry on an unrelated trade or business except as a secondary purpose related to the Corporation's primary,

exempt, purposes.

ARTICLE 10

Except as otherwise provided in this Certificate of Formation, the Corporation shall have all of the powers provided in the Act. Moreover, the Corporation shall have all implied powers necessary and proper to carry out its express powers. The Corporation may pay reasonable compensation to officers for services rendered to or for the Corporation in furtherance of one or more of its purposes set forth above.

ARTICLE 11

A director or officer is not liable to the Corporation for monetary damages for an act or omission in the director's or officer's capacity except to the extent otherwise provided by a statute of the State of Texas.

ARTICLE 12

The Corporation may indemnify a person who was, is, or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was an officer or other person related to the Corporation as provided by the provisions in the Act governing indemnification. As provided in the Bylaws, the directors shall have the power to define the requirements and limitations for the Corporation to indemnify officers or others related to the Corporation.

ARTICLE 13

Action may be taken by use of signed written consents by the number of directors, officers, committee members, or other such persons entitled to vote whose vote would be necessary to take action at a meeting at which all such persons entitled to vote were present and voted. Each written consent must bear the date of signature of each person signing it. A consent signed by less than all of the officers, directors, or committee members is not effective to take the intended action unless consents, signed by the required number of persons, are delivered to the Corporation within sixty (60) days after the date of the earliest dated consent delivered to the Corporation. Delivery must be made by hand or by certified or registered mail, return receipt requested. The delivery may be made to the corporation's registered office, registered agent, principal place of business, transfer agent, registrar, exchange agent, or an officer or agent having custody of books in which the relevant proceedings are recorded. If the delivery is made to the Corporation's principal place of business, the consent must be addressed to the president or principal executive officer.

The Corporation will give prompt notice of the action taken to persons who do not sign consents but were eligible to vote on that matter. If the action taken requires documents to be filed with the secretary of state, the filed documents will indicate that the written consent procedures have been properly followed. An electronic email (e-mail), or similar transmission by a director, officer, or committee member, or photographic, facsimile, or similar reproduction of a signed writing is to be regarded as being signed by the director, officer, or committee member.

ARTICLE 14

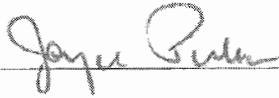
All references in this Certificate of Formation to statutes, regulations, or other sources of legal authority shall refer to the authorities cited, or their successors, as they may be amended from time to time. This document becomes effective when the document is filed with the Texas Secretary of State.

This Restated Certificate of Formation was adopted at the meeting of the Board of Directors held on February 16, 2022 in Austin, Texas, and received the requisite vote of Directors in compliance with sections 22.107 and 22.164 of the Act.

THE UNDERSIGNED affirms that the individual designated as registered agent has consented to the appointment. THE UNDERSIGNED affirms that he or she is an officer of the Corporation and is authorized to execute this filing instrument. THE UNDERSIGNED signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

MARY LEE FOUNDATION:

By: _____

A handwritten signature in cursive script, appearing to read "Joyce Pulich", is written over a horizontal line.

Joyce Pulich, its Secretary
[Printed Name]

1. Applicant Entity

c. Applicant Capacity

Mary Lee Foundation Staff Experience

Russ Walker, Executive Director, took over the helm as the Executive Director for the Mary Lee Foundation in January 2022. Russ holds a B.S. degree in International Business Management, a master's degree in counseling, and brings over 30 years of experience in finance, business, non-profit and leadership development.

William Whitley, Director of Fleet, joined the Mary Lee Foundation in 2019. Prior to joining us, William was the Property Manager for the Round Rock Housing Authority, before that he was the Property Manager for the Housing Authority of the City of Austin. William moved to Austin as the Senior Pastor for the Pilgrim Rest Primitive Bible Church in 2008. He is a graduate of the Dale Carnegie School for Public Speaking.

Fran Rodda, Director of Finance, is a graduate of Florida International University with a bachelor's degree in liberal studies. She began working with the Mary Lee Foundation in 2007 as a Bookkeeper at the Southpointe program and the Central Office. Since then, she has been involved with many aspects of the accounting department, compliance with State and Federal regulations and reporting, appropriation of donations and oversight of grant expenditures.

1. Applicant Entity

d. Statement of Confidence

This is not applicable.

1. Applicant Entity

e. Financial Capacity

Foundation Communities (FC) will be the developer and fundraiser. FC has over 30 years of experience utilizing multiple funding tools in the development of affordable multifamily housing. We have an excellent track record of securing funding in competitive allocations of 9% tax credits, Federal Home Loan Bank AHP funds, and City of Austin RHDA funds as well as strong working relationships with multiple lenders and tax credit investors.

Tax Credits: Over the past 20 years, Foundation Communities has applied for and been awarded 9% tax credits for 16 developments and 4% tax credits on 1 development, which utilized bonds from AHFC. The FC development team is well-versed in the LIHTC program and application process and closely follows the annual drafting of the Qualified Allocation Plan. FC has relationships with multiple tax credit investors and syndicators including Enterprise Community Investment, Bank of America, Wells Fargo, Raymond James, NEF, and BBVA Compass.

City of Austin: The City of Austin has been a major contributor to 26 Foundation Communities' projects. The FC Development team follows the release of the City's application rules and NOFA and has a solid working relationship with City of Austin HPD/AHFC staff.

FHLB: Foundation Communities has applied for and received 24 awards through the FHLB Affordable Housing Program.

Lenders: Foundation Communities has excellent relationships with several lenders that allow for competitive rates and pricing. We currently have private mortgages with Compass BBVA, Bank of America, Wells Fargo, Capital One Bank, University Federal Credit Union, and Greater Texas Federal Credit Union.

Private Fundraising: FC has a very strong track record of private fundraising and individual donations. Past large foundation donors include Meadows, Topfer, Kendeda, Enterprise, Home Depot, St. David's, and the Michael & Susan Dell Foundations. In the last five years, Foundation Communities has been successful in raising over \$16 million in private funds to help fund construction of 8 new communities.

Other: FC has also utilized TDHCA's Multifamily Direct Loan Program (TCAP and National Housing Trust Fund loans), and the federal Capital Magnet Fund program.

1. Applicant Entity

f. Non-Profit Developer

Mary Lee Foundation, the owner and property manager, and Foundation Communities, the developer, are both 501(c)3 nonprofit organizations. Attached are MLF's federal IRS certifications, financial audits, and board resolutions.

1f(i). IRS Letter

INTERNAL REVENUE SERVICE
DISTRICT DIRECTOR
Austin, Texas

December 16, 1964

AUS:EO:64-1
A:R:GAE

Mary Lee School of Special Education
2117 South Lamar Blvd.
Austin, Texas

PURPOSE
Charitable - Educ
FORM 990A REQUIRED
<input checked="" type="checkbox"/> YES <input type="checkbox"/> NO
ACCOUNTING PERIOD END- ING February

Gentlemen:

Based upon the evidence submitted, it is held that you are exempt from Federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code, as it is shown that you are organized and operated exclusively for the purpose shown above. Any questions concerning taxes levied under other subtitles of the Code should be submitted to us.

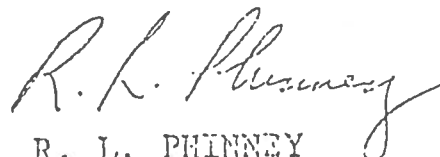
You are not required to file Federal income tax returns so long as you retain an exempt status, unless you are subject to the tax on unrelated business income imposed by section 511 of the Code and are required to file Form 990-T for the purpose of reporting unrelated business taxable income. Any changes in your character, purposes or method of operation should be reported immediately to this office for consideration of their effect upon your exempt status. You should also report any change in your name or address. Your liability for filing the annual information return, Form 990A, is set forth above. That return, if required, must be filed after the close of your annual accounting period indicated above.

Contributions made to you are deductible by donors as provided in section 170 of the Code. Requests, legacies, devises, transfers or gifts to or for your use are deductible for Federal estate and gift tax purposes under the provisions of section 2055, 2106 and 2522 of the Code.

You are not liable for the taxes imposed under the Federal Insurance Contributions Act (social security taxes) unless you file a waiver of exemption certificate as provided in such Act. You are not liable for the tax imposed under the Federal Unemployment Tax Act. Inquiries about the waiver of exemption certificate for social security taxes should be addressed to this office.

This is a determination letter.

Sincerely yours,


R. L. PHINNEY
District Director

Department of the Treasury

District Director

Internal Revenue Service

Date:

In reply refer to:

November 3, 1976

E:T:3002:JH

- ▷ Mary Lee Foundation
formerly: Mary Lee School of Special
Education
400 West Live Oak
Austin, Texas 78704

Date of Exemption: December 16, 1964
Internal Revenue Code Section: 501(c)(3)

Gentlemen:


Thank you for submitting the information shown below. We have made it a part of your file. The above exemption is applicable to you under your new name.

The changes indicated do not adversely affect your exempt status and the exemption letter issued to you continues in effect.

Please let us know about any future change in the character, purpose, method of operation, name or address of your organization. This is a requirement for retaining your exempt status.

Thank you for your cooperation.

Sincerely yours,



Robert M. McKeever
District Director

Item Changed
Name change

From
See above

To

1f(iii). Board Resolution

**RESOLUTION
BOARD OF DIRECTORS OF
Mary Lee Foundation
Lamar Square**

WHEREAS, **Mary Lee Foundation**, a Texas non-profit corporation (the “**Corporation**”), has determined that the actions set out in the following resolutions reasonably may be expected to benefit, directly or indirectly, the Corporation;

RESOLVED, that the Corporation or an affiliate of the Corporation apply for a loan from the Austin Housing Finance Corporation in Rental Housing Development Assistance Funding (the “**Loan**”) for a the affordable housing rental community that the Corporation is constructing at **1328 and 1326 Lamar Square, Austin, TX** (the “**Property**”)

RESOLVED, that RUSS WALKER, as Executive Director of the Corporation (the “**ED**”) may in his sole discretion execute all documents to effectuate the Loan and Entitlements;

RESOLVED, that the Corporation secure up to **\$5,000,000** of loan funds from the Austin Housing Finance Corporation (the “**Lender**”) and, whether by and through itself or by and through an entity under common control with Corporation, pledge the Property and other related assets as collateral therefore, all on such terms and conditions as the ED of the Corporation may in his/her sole discretion, deem necessary or desirable, and that the Corporation execute any and all pertinent loan documents required by Lender in connection therewith, confirming and ratifying its liability under said loan, all on such terms and conditions as the ED of the Corporation may, in his/her sole discretion, deem necessary or desirable;

RESOLVED, that the grant by the Corporation of liens on the Property described above may also secure any and all other indebtedness now or hereafter owing to Lender;

RESOLVED, that the Corporation act in the future to take any and all actions necessary to renew, extend or otherwise modify the terms of the above referenced loan and any other loan from Lender, all on such terms and conditions and for such consideration as the ED of the Corporation may in his/her sole discretion, deem necessary or advisable;

RESOLVED, that the ED of the Corporation be, and he/she is hereby, authorized, empowered, and directed to execute, acknowledge, and deliver, for and on behalf and in the name of the Corporation, such loan applications, assumption agreements, affidavits, assignments, bills of sale, promissory notes, deeds of trust, financing statements, security agreements, guaranties, pledges, loan documents, licenses, easements, entitlement applications, affordability unlocked agreements, and other instruments, containing such terms and conditions as the ED may in his/her sole discretion, deem necessary or desirable, and that the attestation by the Secretary of the Corporation and the affixation of the seal of the Corporation shall not be necessary;


RESOLVED, that the ED of the Corporation be, and he/she is hereby, authorized, empowered, and directed to execute, acknowledge, and deliver, for and on behalf and in the name of the Corporation, such deeds, bills of sale and other instruments, containing such terms and conditions as the ED may in his/her sole discretion, deem necessary or desirable, and that the attestation by the Secretary of the Corporation and the affixation of the seal of the Corporation shall not be necessary;

RESOLVED, that any instruments executed in connection with the above described transactions may contain such effective dates, whether prior to or after the date of adoption of these resolutions as set forth below, as the ED of the Corporation may in his/her sole discretion, deem necessary or advisable; and

RESOLVED, that any and all transactions by any of the officers or representatives of the Corporation with Lender and Seller prior to the adoption of these resolutions be, and they are hereby, ratified and approved for all purposes.

Adopted and approved by the Board of Directors on the 22nd day of October, 2024.

MARY LEE FOUNDATION
a Texas non-profit corporation


_____,
Secretary Board of Directors of Mary Lee Foundation

2. Development Team

Role	Info	Contact	MBE	WBE	NP
Owner	Mary Lee Foundation 1339 Lamar Square Austin, TX 78704	Russ Walker, Executive Director (512) 443.5777 rwalker@maryleefoundation.org			X
Developer	Foundation Communities, Inc. 3000 S IH-35, Suite 300 Austin, TX 78704	Walter Moreau, Executive Director (512) 610-4016 walter.moreau@foundcom.org			X
Architect	Forge Craft Architecture + Design 608 West Monroe, Suite C Austin, Texas 78704	Scott Ginder, Principal (512) 872-6655 scott@forgecraftarchitecture.com			
Engineer	TBD				
Attorney	Rigby Slack Lawrence & Comerford, 6836 Austin Center Blvd., Suite 100 Austin, Texas 78731	Cathleen Slack, Partner (512) 782-2060 cslack@rigbyslack.com			
Accountant	Novogradac & Company LLP 11044 Research Blvd. Austin, TX 78759	Susan Wilson, CPA, Partner (512) 349-3232 susan.wilson@novoco.com			
General Contractor	TBD				
Property Manager	Mary Lee Foundation 1339 Lamar Square Austin, TX 78704	Russ Walker, Executive Director (512) 443.5777 rwalker@maryleefoundation.org			X
Supportive Services	Mary Lee Foundation 1339 Lamar Square Austin, TX 78704	Russ Walker, Executive Director (512) 443.5777 rwalker@maryleefoundation.org			X

2. Development Team

Development Team Experience

Foundation Communities will be the developer and has 30 years of experience contracting for and overseeing the construction and rehabilitation of affordable housing. Fourteen of our existing communities were new construction projects, mostly financed with tax credits; three more communities are under construction and two in predevelopment. The remaining fourteen communities in our portfolio were purchased as existing properties and greatly improved with renovations, green spaces and playscapes, learning centers, landscaping, signage, lighting and green building features (solar panels and rainwater harvesting). We have experience with the design and construction of structures that are zero lot VMU, 4-story elevator, 3-story walk up, and renovations of apartment complexes, hotels, nursing homes, and duplexes. We have a great track record of gaining neighborhood support, zoning changes, completing construction within tax credit deadlines, and achieving green certifications with AEGB, LEED, and Enterprise Green Communities.

Forge Craft Architecture + Design has been engaged as the architect for the Lamar Square Phase 1 project. Forge Craft is an architecture firm that specializes in multi-family housing and creative mixed-use development with an emphasis on micro-unit design, affordable housing, tricky urban infill sites, and sustainable design. They have deep experience as a leader in SRO design, and recently published a white paper Field Guide on the subject. Foundation Communities has worked with members of the Forge Craft team on designs of Capital Studios, Bluebonnet Studios, Waterloo Terrace, Zilker Studios, and Parker Lane.

3. Property Management Team

a. Experience

Mary Lee Foundation will manage the 45 ICF units redeveloped in Phase 1. Since 1974, MLF has been offering affordable apartments and free onsite support services for low-income households with disabilities. We empower our tenants to achieve their independence through a supportive community that follows a client-centric approach.

Leadership Experience

William Whitley, Director of Fleet, joined Mary Lee Foundation in 2019. Prior to joining MLF, William was the Property Manager for the Round Rock Housing Authority; before that he was the Property Manager for the Housing Authority of the City of Austin. William moved to Austin as the Senior Pastor for the Pilgrim Rest Primitive Bible Church in 2008. He is a graduate of the Dale Carnegie School for Public Speaking.

Mayra Alvarez, Director of Housing, is a dedicated community advocate focusing on enhancing the lives of underserved populations. Since joining the Mary Lee Foundation in August 2022 as an administrator, Mayra recognized the pressing needs within the housing department. In 2023, she transitioned to Assistant Property Manager, and in 2024, she took on the role of HUD Property Manager. With a background in social services and extensive volunteer experience at local shelters, Mayra understands the vital importance of support and resources for those in need. Passionate about creating safe, empowering environments for HUD residents, she is committed to ensuring individuals and families can thrive

3. Property Management Team

b. Compliance Reports from Austin



January 23, 2024

Mary Lee Foundation

Attn: Russ Walker
1339 Lamar Square Drive
Austin, TX 78704

RE: The Willows Apartments

Dear Owner,

On **December 29, 2023**, a Compliance Review was performed at the above referenced property. Details of the review can be found in the enclosed Observation Report. The purpose of this review is to determine compliance with your TSAHC Multifamily Bonds.

The Compliance review included:

- A review of the Entrance Interview Questionnaire
- A review of the current Unit Status Report
- A 20% file review to verify income eligibility and unit set aside requirements.
- A review of resident services, and
- A comprehensive Exit Interview with the Property Manager

This review may indicate items in need of correction in order to be in compliance with your TSAHC Multifamily Bonds. A list of Findings and/or Observations resulting from the review is enclosed in the detailed Compliance Report. Each Finding will include Corrective Action dates for those items considered deficient. Properties with any Corrective Action Requirements will be placed on a Monitoring Status pending correction.

I appreciate the time and effort your staff allotted to our review. If you wish to discuss the report findings before preparing your response, please feel free to contact me at the number listed below.

Respectfully,

Mercedes Dunmore

Mercedes Dunmore
Asset Oversight and Compliance Specialist
mdunmore@tsahc.org
512.583.6604

Texas State Affordable Housing Corporation

Compliance Review Observation Report

The Willows Apartments			
1332 Lamar Square Drive, Austin, Texas 78704			
Owner: Mary Lee Foundation		Date Built: 2010	
Management Company: Mary Lee Foundation		Property Manager: Carla Bell	
Inspection Date & Time: December 29, 2023 at 8:30 a.m.		Inspector's Name: Mercedes Dunmore	
Number of Units:	64	Number of required LI units:	51
		Number of required VLI units:	13
COMPLIANCE AUDIT		YES	NO
		N/A	
1) Are procedures that ensure compliance with the set aside requirements and rent requirements effective?		X	
2) Is the property accepting Section 8 households?		X	
3) Is the income to rent ratio for Section 8 households less than 2.5?		X	
4) Are the rent increases smaller than 5%?		X	
5) Does the Application for Tenancy or Occupancy Qualifications exclude language that may appear to be discriminatory?		X	
6) Does the lease or rental agreement inform the resident of Very Low Income/Low Income Recertification requirements?		X	
7) Is additional monitoring by TSAHC recommended?			X
COMMENTS:			

SET-ASIDES		YES	NO	N/A
		X		
1) Is the property meeting all occupancy restrictions required by the property's Regulatory Agreement and Asset Oversight and Compliance Agreement?				
2) If either of the set asides have not been met, are any units:				
a) Rented for less than 30 days, not including month-to-month?			X	
b) Utilized as a hotel, motel, dormitory, fraternity house, sorority house, rooming house, nursing home, hospital, sanitarium, rest home, or trailer court or park?			X	
c) Leased to a corporation, business or university?			X	
d) Owned by a cooperative housing corporation?			X	
e) Not available for rental on a continuous basis to members of the general public?			X	
COMMENTS:				

UNITS WALKED		
Unit #	USR Designation	Comments
107	50%	The unit has not been made ready and has been vacant for days. Refer to the Finding in the Asset Oversight Report.
201	50%	
205	60%	
319	50%	
COMMENTS:		

RESIDENT SERVICES		YES	NO	N/A
		X		
1) Do the resident services appear to cater to the resident profile of the property?				
2) Is the property meeting the Resident Service requirements as required by the Regulatory Agreement and Asset Oversight and Compliance Agreement?		X		
3) Is management monitoring the following:				

Texas State Affordable Housing Corporation

Compliance Review Observation Report

a) Resident attendance	X		
b) Frequency of service provided	X		
c) Notification to residents of services	X		
d) Number or type of services	X		
e) Survey of residents	X		
5) Is management properly submitting monthly Resident Service reports through the Compliance System?	X		
6) In the last 12 months, has TSAHC provided any assistance regarding the monthly Resident Service reports submitted through the Compliance System? If so, comment below.		X	

COMMENTS:

Observation:

- Management failed to submit the Resident Services in June and August 2023. Management is reminded to submit the Resident Service Report by the 10th of each month.

OFFICE	YES	NO	N/A
1) Is the office neat, the desk uncluttered?	X		
2) Are accurate office hours posted?	X		
3) Are the following displayed in full view:			
a) Occupancy Qualifications?	X		
b) Fair Housing Poster?	X		

COMMENTS:

RESIDENT FILE REVIEW	YES	NO	N/A
1) Does the owner maintain all records relating to initial resident income certifications, together with supporting documentation and TSAHC required forms?	X		
2) Does the Owner/Agent make an effort to determine that the income certification provided by the resident is accurate?	X		
3) Does the file audit establish that residents are being recertified on an annual basis?	X		
4) For mixed (low-income and market units) developments, are there any Next Available Unit Rule Violations?			X
5) Does the file audit indicate that staff needs additional training?		X	

COMMENTS: This year's Review was conducted virtually. Several tenant files issues were noted. The chart below details the Findings identified.

Observation:

- The Housing Opportunities through Modernization Act (HOTMA) passed in 2016 and must be implemented on 1/1/2024. The owner/manager is encouraged to attend industry HOTMA training and is reminded to implement eligibility changes (household members and income/asset changes, etc.). TDHCA posted a free training that can be located here: <https://www.youtube.com/watch?v=X4Gx4iks4Xs>
- The TSAHC Compliance Manual effective January 1, 2024, has been posted to the Property Manager Downloads page on our website for your review. You can locate the manual here: <https://www.tsahc.org/property-managers/property-manager-downloads>
- Management failed to submit the Unit Status Report (USR) in August and September 2023. Management is reminded to submit the USR by the 10th of each month.

If a new household moves in to any of the units with Findings (listed below), instead of submitting the required Corrective Action documents, submit with your response: the application for tenancy, all income and asset

Revised January 2023

Texas State Affordable Housing Corporation

Compliance Review Observation Report

verifications, the executed Income Certification, and the 1st page of the lease for the new household occupying the unit.

Unit	Finding	Corrective Action Requirement
104	The initial TIC was not submitted for review. The tenant file has forms that are not completed in its entirety.	<ul style="list-style-type: none"> The initial TIC was not submitted for review. Management must have the tenant complete page 3 of the TIC; the tenant may also decline to report by initialing in the respective place on the form. The Student Eligibility Certification is not completed by the resident. Management must have the resident circle the correct student status as it applies.
108	The initial TIC was not submitted for review. The tenant file has forms that are not completed in its entirety.	<ul style="list-style-type: none"> The initial TIC was not submitted for review. Management must have the tenant complete page 3 of the TIC; the tenant may also decline to report by initialing in the respective place on the form. The tenant signed the recertification TIC on page two. Management must have the tenant sign page one and management must sign page two. The Student Eligibility Certification is not completed by the resident. Management must have the resident circle the correct student status as it applies.
109	The USR reflects inaccurate information. The tenant file has forms that were not submitted for review and additional forms not completed in its entirety.	<ul style="list-style-type: none"> The rent on the rent roll and USR do not match. Management must update the USR to reflect the correct income amount. Management must submit the Under \$5,000 and Student Eligibility Certification for review. Management must have the tenant complete page 3 of the TIC; the tenant may also decline to report by initialing in the respective place on the form. The initial TIC was not submitted for review.
118	The tenant file has forms that are not completed in its entirety. The asset verifications are missing from the file. The assets are not listed on the TIC.	<ul style="list-style-type: none"> Management must have the tenant complete page 3 of the TIC; the tenant may also decline to report by initialing in the respective place on the form. The Student Eligibility Certification is not completed by the resident. Management must have the resident circle the correct student status as it applies. Management must remove the Under \$5,000 Asset Certification from the file and submit the asset verifications for all asset accounts due to the assets totaling over \$5,000. Management must update the TIC to reflect the assets.
213	The USR reflects inaccurate information. The tenant file has forms that are not completed in its entirety. The initial TIC was not submitted for review.	<ul style="list-style-type: none"> The move-in date on the TIC doesn't match the move-in date on the USR, management must update accordingly. Management must have the tenant sign the Supplement to Application. Management must have the tenant complete page 3 of the TIC; the tenant may also decline to report by initialing in the respective place on the form. The income from assets from the Checking account was not included on the TIC. Management must include the income from the asset on page one of the TIC. The initial TIC was not submitted for review.

Texas State Affordable Housing Corporation

Compliance Review Observation Report

214	The Under \$5,000 Asset Certification form reflects incorrect information.	Management must have the resident update the net assets to zero on the Under \$5,000 Asset Certification form.
303	The tenant file has forms that are not completed in its entirety. The initial TIC was not submitted for review.	<p>Management must have the tenant complete page 3 of the TIC; the tenant may also decline to report by initialing in the respective place on the form.</p> <p>The Under \$5,000 Asset Certification is not completed in its entirety. Questions 2 through 4 were left unanswered, and the net income was left blank. Management must have the tenant complete the form in its entirety.</p> <p>The initial TIC was not submitted for review.</p>
305	The asset verifications are missing from the file.	Management must remove the Under \$5,000 Asset Certification from the file and submit the asset verifications for all asset accounts due to the assets totaling over \$5,000.
308	The social security award letter is missing from the file and the student eligibility certification is not completed in its entirety. Additionally, The USR reflects inaccurate information.	<p>The Student Eligibility Certification is not completed by the resident. Management must have the resident circle the correct student status as it applies.</p> <p>Management must submit the social security award letter for review.</p> <p>The rent on the rent roll and USR do not match. Management must update the USR to reflect the correct income amount.</p>
311	The 2023 annual recertification was not submitted.	Management must submit the 2023 annual recertification for review.
313	The USR reflects inaccurate information. The tenant file has forms that are not completed in its entirety and page 3 of the TIC not submitted for review.	<p>The rent on the rent roll and USR do not match. Management must update the USR to reflect the correct income amount.</p> <p>Tenant release and consent top portion was left blank. Management must complete the Tenant Release and Consent form in its entirety.</p> <p>Management must submit page 3 of the TIC for review.</p>

COMMENTS: Corrective action to the Findings noted above is due to TSAHC no later than 02/22/2024.

SUMMARY OF FINDINGS AND OBSERVATIONS

Observations:

- Management failed to submit the Resident Services in June and August 2023. Management is reminded to submit the Resident Service Report by the 10th of each month.
- The Housing Opportunities through Modernization Act (HOTMA) passed in 2016 and must be implemented on 1/1/2024. The owner/manager is encouraged to attend industry HOTMA training and is reminded to implement eligibility changes (household members and income/asset changes, etc.). TDHCA posted a free training that can be located here: <https://www.youtube.com/watch?v=X4Gx4iks4Xs>
- The TSAHC Compliance Manual effective January 1, 2024, has been posted to the Property Manager Downloads page on our website for your review. You can locate the manual here: <https://www.tsahc.org/property-managers/property-manager-downloads>
- Management failed to submit the Unit Status Report (USR) in August and September 2023. Management is reminded to submit the USR by the 10th of each month.

Findings:

- Corrective action to the Findings identified in the chart above are due to TSAHC no later than 02/22/2024.

3. Property Management

c. Compliance Reports Outside Austin

Not applicable.

4. Development Proposal

a. Development Description

Project Description

Mary Lee Foundation (MLF) is collaborating with Foundation Communities to transform the Lamar Square campus into a vibrant, integrated campus. The campus redevelopment will occur in two to three phases.

In phase 1, for which we're seeking RHDA funding, a new building takes the place of two vacant structures and will rehouse many current residents into 101 newly constructed units. MLF will manage 45 of these units as part of our ICF and private-pay programs; the rest will be managed by FC. These 45 units will be studio efficiencies and will accommodate individuals with IDD who receive around-the-clock care.

Phase 1 will also include constructing a new day-habilitation center and MLF administration hub, replacing the current ad-hoc programming spaces.

Resident Population

All units will be restricted to individuals with incomes at or below 30% MFI and that qualify for Medicaid. Existing residents of the square that will be re-housed in the 45 units are below 30% MFI.

Compatibility City Planning

Lamar Square is not located within a City of Austin Neighborhood Plan. It is, however, in two overlapping priority development areas specified in the Strategic Housing Blueprint: the South Lamar Mobility Bond Corridor and the Lamar Boulevard Activity Corridor. This project is well aligned with the Imagine Austin plan, the Austin Strategic Housing Blueprint, the Austin Strategic Mobility Plan, and the Austin Community Climate Plan for the following reasons:

- located within ½ mile of South Lamar Mobility Bond Corridor
- Located within ½ mile of Lamar Blvd Imagine Austin Activity Corridor
- Located within ¼ mile of multiple high frequency bus routes and ¾ mile of local bus routes
- Located in a high opportunity census tract
- Located 1 mile from downtown

Financial Summary

Construction & Permanent Sources	Amount	Terms	Status
HHSC	8,472,250	Grant	Application submitted
City of Austin RHDA	4,500,000	Deferred forgivable	Current application

TOTAL: \$12,927,250

City of Austin RHDA - \$4,500,000 – With this application, Mary Lee Foundation is applying to AHFC for construction funding. We are requesting that the funds be loaned as deferred forgivable, because the unique nature of the ICF program does not produce cash flow.

Texas Health and Human Services (HHSC)– FC has submitted an application for a \$10M grant award from HHSC’s Multi-Assistance Center Demonstration Project. These funds may be used for the FC and Mary Lee projects.

4. Development Proposal

b. Financial Commitments

Applications are pending

4. Development Proposal

c. Market Assessment

Attached is a preliminary market study completed in August 2023.

APARTMENT MARKET DATA, LLC

CONSULTANTS, ECONOMISTS, ANALYSTS

August 3, 2023

Ms. Tillie Croxdale
Foundation Communities
3000 S IH 35, suite 300
Austin, Texas 78704

Re: Preliminary Analysis
ICF, Willows, Legacy, Reconstruction – Lamar Square Drive
Austin, Travis County, Texas

Greetings:

Per your request, we have conducted a preliminary demand analysis for ICF, Willows, Legacy, and Reconstruction in Austin, Travis County, Texas. A final analysis would be provided in a full market study.

For this analysis, we utilized a **“primary market area”** encompassing 9.87 square miles. These boundaries follow the census tracts listed:

Census Tracts	Census Tracts	Census Tracts	Census Tracts
484530013.04	484530013.07	484530013.08	484530013.09
484530013.10	484530013.11	484530013.12	484530014.01
484530014.02	484530019.11	484530019.22	484530019.23
484530020.04	484530020.06	484530020.07	484530023.22
484530023.23			



20475 Hwy. 46 West
(210) 530-0040

Suite 180 - PMB 416
Fax (210) 340-5830

Spring Branch, Texas 77080
www.aptmktdata.com



This area was used as it complies with the definition of a “Primary Market Area” (PMA) as defined by the Texas Department of Housing and Community Affairs (TDHCA).

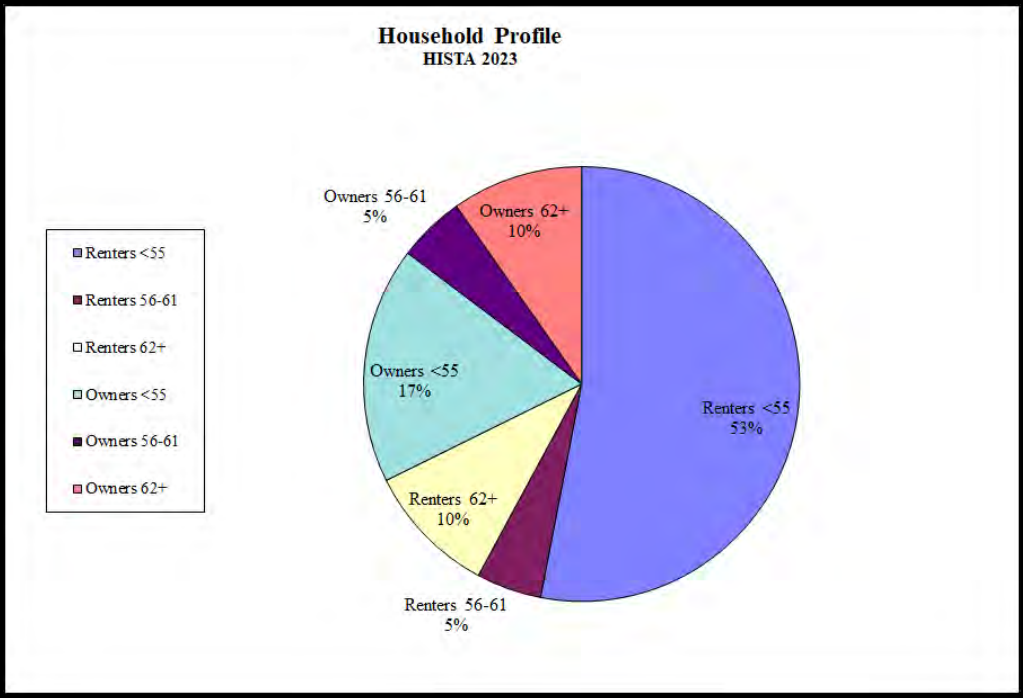
GENERAL DEMOGRAPHICS

DEMOGRAPHIC HOUSING DATA

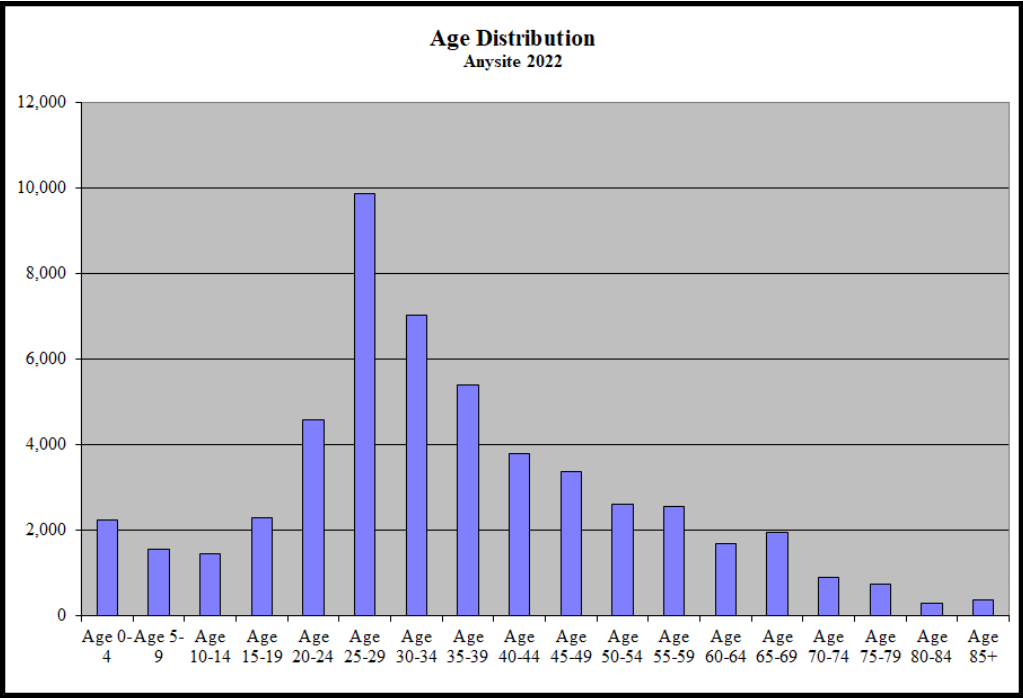
	2010		2020		2022	
Housing Units	25,590		30,886		29,720	
Occupied Units	23,274	90.9%	28,228	91.4%	29,045	97.7%
Vacant	2,316	9.1%	2,658	8.6%	675	2.3%
Owner Occupied	7,323	31.5%	8,855	31.4%	9,065	31.2%
Renter Occupied	15,951	68.5%	19,373	68.6%	19,980	68.8%

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Demographic sources provide further detail regarding the age and renter profile of area households. The following charts show the profile of households and the age distribution of the submarket.



The median age of the sub-market is 33.5 and appropriate for the subject development. The following chart shows the distribution of the population by age group.



Households by tenure and age grouping for 2023 and 2028 are as follows:

Tenure 2023	1 Person	2 Person	3 Person	4 Person	5+ Person	TOTAL
Renter - <55	37.7%	26.8%	7.2%	2.8%	0.6%	75.1%
Owner - <55	7.8%	8.7%	4.7%	2.9%	0.8%	24.9%
Renter - 56-61	37.8%	6.1%	3.6%	1.2%	0.7%	49.3%
Owner - 56-61	19.5%	24.8%	4.6%	1.0%	0.7%	50.7%
Renter - 62+	38.4%	5.2%	4.3%	1.6%	0.7%	50.2%
Owner - 62+	23.6%	19.5%	4.7%	0.7%	1.3%	49.8%

HISTA Data

Tenure 2028	1 Person	2 Person	3 Person	4 Person	5+ Person	TOTAL
Renter - <55	36.5%	27.9%	7.7%	2.8%	0.6%	75.6%
Owner - <55	7.7%	8.3%	4.5%	3.0%	1.0%	24.4%
Renter - 56-61	38.6%	6.3%	2.7%	1.1%	0.4%	49.1%
Owner - 56-61	17.1%	28.0%	4.5%	0.9%	0.3%	50.9%
Renter - 62+	42.6%	5.6%	4.1%	1.7%	0.4%	54.4%
Owner - 62+	21.7%	17.5%	4.6%	0.7%	1.1%	45.6%

HISTA Data

The demographic data provided by HISTA Data indicates that 67.7% of the households within the PMA are renters. From the tables above, we see the highest renter tenure in household less than 55 years of age.

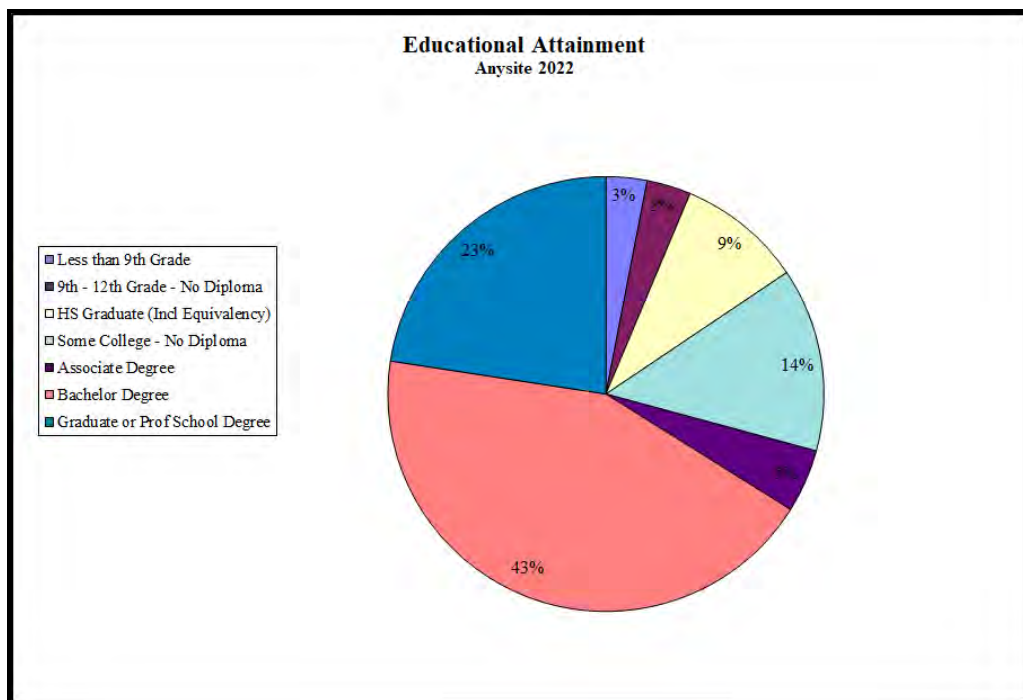
SIZE OF HOUSEHOLD

Household Size		%
		2022
1 Person	14,183	48.8%
2 Person	9,690	33.4%
3 Person	3,352	11.5%
4 Person	1,393	4.8%
5 Person	367	1.3%
6 Person	29	0.1%
7 Person or More	31	0.1%
Total	29,045	99.9%

AnySite

Educational Attainment

The following chart shows the level of educational attainment within the submarket. The demographics of the area show that 9% of the population has obtained at least a high school education; with another 71% obtaining some type of higher degree. The census reports 3% of the population has less than a 9th grade education.



The profile of the area residents is quite typical of an urban Texas demographic mix. There are no outstanding traits of the residents that would be a detriment to the subject development. In fact, the profile is appropriate for the subject development. The number of renters is expected to grow, and affordable housing is expected to be in short supply.

3.4 – AREA INCOMES

The table below reflects the income levels of all household types within the sub-market.

CHANGES IN INCOME GROUPS 2010 – 2027

	2020	2022	2020-2022	2027	2023-2027
Under \$ 10,000	1,966	1,839	-6.5%	1,577	-14.2%
\$ 10,000 - \$ 14,999	525	487	-7.2%	336	-31.0%
\$ 15,000 - \$ 19,999	677	490	-27.6%	344	-29.8%
\$ 20,000 - \$ 24,999	897	922	2.8%	423	-54.1%
\$ 25,000 - \$ 29,999	776	569	-26.7%	488	-14.2%
\$ 30,000 - \$ 34,999	835	709	-15.1%	586	-17.3%
\$ 35,000 - \$ 39,999	1,120	844	-24.6%	847	0.4%
\$ 40,000 - \$ 44,999	1,146	977	-14.7%	461	-52.8%
\$ 45,000 - \$ 49,999	687	821	19.5%	462	-43.7%
\$ 50,000 - \$ 59,999	1,982	1,676	-15.4%	1,695	1.1%
\$ 60,000 - \$ 74,999	2,675	2,354	-12.0%	1,905	-19.1%
\$ 75,000 - \$ 99,999	3,940	3,991	1.3%	3,653	-8.5%
\$100,000 - \$124,999	2,645	3,045	15.1%	2,922	-4.0%
\$125,000 - \$149,999	1,808	1,989	10.0%	2,601	30.8%
\$150,000 - \$199,999	2,487	3,270	31.5%	4,711	44.1%
\$200,000+	4,062	5,062	24.6%	8,438	66.7%
Median HH Income	\$85,582	\$100,671	17.6%	\$137,036	36.1%
Average HH Income	\$115,405	\$129,308	12.0%	\$163,405	26.4%
Per Capita Income	\$62,845	\$71,376	13.6%	\$91,676	28.4%

AnySite

According to the census data gathered for the sub-market area, the estimated 2022 income per capita is \$71,376; the per household median is \$100,671, and the average household income is \$129,308. The U.S. Department of HUD reports the Austin MSA median income to be \$122,300.

The following table reflects the distribution of households by age and income groups.

RENTER HOUSEHOLDS BY AGE & INCOME (2022)

Household Income	HH <25	HH 25-34	HH 35-44	HH 45-54	HH 55-64	HH 65-75	HH 75+
< \$10,000	295	216	137	446	459	192	94
\$10,000 - 19,999	146	274	78	70	89	222	98
\$20,000 - 29,999	167	484	254	176	163	95	152
\$30,000 - 39,999	102	666	221	169	122	182	91
\$40,000 - 49,999	246	542	395	223	207	125	60
\$50,000 - 59,999	127	768	290	78	217	115	81
\$60,000 - 74,999	187	1,198	659	75	98	71	66
\$75,000 - 99,999	564	1,529	868	362	384	245	39
\$100,000 - 124,999	253	1,511	506	399	220	76	80
\$125,000 - 149,999	34	1,050	353	285	142	78	47
\$150,000 - 200,000	200	1,014	1,073	478	251	194	60
\$200,000+	9	1,141	1,574	1,193	651	425	69
Total HH	2,330	10,393	6,408	3,954	3,003	2,020	937
Total HH (%)	8.0%	35.8%	22.1%	13.6%	10.3%	7.0%	3.2%

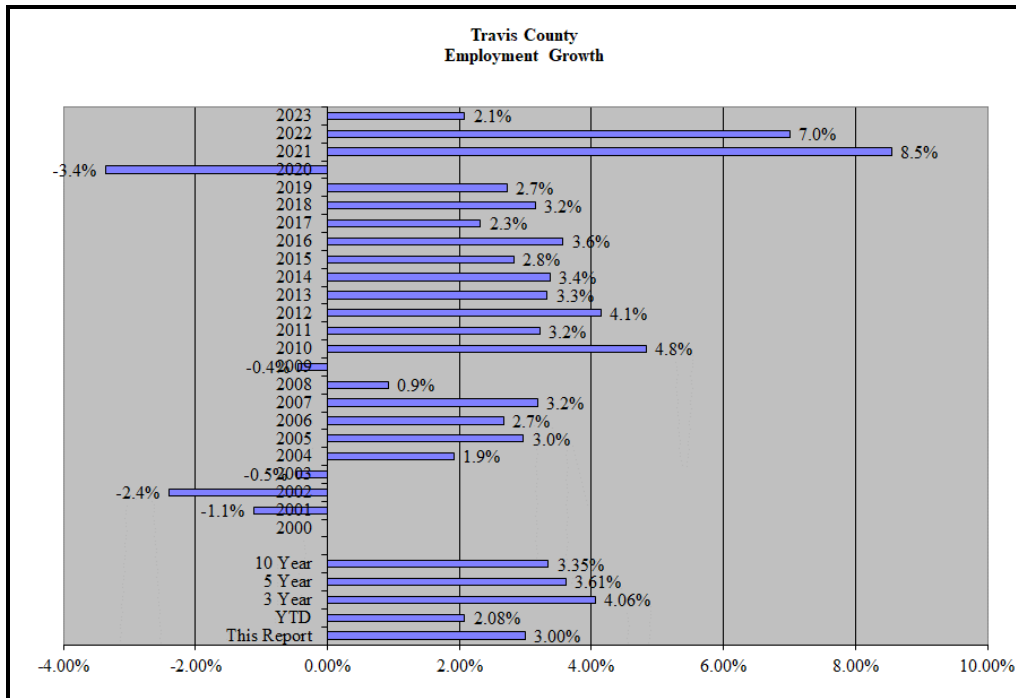
AnySite

ECONOMIC CONDITIONS

The current unemployment rate of 3.4% for Travis County is lower than the state average of 4.2% and the national average of 3.6%.¹ Residents of the Austin area work for a variety of employers.

The 3-, 5-, and 10-year historical annual employment growth rates for Travis County were 4.06%, 3.61%, and 3.35%, respectively.

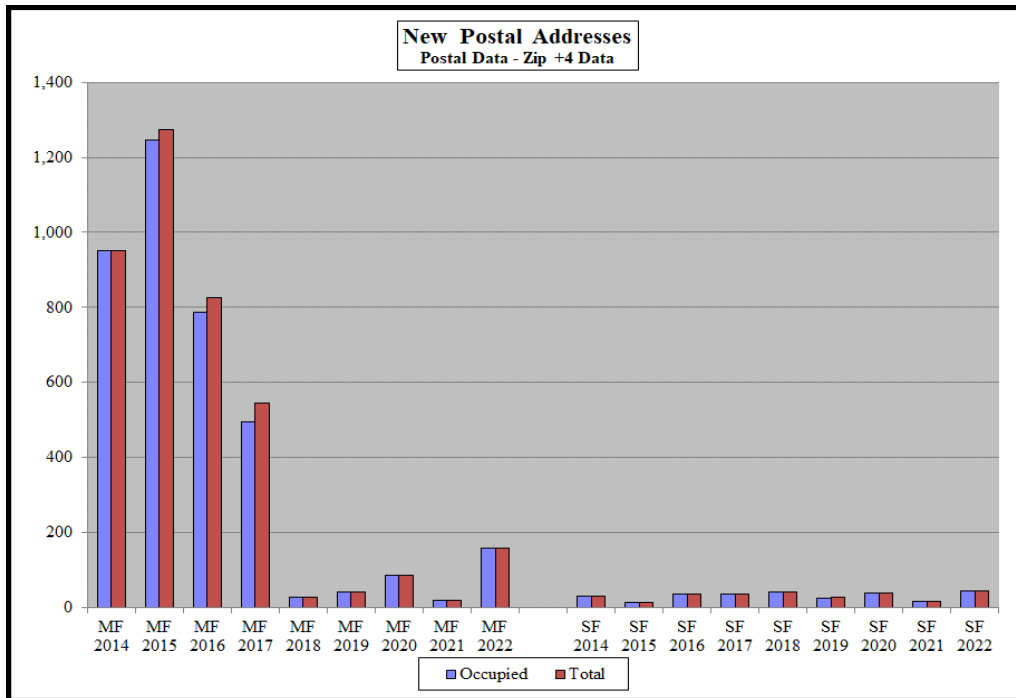
¹ Bureau of Labor Statistics – June 2023



HOUSING CONDITIONS

The U.S. Post Office is another source for new construction data. As each new unit is constructed and assigned a mailing address, the Postal Service reports the address as either a single or multi-unit address; and as occupied or vacant. As a snapshot in time, the information is useful in understanding the new construction velocity and absorption within the PMA.

Year	Multi-Unit Occupied	Multi-Unit Total	Single-Unit Occupied	Single-Unit Total
2014	951	951	29	31
2015	1,246	1,275	12	13
2016	787	825	35	35
2017	495	545	35	35
2018	26	27	42	42
2019	41	41	23	27
2020	86	86	39	39
2021	20	20	17	17
2022	159	159	43	43
TOTAL	3,811	3,929	275	282



Over the past 9 years, multi-family absorption (35 units per month) has outpaced single family (3 units per month). In most cases, these new housing units are being absorbed as fast as the units receive a postal address from the U.S. Postal Service.

Cost of Homeownership

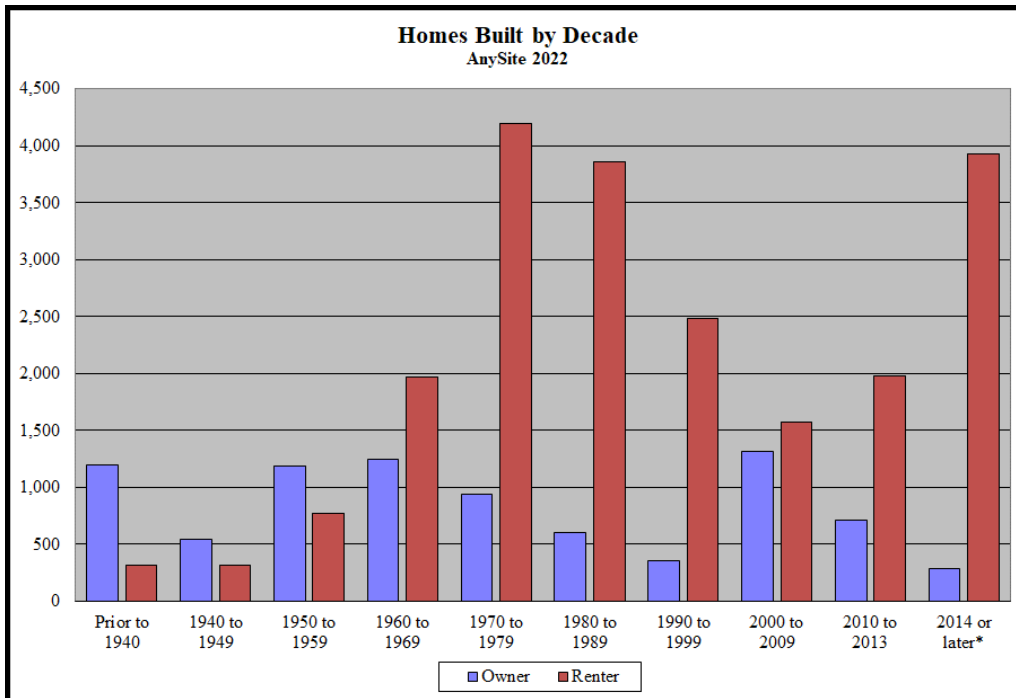
The demographics of the submarket give us information on the owner occupied homes within the submarket. About 50% of homes in the area are 50+ years old.

AnySite Demographics reports on the 2022 home values within the sub-market. If we grow these values by 2% per year, we come to an approximate home value in 2023 dollars. Using this methodology, we estimate the median home value to be \$634,795, and the average home value to be \$690,290. We will use these values for comparison purposes.

The following table represents the cost of monthly home ownership.

HOME PURCHASE	Median Value Primary Market	Average Value Primary Market
2022 Home Price	\$622,235	\$676,633
2023 Estimated Home Price	\$634,795	\$690,290
Down Payment (5%)	\$31,740	\$34,515
Interest Rate	7.00%	7.00%
Period (Years)	30	30
Monthly Payment	\$4,012	\$4,363
Taxes/Insurance/Maint. (Monthly)	\$1,809	\$1,809
Total Housing Cost	\$5,821	\$6,172
Subject Rents - 60% 3 Bdrm.	\$1,822	\$1,822
Difference in Renting vs. Purchasing	-\$3,999	-\$4,350

What can be determined from the table above is that the cost of renting is less than the cost of home ownership. We believe that there would an adequate number of households that would choose to rent at the subject with modern amenities rather than purchase an older single family home.



INCOME QUALIFIED DEMAND

ELIGIBLE HOUSEHOLDS BY INCOME

HH Size	30% of AMI		50% of AMI		60% of AMI	
	min	max	min	max	min	max
1	\$19,710	\$24,540			\$32,850	\$40,900
2	\$19,710	\$28,050			\$32,850	\$46,750
3	\$23,670	\$31,560			\$39,450	\$52,600
4	\$23,670	\$35,040			\$39,450	\$58,400
5	\$27,330	\$37,860			\$45,540	\$63,100
6	\$27,330	\$40,650			\$45,540	\$67,750
7						
8						

CALCULATION OF REQUIRED INCOME

Unit Type	Income Type	Subject Rent	Max. Rent	Annual Income Req.	Annual Income Cap
1-1	30%	\$ 657	\$ 657	\$ 19,710	\$ 28,050
1-1	50%	\$ 1,095	\$ 1,095	\$ 32,850	\$ 46,750
1-1	60%	\$ 1,314	\$ 1,314	\$ 39,420	\$ 56,100
2-2	30%	\$ 789	\$ 789	\$ 23,670	\$ 35,040
2-2	50%	\$ 1,315	\$ 1,315	\$ 39,450	\$ 58,400
2-2	60%	\$ 1,578	\$ 1,578	\$ 47,340	\$ 70,080
3-2	30%	\$ 911	\$ 911	\$ 27,330	\$ 40,650
3-2	50%	\$ 1,518	\$ 1,518	\$ 45,540	\$ 67,750
3-2	60%	\$ 1,822	\$ 1,822	\$ 54,660	\$ 81,300

* Based on 2.0 persons per bedroom

Evidence suggests that LIHTC projects tend to derive most of their demand from households already living in the area. The demographics report there are 8,397 income-qualified 1–6-person renter households currently living in the PMA. The number of qualified renter households within the PMA is projected to decrease by 693 (2022-2027), or 139 households annually. This decline is due to rising incomes in the area. The overall demand for rental housing continues to increase.

INCOME BANDING OF THE PRIMARY QUALIFIED RENTER HOUSEHOLDS BY HH SIZE

Subject	2023 Households	2028 Households	HH Growth 2023 - 2028
\$ 19,710 - \$ 19,999	27	25	-2
\$ 20,000 - \$ 29,999	1,255	1,135	-120
\$ 30,000 - \$ 39,999	1,285	1,105	-181
\$ 40,000 - \$ 49,999	1,549	1,268	-280
\$ 50,000 - \$ 59,999	1,330	1,381	52
\$ 60,000 - \$ 74,999	2,197	2,019	-178
\$ 75,000 - \$ 81,300			
Primary Qualified Households	8,397	7,704	-693

ANNUAL INCOME-ELIGIBLE SUBMARKET DEMAND SUMMARY

Income Qual. Demand*	Units of Demand	% of Total Demand
2023	8,397	94.0%
2024 & 2025	-277	-3.1%
External Demand (10%)	812	9.1%
TOTAL DEMAND – Year 1	8,932	100.0%

* Income eligible without rental assistance

Based on the information taken table above, we calculate the inclusive capture rate for the subject to be as follows:

$$\frac{\text{Subject's L/I Units} + \text{Other Previous L/I Units}}{\text{Total Units of Income Qualified Demand}} = \text{Capture Rate}$$

$$\frac{216 \text{ Total L/I Units}}{8,932 \text{ Units of Demand}} = 2.4\% \text{ Capture Rate}$$

INVENTORY OF EXISTING LIHTC PROPERTIES

The current supply of affordable housing in this market is less than demand. The current stock of affordable housing in the primary market area consists of eight family projects, two supportive housing projects, and no senior projects.

TDHCA	Name of Project	Population	Total	Distance	Occupancy
92024	Soco 121	General	52	1.8 mi	96%
00023T	Heights at Congress	General	172	1.5 mi	97%
01430	Acclaim at South Congress	General	280	2.2 mi	100%
60192	Skyline Terrace	General	100	2.0 mi	95%
13252	Lucero	General	173	0.9 mi	98%
14068	Bluebonnet Studios	Supportive	107	0.9 mi	96%
16419	Pathways at Manchaca Village	General	33	1.7 mi	100%
17719	Pathways at Goodrich Place	General	120	0.8 mi	98%
17275	Aria Grand	General	70	1.8 mi	91%
20002	Zilker Studios	Supportive	110	0.2 mi	96%

Affordable projects in the PMA are highly occupied. Maximum HTC rents should be attainable. The newest HTC project targeting the general population in the PMA is Aria Grand. Aria Grand is achieving maximum HTC rents. Additionally, this project has market rate units that demand a \$200 premium.

Absorption Period to Reach Sustaining Occupancy

Absorption of tax credit units in larger 4% tax credit projects in Austin typically range from 25-30 units per month. These projects are mostly, and sometimes exclusively limited to 60% AMI units. The subject has more units targeted at lower income levels, similar to 9% tax credit projects, which lease up much faster. Given that the subject is located on the west side of Interstate Highway 35 where affordable housing supply is limited and demand for more affordable units is very high, we would expect the project to lease any vacant units at a rate of over 30 units per month.

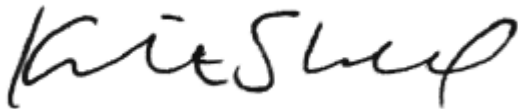
SUMMARY

This analyst believes the:

- allure of a newly renovated project
- modern amenity package
- size of the units
- amenities the area will offer
- projected growth in population, and
- existing and continuing need for affordable housing with the PMA

will ensure that there will be a more than adequate number of tenants that would desire an “affordable” rental unit. This, in addition to the fact that there are those who rent because they prefer that lifestyle to the lifestyle of home ownership, indicates there is an adequate renter base in the market area for the subject’s units.

Sincerely,

A handwritten signature in black ink, appearing to read "Kirt Shell". The signature is fluid and cursive, with the first name "Kirt" being more prominent than the last name "Shell".

Kirt Shell
Analyst

4. Development Description

d. Continuum of Care

Not applicable.

4. Development Proposal

e. Resident Services

A description of the services to be provided to residents

Mary Lee Foundation will provide supportive service programs for residents with diverse needs.

On-site programs include:

- **Intermediate Care Facilities:** The Intermediate Care Facilities (ICF) for Adults with Intellectual and Developmental Disabilities program are long-term care facilities for adults. Residents will receive 24-hour supervision and staff assistance. Depending on each resident's unique needs, some will be provided with more hands-on assistance while others will have more independence while still having access to 24/7 care. Services include case management, nursing, staff assistance and supervision, booking, independent living skills classes, transportation, meals, medication management, and hygiene management.
- **John Hartman Care Facilities:** The Mary Lee Foundation has been an innovative force in its approach to community-based programs for people with mental disorders. The foundation's development of the John Hartman Care Facilities program provides a successful alternative to institutionalization and meets an ever-increasing need in our community for individuals struggling with mental illness and who need supportive services. The goal of the program is to provide the support our clients need while they strive to achieve total independence. This program provides short and long-term care for adults with mental disorders. This program facilitates the least-restrictive environment while also providing supervision and staff assistance. Services include nursing, case management, bookkeeping, independent living skills classes, transportation, meals, medication management, and mental health counseling.
- **Daybreak Activity Center:** The Daybreak Program is a day-hab designed to provide supervision and activities for adults with disabilities. Our focus is on community integration, teaching independent living skills, and job skills. Daybreak provides therapeutic activities for people with developmental and mental health disabilities, and survivors of brain injury. Opportunities for learning are offered through a variety of subjects and taught in a classroom-like environment. These classes include cooking, hygiene, symptom management, gardening, spelling, reading, math, money management, group processing, arts and crafts, and how to deal with stress. In addition to being educational, social opportunities are available as well through interaction with their peers and outings in the community.

- **Mary Lee Foundation Rehabilitation Center:** Mary Lee Foundation will continue to offer a full range of progressive outpatient neurological, orthopedic, and special needs services to people of all kinds of disabilities. These services are designed to help residents and clients retain, retrieve, or improve skills and functioning for daily living that have been lost or impaired due to sickness, accident, or disability. Outpatient health care services include physical and occupational therapy and speech-language pathology. Mary Lee Foundation staff work with clients' and residents' physicians to develop a personal rehabilitation plan for everyone.

Number of types of residents/clients expected to be served

This project will house 45 individuals with IDD or other mental disorders living on extremely low incomes. Our rehab and dayhab programs will be available to all residents and serve many more clients from the community. In 2023, our rehab center received 113 new referrals and an average of 306 monthly visits.

Developer's experience and qualifications in providing the services

Mary Lee Foundation (MLF) is a 501(c)(3) social service organization founded in 1963 by Charlene Crump, a local Austin woman with a passion for helping individuals who are often overlooked, undervalued, and neglected. From the beginning, MLF was a pioneering force in the initiative to deinstitutionalize and normalize the lives of intellectually disabled adults. Over time, in response to community needs, the organization evolved and expanded its services to include individuals with a variety of diverse needs.

Individuals with disabilities often experience barriers to accessing care due to an inability to manage their healthcare; a lack of a caregiver to help them; a lack of transportation; and/or a lack of insurance coverage or funds. MLF has worked in the Austin community for over 60 years to assist and support individuals with diverse needs and help them achieve all that they can by providing the services they need to thrive. The organization has very few competitors in the state, and even fewer in Austin, which ensures that there is no duplication of services, as demand always exceeds the available resources.

The Mary Lee Foundation (MLF) offers a full range of progressive neurological, orthopedic, and special needs services. Home and Community-Based Services (HCS); mixed income affordable housing for individuals who are low-income, disabled, or over the age of 62; physical, occupational, speech, and mental health therapies; day habilitation where clients work on goals, learn important life and job skills, and develop social skills and relationships.

Resumes of key personnel actively involved in the delivery of services

- **Tisha Gilmore, Director of Intermediate Care Facilities**, received her bachelor's degree from Argosy University, and is currently working on her master's degree. Prior to joining the Mary Lee Foundation in 2022, Tisha worked as a Life Skills Teacher for Third Future Charter School. She also previously worked as a QIDP for at Mary Lee Foundation in 2017.
- **Larry Franklin, Director of Home and Community Services**, is a graduate of Central Texas College where he received an Associate of Applied Science in Criminal Justice Law Enforcement technology. He is also a graduate of Ashford University where he received a Bachelor of Arts in Social and Criminal Justice in 2010. Prior to working at MLF Larry worked at the Austin transitional Center as the Assistant Facility Director until May 2024.
- **Jayme Peralez, Director of Nursing**, has been dedicated to working with individuals with intellectual and developmental disabilities (IDD) since 2009, starting her career as a direct care staff member. She has since transitioned through various roles in healthcare, initially serving as a pharmacy technician before advancing through the LVN and RN programs at St. Philip's College in San Antonio, Texas, graduating in 2016 and 2017, respectively. For the past six years, Jayme has worked as a registered nurse in the Home and Community-based Services (HCS) and Intermediate Care Facility (ICF) settings.

Financial capacity of the services provider

Mary Lee Foundation's supportive programs are subsidized by a combination of state and federal funding and Medicaid contributions from clients.

4. Development Proposal

f. Affordability Unlocked

Pending

4. Development Proposal

g. S.M.A.R.T. Housing



City of Austin

P.O. Box 1088, Austin, TX 78767
www.austintexas.gov/department/housing-and-planning

Housing Department S.M.A.R.T. Housing Program

September 14, 2023

S.M.A.R.T. Housing Certification
Foundation Communities, Inc.
1326-1328 Lamar Square Dr. (ID 926-6025)

TO WHOM IT MAY CONCERN:

Foundation Communities, Inc. (development contact: Sabrina Butler, ph: 512-610-4025, email: sabrina.butler@foundcom.org) is planning to develop Mary Lee Redevelopment Phase I, an 111-unit multifamily rental development at 1326-1328 Lamar Square Drive, Austin, Texas 78704.

S.M.A.R.T. Housing – Rental – 1326-1328 Lamar Square Dr.	
Total units: 111 units	
<u>Minimum Required:</u> 40% (45 units) at or below 80% MFI - Requirements for 100% fee waiver	<u>Proposed unit mix:</u> 50% (56 units) at or below 30% MFI 50% (55 units) at or below 60% MFI
Affordability Period (S.M.A.R.T. units): 5 Years	
Fee waiver level: 100%	
AWU Capital Recovery Fees: 111/111 units eligible	

Note: This certification letter only reflects the minimum requirements for the relevant program (S.M.A.R.T. Housing). Should the owner choose to participate in other affordability programs, the development may be subject to additional affordability restrictions and/or a longer affordability period.

Because the applicant has proposed a unit mix that meets the minimum program thresholds, the development will be eligible for a waiver of fees listed in Land Development Code, Chapter 25-1-704, as amended or other fees waived under a separate ordinance except for Austin Water Utility Capital Recovery Fees (see below). The fee waiver level is listed above. The project will be subject to its minimum affordability period after issuance of a certificate of occupancy, unless funding requirements are longer.

Based on the requirements under the Texas Local Government Code, Chapter 395.16(g) and 42 U.S.C. Section 12745 (A)(1) as it relates to how housing qualifies as affordable housing, only a certain number of units may be eligible to receive Austin Water Utility Capital Recovery Fee (CRF) waivers. The table above lists the number of units which are eligible to receive CRF fee waivers.

The Housing Department certifies the proposed project meets the S.M.A.R.T. Housing standards at the pre-submittal stage. The expected fee waivers may include the following fees:

AWU Capital Recovery Fees
Building Permit
Site Plan Review
Construction Inspection

Concrete Permit
Electrical Permit
Demolition Permit Fee

Mechanical Permit
Plumbing Permit

Subdivision Plan Review
Parkland Dedication Fee
(by separate ordinance)

Regular Zoning Fee
Zoning Verification
Land Status Determination

Building Plan Review

Prior to issuance of building permits and starting construction, the developer must:

- ◆ Obtain a signed Conditional Approval from the Austin Energy Green Building Program stating that the plans and specifications for the proposed development meet the criteria for a Green Building Rating. (Contact Austin Energy Green Building: 512-482-5300 or greenbuilding@austinenergy.com).
- ◆ Submit plans demonstrating compliance with the required accessibility or visitability standards.

Before a Certificate of Occupancy will be granted, the development must:

- ◆ Pass a final inspection and obtain a signed Final Approval from the Green Building Program. (Separate from any other inspections required by the City of Austin or Austin Energy).
- ◆ Pass a final inspection to certify that the required accessibility or visitability standards have been met.
- ◆ An administrative hold will be placed on the building permit, until the following items have been completed: 1) the number of affordable units have been finalized and evidenced through a sealed letter from project architect and/or engineer, 2) a Restrictive Covenant stating the affordability requirements and terms has been filed for record at the Travis County Clerk Office.

The applicant must demonstrate compliance with S.M.A.R.T. Housing standards after the certificate of occupancy has been issued or repay the City of Austin, in full, the fees waived for this S.M.A.R.T. Housing certification.

Please contact me by phone 512.978.1594 or by email at brendan.kennedy@austintexas.gov if you need additional information.

Sincerely,



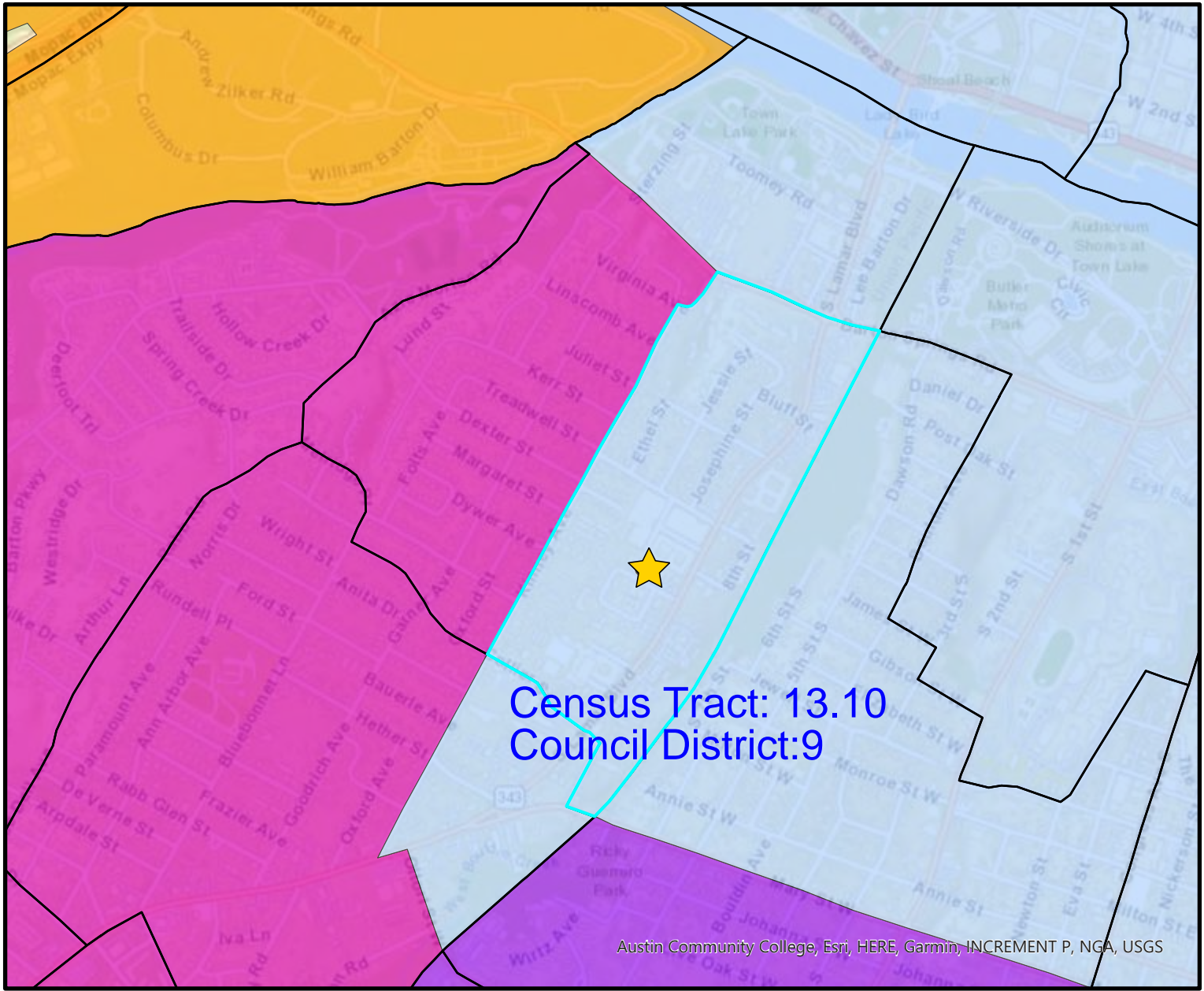
Brendan Kennedy, Project Coordinator
Housing Department

Cc: Kristin Martinez, AE

Jonathan Orenstein, AWU

Mashell Smith, ORS

5a. Property Maps



Austin Community College, Esri, HERE, Garmin, INCREMENT P, NGA, USGS

Property Label

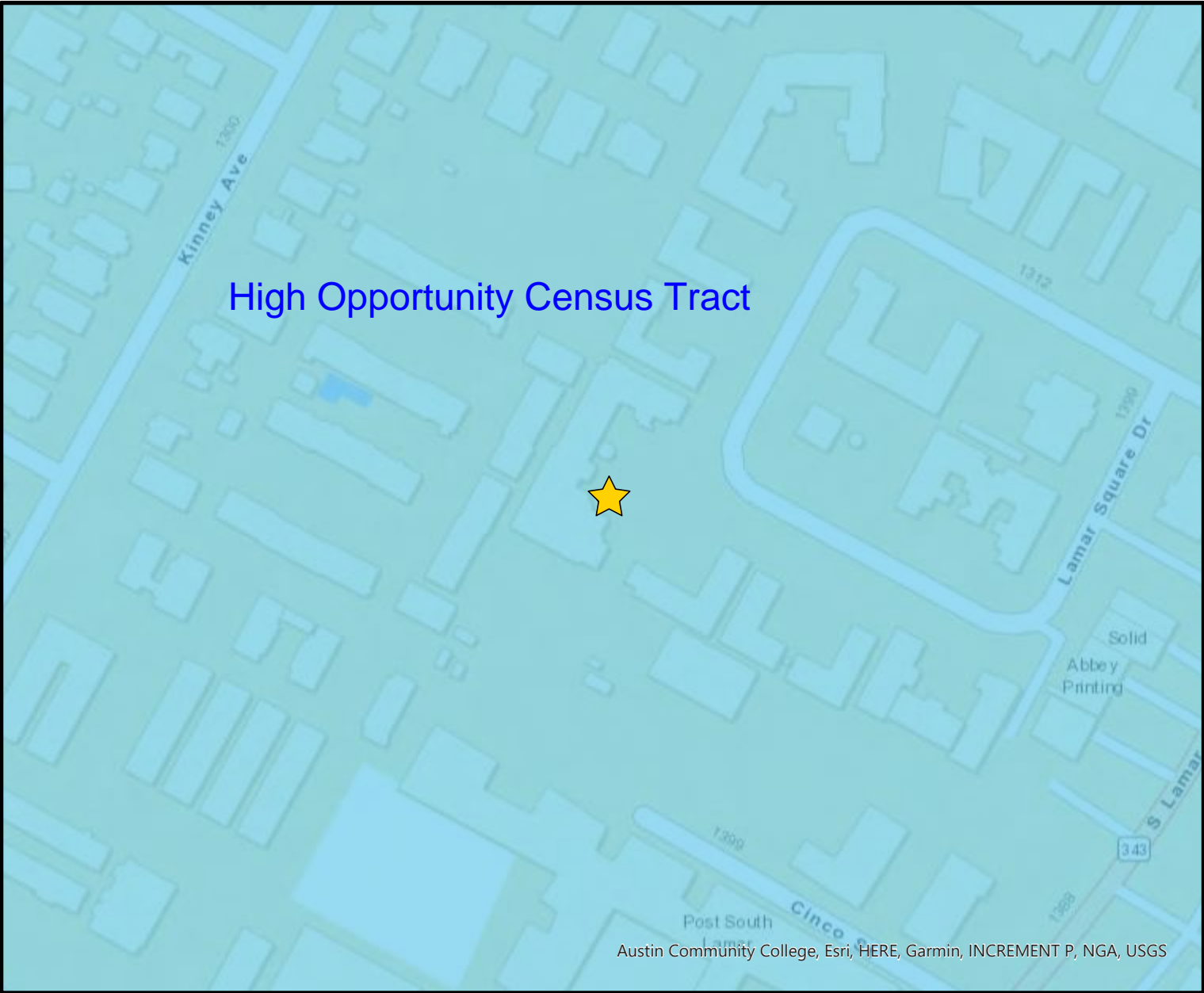
- Steward Agency: Steward Label
- Managing Agency: Managing Label
- Address: Address Label
- Land Attributes: Land Label
- ORES Management ID: ORES ID Label
- ORES File Number: ORES File Label
- Restrictions: Restrictions Label
- Restrictions & Protection Comments: Comments Label

- Land Classification: Classification Label
- Land Category: Land Category Label
- Approximate Acreage: Acreage Label
- Appraisal District: Appraisal Label
- Appraisal District Property ID: Property ID Label
- Maximo Asset Tracking Number: Maximo Label



This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries. This product has been produced by the City of Austin for the sole purpose of geographic reference. No warranty is made by the City of Austin regarding specific accuracy or completeness.





Property Label

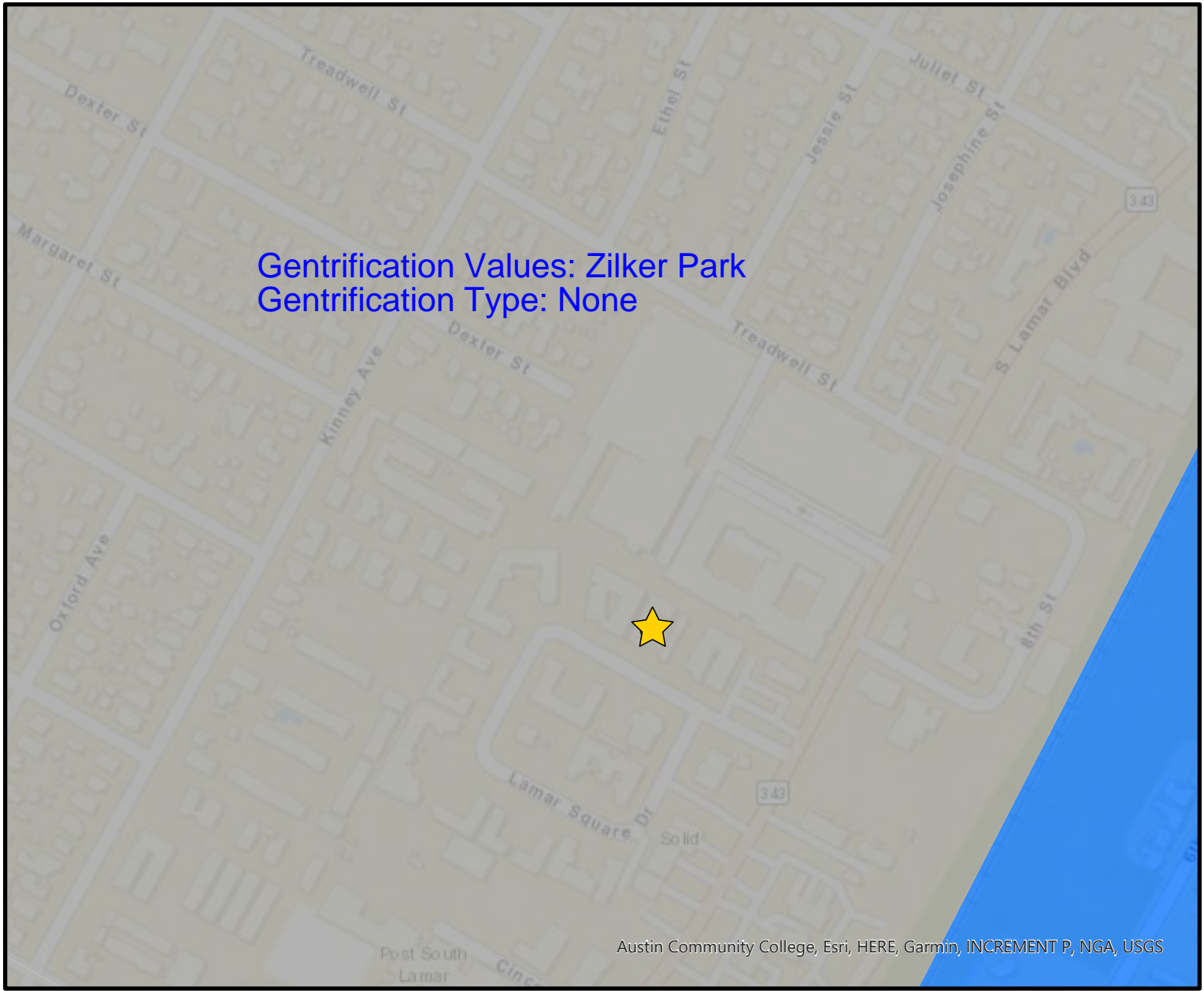
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- Managing Agency: Managing Label
- Address: Address Label
- Land Attributes: Land Label
- ORES Management ID: ORES ID Label
- ORES File Number: ORES File Label
- Restrictions: Restrictions Label
- Restrictions & Protection Comments: Comments Label

- Land Classification: Classification Label
- Land Category: Land Category Label
- Approximate Acreage: Acreage Label
- Appraisal District: Appraisal Label
- Appraisal District Property ID: Property ID Label
- Maximo Asset Tracking Number: Maximo Label



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Property Label

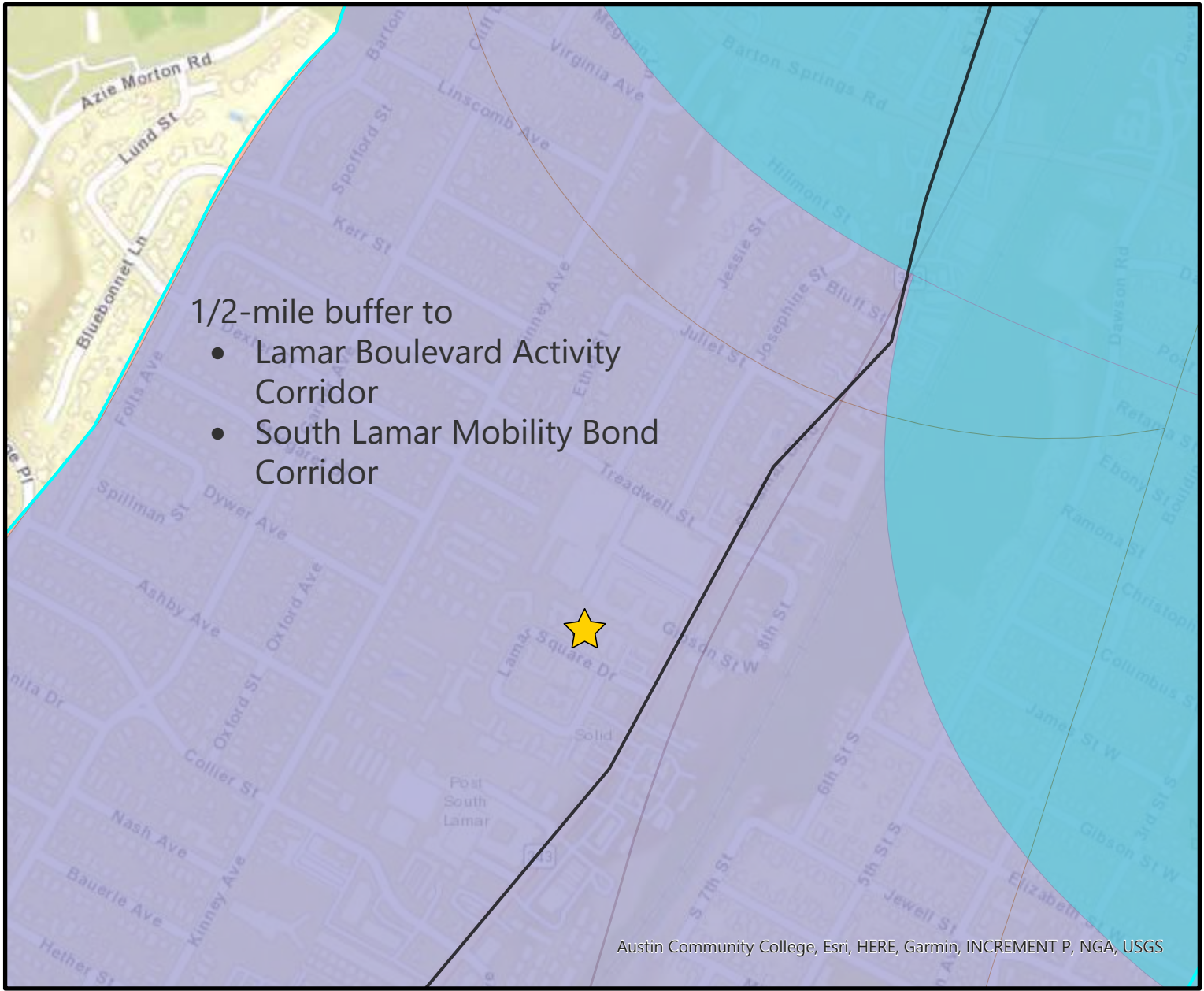
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Managing Agency: Managing Label

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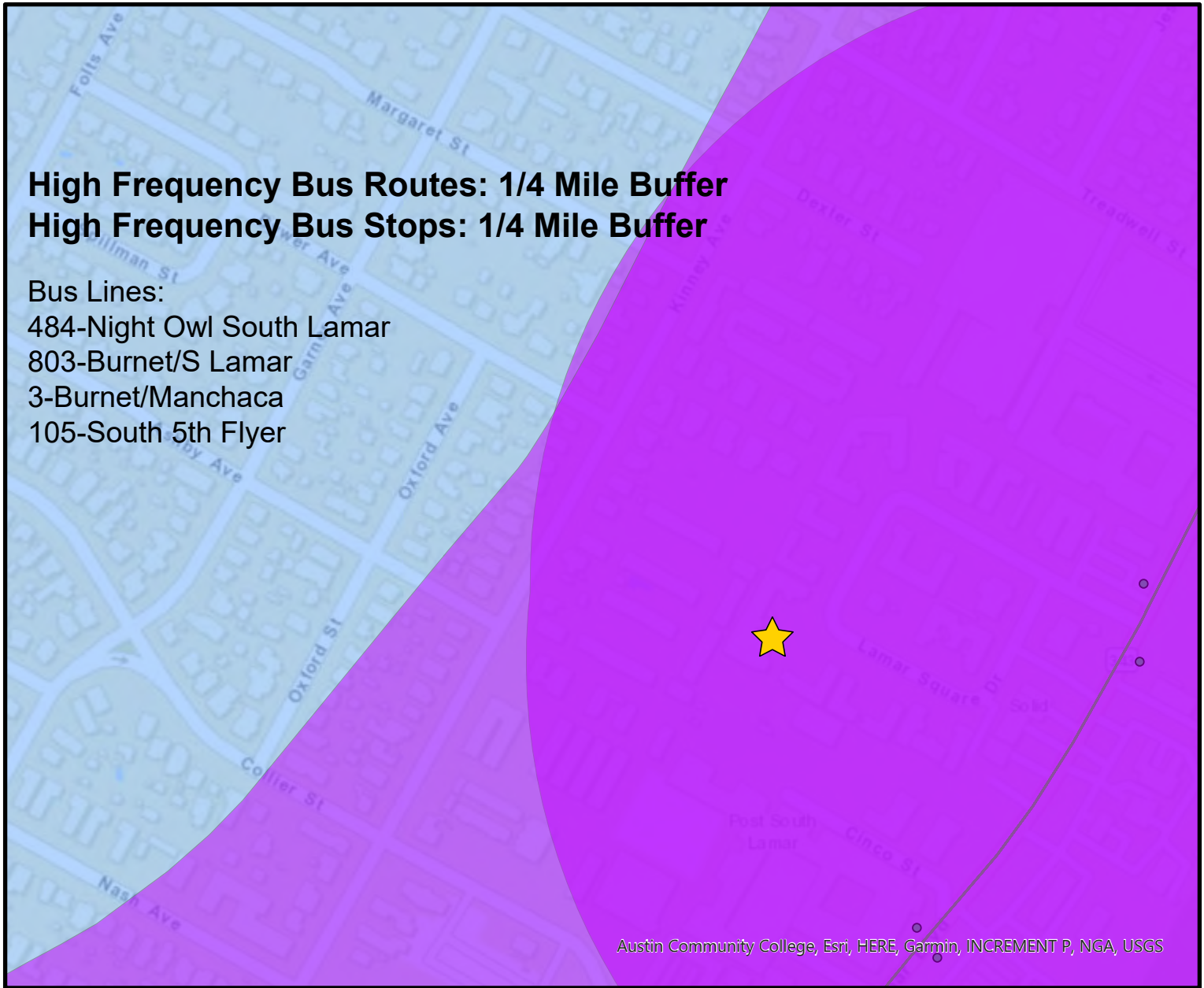
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Property Label

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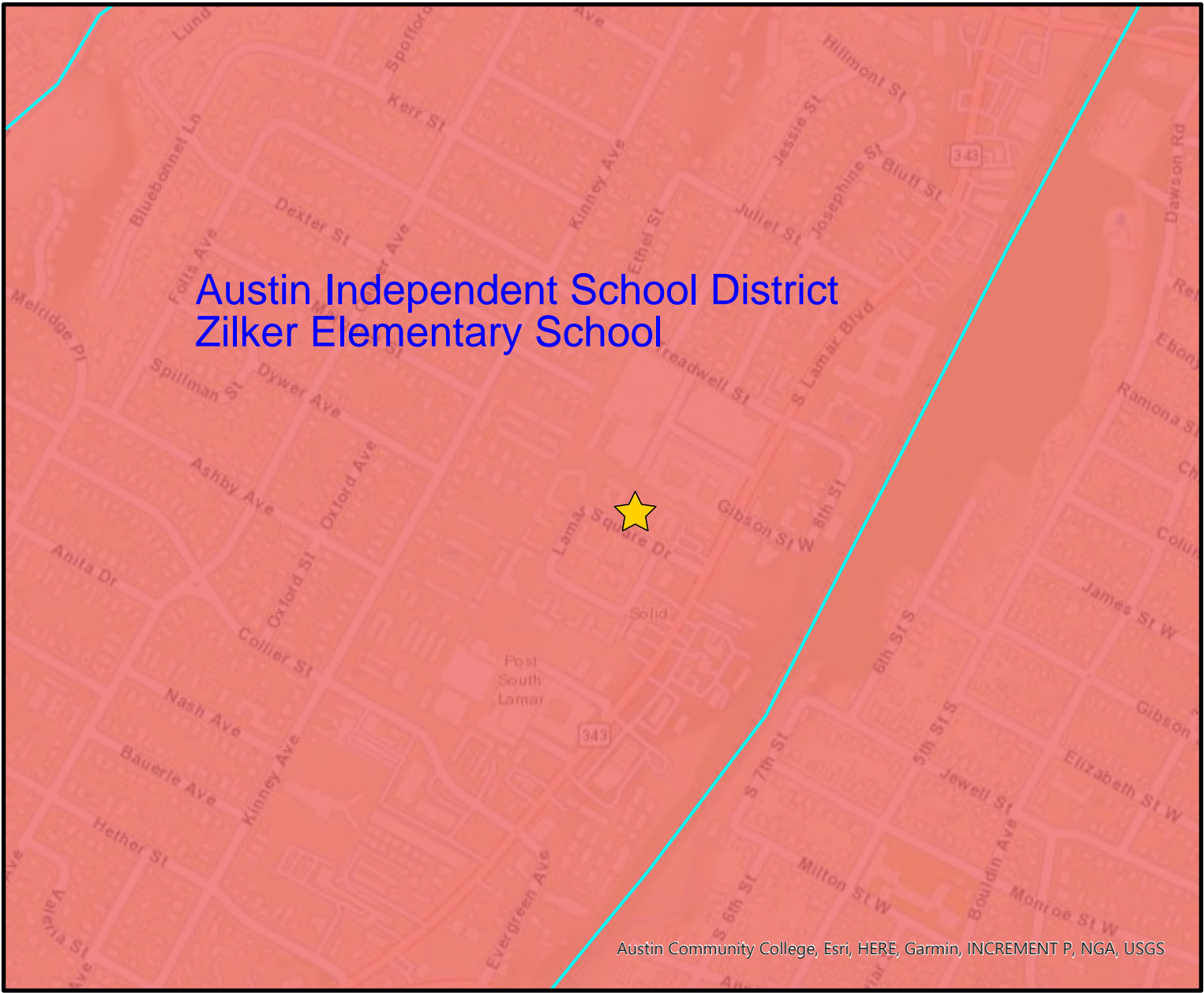
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Property Label

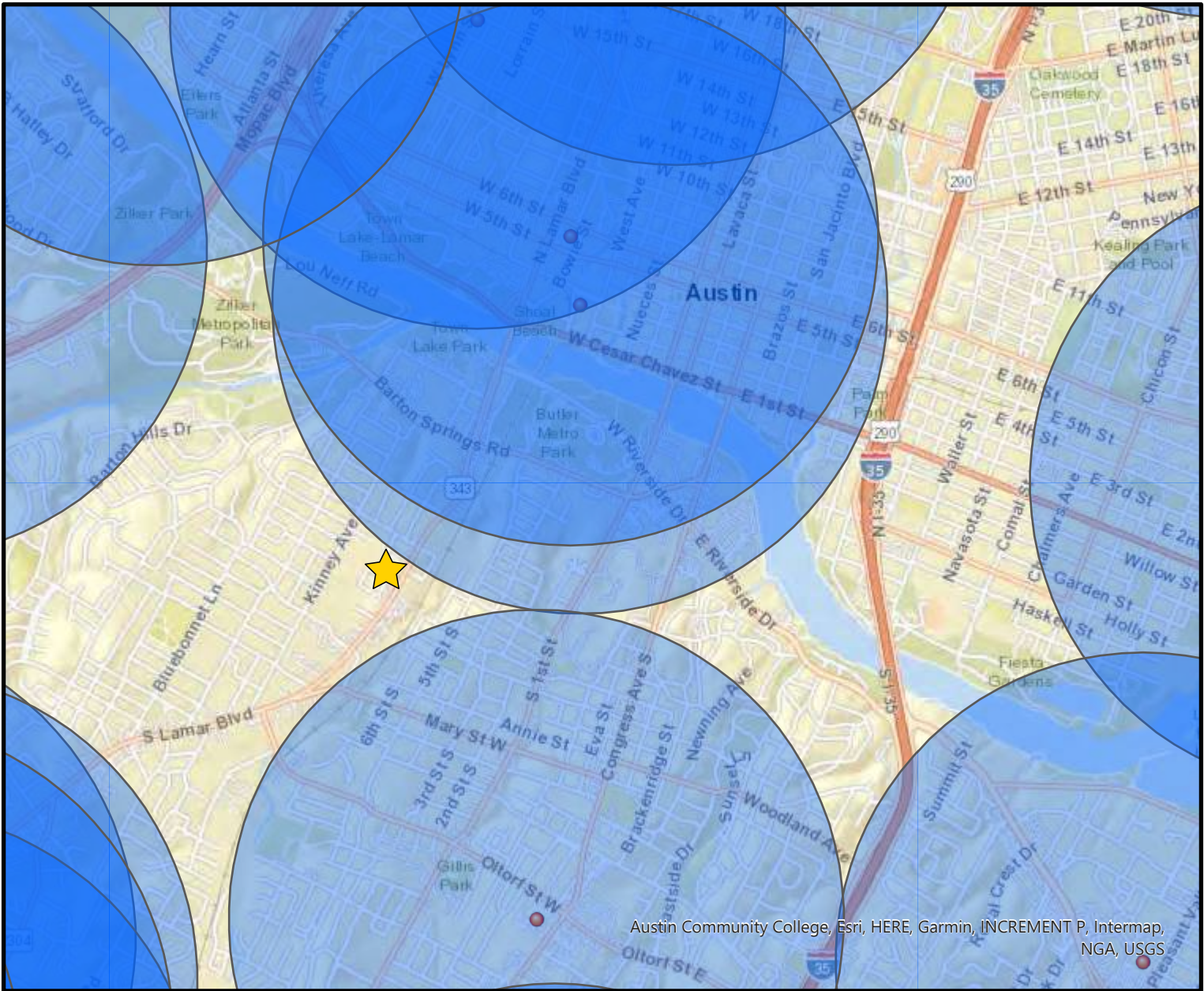
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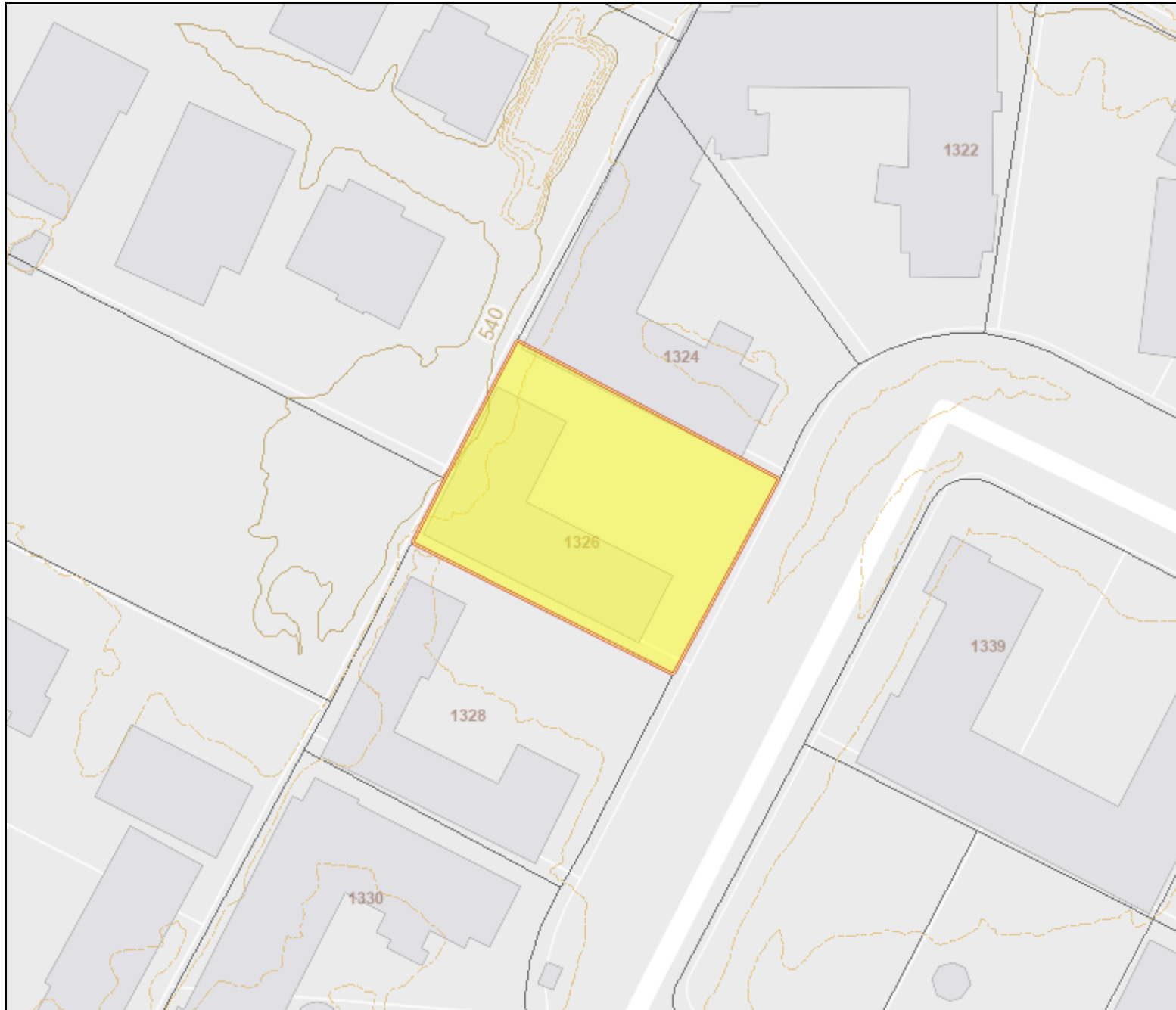
Healthy Food Map

This product is for informational purposes and may not have been prepared for or be suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative location of property boundaries. This product has been produced by the City of Austin for the sole purpose of geographic reference. No warranty is made by the City of Austin regarding specific accuracy or completeness.



City of Austin Regulatory Floodplains

Legend



0 100 200
ft

Friday, August 4, 2023



The City of Austin Watershed Protection Department produced this product for informational purposes. It is not intended for or suitable for legal, engineering, or surveying purposes. It does not represent an on-the-ground survey and represents only the approximate relative locations of property boundaries. No warranty is made by the City of Austin regarding specific accuracy or completeness. Final determination of the floodplain status for a property must be based on a topographic survey by a Texas registered professional. For regulatory purposes, 100-Year floodplain elevations must be determined from an engineering model created in accordance with the Drainage Criteria Manual and approved by the City of Austin.

5c. Site Control

FC Austin Fifteen Housing Corporation, a nonprofit affiliate of Foundation Communities, purchased the land and improvements located at 1326 and 1328 Lamar Square from Mary Lee Foundation on August 31, 2023 for the purchase price of \$2,500,000. These 2 adjacent lots were improved with 2 buildings that were vacant and have been demolished. As part of this redevelopment project, FC will create a Condo regime with 2 separate condos. The first 3 floors of the building will be a condo and will be conveyed to Mary Lee Foundation. The top 4 floors will be a separate condo and will be conveyed to the new tax credit partnership entity. See attached Special Warranty Deed.

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS



Dyana Limon-Mercado

Dyana Limon-Mercado, County Clerk
Travis County, Texas

Aug 31, 2023 04:27 PM Fee: \$42.00

2023100723

Electronically Recorded

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

SPECIAL WARRANTY DEED

THE STATE OF TEXAS §

§

KNOW ALL BY THESE PRESENTS:

COUNTY OF TRAVIS §

That Mary Lee Foundation, a Texas non-profit corporation ("**Grantor**"), for and in consideration of the sum of TEN AND NO/100 DOLLARS (\$10.00) cash and other good and valuable consideration paid by **FC AUSTIN FIFTEEN HOUSING CORPORATION**, a Texas non-profit corporation located at 3000 S IH 35, AUSTIN, TEXAS 78704 ("**Grantee**"), has GRANTED, SOLD and CONVEYED, and by these presents does GRANT, SELL and CONVEY, unto Grantee all of that certain tract or parcel of land lying and situated in Travis County, Texas, described as follows, and all improvements and fixtures located thereon (collectively, the "**Property**"):

Tract 1: 1326 Lamar Square

LOT 9A, RESUBDIVISION OF LOTS 8 AND 9, BLOCK "A", SOUTH LAMAR SQUARE, a subdivision in the City of Austin, Travis County, Texas, according to the map or plat of record in Volume 39, Page 47, Plat Records of Travis County Texas.

Tract 2: 1328 Lamar Square

Lot 10-A, BLOCK "A" of the RESUBDIVISION OF LOTS 10 AND 11, BLOCK A, SOUTH LAMAR SQUARE, a subdivision in Travis County, Texas, according to the map or plat thereof, recorded in Volume 44, Page 21 of the Plat Records of Travis County, Texas

together with all and singular the rights, privileges, easements, hereditaments, and appurtenances pertaining to such Property, including, without limitation, Grantor's rights, title and interest in and to all mineral, air and water interests, if any; and any right, title and interest of Grantor in and to any roads, alleys, streets and rights-of-way, existing, vacated or proposed, in front of, or adjoining such real property.

This conveyance is made by Grantor and accepted by Grantee subject to the covenants set forth in Exhibit A those certain matters described in Exhibit B attached hereto and made a part hereof for all purposes to the extent same validly exist (collectively, the "**Permitted Exceptions**").

TO HAVE AND TO HOLD the Property, together with, all and singular, the rights and appurtenances thereto in anywise belonging, to Grantee and Grantee's successors and assigns

forever; and subject to the Permitted Exceptions, Grantor does hereby bind Grantor and Grantor's successors and assigns to warrant and forever defend, all and singular, the Property unto the Grantee and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same, or any part thereof by, through or under Grantor, but not otherwise.

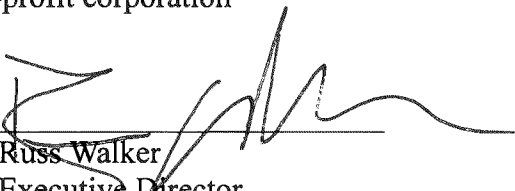
Grantor, for the same consideration and subject to the Permitted Exceptions, GRANTS, SELLS, AND CONVEYS to Grantee, without express or implied warranty, all of Grantor's right, title and interest in and to the strips or gores, if any, between the Property and abutting properties and land lying in or under any street, alley, road or right-of-way, opened or proposed, abutting or adjacent to the Property, together with all and singular the rights and appurtenances thereto in any way belonging, to have and to hold it to Grantee and Grantee's successors and assigns forever.

[Remainder of page intentionally left blank; signature follows.]

EXECUTED to be effective as of August 31, 2023.

GRANTOR:

MARY LEE FOUNDATION,
a Texas non-profit corporation

By: 
Name: Russ Walker
Title: Executive Director
Date: 8/31/23

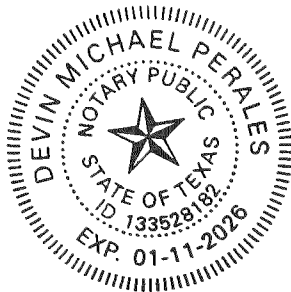
STATE OF TEXAS §

§

COUNTY OF TRAVIS §

This instrument was acknowledged before me on this the 31 day of August, 2023, by Russ Walker as Executive Director of Mary Lee Foundation, a Texas non-profit corporation on behalf of said non-profit corporation.

[SEAL]



Notary's Public's Signature

Exhibit A to Deed

Services Restriction

Grantor's conveyance of the Property to Grantee shall be subject to the following covenants and conditions (the "***Services Restriction***").

- (a) Grantor provides affordable apartments and free onsite support services for low-income families, veterans, seniors and adults with disabilities ("***Residents***") in certain properties owned by Seller in South Lamar Square, a subdivision in the City of Austin, Travis County, Texas, according to the map or plat of record in Volume 39, Page 47, Plat Records of Travis County Texas (the "***Lamar Square Campus***.) Grantor's Residents living within the Lamar Square Campus shall have access to services provided by Grantee to all of Grantee's Residents living within the Lamar Square Campus. For the avoidance of doubt, Grantee shall not be required to provide any specific services, not to provide access to specialized services which Grantee provides only to a limited subset of Grantee's Residents. In addition, Grantee may prioritize Grantee's Residents in the event capacity is limited.
- (b) Grantee may provide the services included within the Services Restriction to Grantor's Residents in such time, place, and manner as reasonably determined by Purchaser, including setting reasonable rules for Grantor's Residents to access the services and barring individuals who consistently violate such rules despite reasonable efforts.
- (c) The initial term of the Services Restriction shall be one (1) year, which shall renew annually for so long as Grantor or its Permitted Successor (defined below) owns real property within the Lamar Square Campus and continues to provide services to Grantor's Residents within the Lamar Square Campus.
- (d) The Services Restriction shall be personal to Grantor, may not be assigned, and shall not run with Grantor's retained land within the Lamar Square Campus. Notwithstanding the foregoing, Grantor may assign the Services Restriction to a successor entity (i) with materially the same mission as Grantor, and (ii) adequate financial resources to meet financial obligations (a "***Permitted Successor***"), as determined by Grantee in its sole discretion.

Exhibit B to Deed

Exceptions of Record

1. Easements as shown on plat recorded in/under Volume 39, Page 47 (Affects Tract 1) and Volume 44, Page 21 (Affects Tract 2) of the Map/Plat Records of Travis County, Texas.
2. Easements as shown on plat recorded in/under Volume 39, Page 47 (Affects Tract 1) and Volume 44, Page 21 (Affects Tract 2) of the Map/Plat Records of Travis County, Texas.
3. Easement, Right of Way and/or Agreement by and between Lela Miller Albright, a feme sole, sole heir of Mary A. Miller and the City of Austin, by instrument dated April 23, 1963, filed May 08, 1963, recorded in/under Volume 2596, Page 408 of the Deed Records of Travis County, Texas.
4. Easement, Right of Way and/or Agreement by and between Mary Lee Foundation and Time Warner Entertainment-Advance/Newhouse Partnership, by instrument dated September 16, 2003, filed October 23, 2003, recorded in/under County Clerk's File No. 2003249481 of the Official Public Records of Travis County, Texas. (Affects Tract 1 & 2).
5. Easement, Right of Way and/or Agreement by and between Mary Lee Foundation, a Texas non-profit corporation and the City of Austin, by instrument dated October 09, 2003, filed October 23, 2003, recorded in/under County Clerk's File No. 203249587 Records of Travis County, Texas. (Affects Tract 1)
6. Easement, Right of Way and/or Agreement by and between Mary Lee Foundation, a Texas non-profit corporation and City of Austin, by instrument dated March 31, 2004, filed April 01, 2004, recorded in/under County Clerk's File No. 2004060495 of the Official Public Records of Travis County, Texas. (Affects Tract 1)
7. Easement, Right of Way and/or Agreement granted to The City of Austin, by instrument dated January 22, 2009, filed January 27, 2009, recorded in/under County Clerk's File No. 2009011897 of the Official Public Records of Travis County, Texas. As affected by Amendment recorded in/under County Clerk's File No. 2010025526 of the Official Public Records of Travis County, Texas. (Affects Tract 2)
8. 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.
9. Any rights, easements, interests or claims which may exist as reflected on survey drawing made by Rex L. Hackett, R.P.L.S. No. 5573, dated June 07, 2023 in Job No. 23068-0001-00:
 - a. Electric Manhole on Tract 2

5d. Zoning

1326 Lamar Square is currently zoned as MF-5 and 1328 Lamar Square as MF-4. We plan to apply to rezone these lots to CS in order to maximize the unit count.

5e. Neighborhood Plan

The site is not located within a City of Austin Neighborhood Plan. The site is, however, located within two overlapping priority development areas specified in the City of Austin's Strategic Housing Blueprint: The South Lamar Mobility Bond Corridor and the Lamar Boulevard Activity Corridor. This makes the MLF site well aligned with the Imagine Austin plan, the Austin Strategic Housing Blueprint, The Austin Strategic Mobility Plan, and The Austin Community Climate Plan.

Foundation Communities is the developer and has extensive experience engaging with the neighborhoods in which they build. Attached is the Good Neighbor Checklist and FC's Communication Plan.

City of Austin Good Neighbor Checklist

The Neighborhood Housing and Community Development Office (NHCD) offers a Good Neighbor Policy to standardize process and identify expectations for all projects funded through the City of Austin's Rental Housing Development Assistance (RHDA) and Acquisition and Development (A&D) programs. Applicants of these programs are required to prepare and begin implementing a community engagement plan, including neighborhood notification activities. The community engagement plan is required whether the application is for funding for new construction or renovation of an existing building, regardless of whether there is a change in ownership.

A successful community engagement plan leads to open, ongoing two-way communication between developers and neighbors. This requires good-faith efforts and cooperation by developers, City officials and residents. A positive, open dialogue between housing developers and neighbors can prevent misunderstandings, facilitate prompt resolution of any inadvertent misunderstandings, and provide a fair, thoughtful, dependable means of resolving differences.

The following checklist of items is required of all applicants for funding:

(1) Preliminary Research

- ☒ Review the Neighborhood Plan (if applicable)

(2) Neighborhood Notification

- ☒ Notify property owners within at least 500 feet of the site and registered neighborhood organizations with boundaries included in the proposed development site, using a written notice, letter or flyer.

(3) Pre-Application Engagement

- ☒ Contact neighborhood organizations to provide current information about the project, including any neighborhood association whose boundaries are included in the proposed development site and Neighborhood Planning Contact Team (if applicable). *(see full City of Austin Good Neighbor Guidelines for more detailed information on what kind of information may be appropriate to share)*
- ☒ Appoint a Single-Point-of-Contact (SPOC) to serve as the liaison for exchanging information.

(4) Application requirements

- ☒ Provide communications plan
- ☒ Provide documentation showing the content of the notice, and proof of delivery
- ☒ Provide signed copy of this checklist.

I have reviewed and completed all of the above checklist items required by the City of Austin's Good Neighbor Guidelines.

Sabrina Butler

Sabrina Butler

August 4, 2023

Signed

printed name

date

Good Neighbor Communication Plan

Project

Lamar Square Phase I
1326 + 1328 Lamar Square Dr
Austin, TX 78704

Contact

Sabrina Butler
sabrina.butler@foundcom.org
(512) 610-4016

Foundation Communities (FC) has a long history of engaging with neighborhood groups during pre-development, construction, and ongoing operations of our communities. We believe the key to a project's true success is the support and engagement of the surrounding neighborhood and stakeholders. The following steps have been and will be implemented to communicate with the neighborhood surrounding the proposed development.

- 1) Preliminary Research:** As part of preliminary due diligence, FC development staff uses the City of Austin Community Registry to identify neighborhood organizations that contain the proposed site and review any Neighborhood Plan and FLUM in place.
- 2) Pre-Application Notification:** FC sends a notification letter to all neighborhood organizations identified in the Austin Community Registry. The City sends notifications to all neighborhood organizations and property owners within 500 ft as part of a zoning and neighborhood amendment process.
- 3) Pre-Application Engagement:** After notification, FC engages with all neighbors and organizations based on received responses, interest and questions.
 - FC will offer to present at a neighborhood meeting and provide an information packet. At meetings, Foundation Communities presents information about our organization, plans for design of the building, target population, and services.
 - FC will invite neighborhood members to visit our existing portfolio of properties and attend Open House lunches held bi-weekly at one of our properties to learn more about Foundation Communities.
 - FC will offer to provide updates in the form and timing that the neighborhood requests.
- 4) Implementation/Ongoing Relations** - FC will implement the following processes to encourage ongoing relations with neighborhood members:
 - FC will invite the neighborhood group to view the property once completed.

- FC will invite neighborhood members to participate in services programs being offered at our community.
- FC will invite and educate neighborhood members on the many ways to volunteer with Foundation Communities.
- FC will establish an open-door policy so that neighborhood members will feel comfortable communicating any concerns with either the on-site property management or the single point of contact.

5f. Tenant Relocation Plan

We will follow URA guidelines for the Lamar Square Redevelopment. All households with incomes 60% AMI or below will be offered a comparable unit in the reconstructed building. All households may remain in their current homes while construction is ongoing and will move into the new building once complete. FC has engaged a relocation consultant, CVR Associates, to provide a relocation plan, notices, and guidance on proper protocols. Attached is the template General Information Notice and Notice of Eligibility.



GENERAL INFORMATION NOTICE

Date

Resident Name

Address

Address

Dear Resident Name,

Foundation Communities is interested in demolishing and redeveloping the property you currently occupy at (INSERT ADDRESS), for a proposed project which may receive funding assistance from the City of Austin.

The purpose of this notice is to inform you that you will be displaced as a result of the proposed project. As a result, you will likely be eligible for relocation assistance.

- **This is not a notice to vacate the premises.** That will be issued at a later date.
- **This is not a notice of relocation eligibility.**

If you are determined to be eligible for relocation assistance, you may be eligible for: 1) Relocation advisory services to help you find another place to live; 2) At least 90 days advance written notice of the date you will be required to move; 3) Payment for your moving expenses; and 4) Payment for any transfer of utility services.

NOTE: Persons not lawfully present in the United States are not eligible for URA relocation assistance, unless such ineligibility would result in exceptional and extremely unusual hardship to a qualifying spouse, parent, or child as defined at 49 CFR 24.208(h). While such persons are not eligible for relocation assistance, they are still eligible to return to the property after renovations are complete. All persons seeking relocation assistance will be required to certify that they are a United States citizen or national, or an immigrant lawfully present in the United States.

We urge you not to move at this time. If you choose to move, you will not be provided relocation assistance.

Please be advised that you should continue to pay your rent and meet any other obligations as specified in your lease agreement. Failure to do so may be cause for eviction. If you choose to move or if you are evicted prior to receiving a formal notice of relocation, you will not be eligible to receive relocation assistance. Additional information will be provided to all residents when the relocation process is finalized.



Again, **this is not a notice to vacate the premises and does not establish your eligibility for relocation payments or assistance at this time.** You will be contacted soon so that we can provide you with more information about the proposed project. If you have any questions about this notice or the proposed project, please contact the Relocation Team at 512-308-6785 or email: vicamorlinga@cvrassociates.com or evega@cvrassociates.com.

This letter is important to you; please keep a copy for your records. Your signature on the next page acknowledges receipt of this letter.

Sincerely,

Signature

Name and Title of person



GENERAL INFORMATION NOTICE

Resident

Address

I have received the General Information Notice and understand the current property where I reside may be redeveloped. If this occurs, I will be protected under the Uniform Relocation Assistance and Real Property Acquisition Policies Act (URA).

Resident's signature

Date

5h. SHPO

We have engaged a historic consultant and an environmentalist to analyze the campus's structures and features for historical and/or archaeological significance. The analyses did not find anything of historical or archaeological significance on the site.