



**RENTAL HOUSING DEVELOPMENT ASSISTANCE
APPLICATION**

May 6, 2022

Rosewood II

2824 and 2826 Real Street

Austin, TX 78722

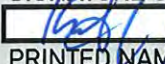
APPLICATION CHECKLIST/ INFORMATION FORM

DEVELOPER : Capital A Housing	OWNER/BORROWER NAME : Rosewood II
DEVELOPMENT NAME : Rosewood II	FUNDING CYCLE DEADLINE : May 6, 2022
FEDERAL TAX ID NO: 74-2286387	DUNS NO: TBD - will provide when available
PROJECT ADDRESS: 2824 and 2826 Real St.	PROGRAM : RHDA
CONTACT NAME : Kent Herring	AMOUNT REQUESTED: \$3,400,000
CONTACT ADDRESS AND PHONE : 1700 Rutherford Lane, Austin, TX 78754	

APPLICATION TABS		INITIALS
A 1	EXECUTIVE SUMMARY/PROJECT PROPOSAL	KH
A 2	PROJECT SUMMARY FORM	KH
A 3	PROJECT TIMELINE	KH
A 4	DEVELOPMENT BUDGET	KH
A 5	OPERATING PRO FORMA	KH
A 6	SCORING SHEET	KH

ATTACHMENT TABS			INITIALS
1	ENTITY INFORMATION	1.a. Detailed listing of developer's experience.	KH
		1.b. Certificate of Status	KH
		1.c. Statement of Confidence	KH
2	PRINCIPALS INFORMATION	2.a. Resumes of principals	KH
		2.b. Resumes of development team	KH
		2.c. Resumes of property management team	KH
3	FINANCIAL INFORMATION	3.a. Federal IRS Certification	KH
		3.b. Certified Financial Audit	KH
		3.c. Board Resolution	KH
		3.d. Financial Statements	KH
		3.e. Funding commitment letters.	KH
4	PROJECT INFORMATION	4.a. Market Study	KH
		4.b. Good Neighbor Policy	KH
		4.c. SMART Housing Letter	KH
		4.d. MOU with ECHO	KH
		4.e. Resident Services	KH
5	PROPERTY INFORMATION	5.a. Appraisal	KH
		5.b. Property Maps	KH
		5.c. Zoning Verification Letter	KH
		5.d. Proof of Site control	KH
		5.e. Phase I ESA	KH
		5.f. SHPQ	KH

The applicant/developer certifies that the data included in this application and the exhibits attached hereto are true and correct.
Unsigned/undated submissions will not be considered.

SIGNATURE OF APPLICANT 	DATE AND TIME STAMP OF RECEIPT
PRINTED NAME Kent Herring	
TITLE OF APPLICANT CED	
DATE OF SUBMISSION 5-6-2022	

FOR AHFC USE ONLY

**ROSEWOOD II
AUSTIN, TEXAS**

APPLICATION TABS

**Tab A1 – Executive
Summary/Project Proposal**

TAB 17 – DEVELOPMENT NARRATIVE

ROSEWOOD II – AUSTIN, TX

Rosewood II is the new construction of 60 units of Supportive Housing that will provide high-quality housing paired with voluntary, wrap-around services for Austin’s most housing-fragile. Rosewood II will be built on the track record of Family Eldercare and its supporting organization – Rosewood II – who together own and operate a 54-unit HUD 202 property for adults 62 +, make supportive services available to over 1,400 units at affordable housing communities across Austin, and provide rapid-rehousing services to transition hundreds of households from homelessness to housed. During COVID, Family Eldercare distributed over \$2M in emergency COVID relief funds to keep the community housed.

Family Eldercare has been serving older adults and people with disabilities since 1982 and ensuring their financial and housing stability is a critical priority. Family Eldercare thoughtfully partners with families, individuals, and other local organizations to create stability, dignity, and success for aging Central Texans. As fierce advocates for aging in community, Family Eldercare offers a continuum of services to keep our neighbors stably housed, financially secure, healthy, socially connected, and protected from abuse, neglect, or exploitation - regardless of income. Family Eldercare believes older adults and people with disabilities are a vital part of creating a more livable, inclusive community for everyone.

About the Community:

Rosewood II will be a four-story, stick-frame, elevator-served building that will be designed with comfort and safety in mind for older adults who have experienced long-term trauma, violence and homelessness. The building will feature a single point of entry with interior corridors on all levels. There will be ample common area spaces to encourage residents to get out of their units and create a supportive and therapeutic community. Elements to assist with trauma such as light, fresh air, doorways that do not open directly into a walkway were included whenever possible. Durability and long-term ownership will be key goals in mind when selecting finishes and surfaces. The property will be all bills paid by the landlord, so energy and water efficiency features will translate into a healthy cash flow to ensure the property is financially strong.

- 60 units comprised of all studio zero-bedroom units
- Community spaces including a multitude of community gathering spaces as well as a community kitchen, computer lab, supportive service staff offices, laundry rooms, and single-entry/controlled-access reception area
- Trauma informed design imperative to respectfully house target population
- Supportive services by Family Eldercare – including case management, financial and housing stability services, service coordination, mental health counseling, and onsite and virtual programming

About the Residents:

Rosewood II will target older adults in need of specialized and specific non-medical services in order to maintain housing. The property will serve persons transitioning out of homelessness, persons at-risk of homelessness, persons with physical, intellectual, and/or developmental disabilities, persons unable to secure permanent housing elsewhere due to various barriers, and persons with special housing needs including Violence Against Women Act Protections (domestic violence, dating violence, sexual assault, and stalking.)

- 52% of the units for individuals and families making < than 30% Area Median Family Income per the National Housing Trust Fund program
- 48% of units for individuals and families making < than 50% Area Median Family Income

About the Location:

Rosewood II is a unique opportunity to create affordable and supportive housing in an amenity-rich, transit-connected urban location and its abundance of healthcare, employment, retail and educational options. The project is situated within a walkable radius from high-frequency transit. Lastly, this site is just over one mile from Family Eldercare's Lyons Gardens property, creating a community of housing that will allow older adults experiencing homelessness a choice of permanent housing options in a city where options are limited.

About the Service Provider Track Record and Supportive Services:

Family Eldercare will be the Supportive Service Coordinator and the main provider of Supportive Services at Rosewood II.

The following wrap-around supportive services are provided by Family Eldercare:

Financial and Housing Stability

Representative Payee & V.A. Fiduciary services are proven to ensure that people's basic needs are met and that they do not experience financial abuse, exploitation, or other neglect. Case managers frequently work with clients to improve their money habits and share tools and resources to stabilize their finances.

Family Eldercare's Benefits Enrollment Center was the first in Central Texas to receive a designation from the National Council on Aging (NCOA) because of the person-centered approach to assisting older adults with obtaining and maintaining their benefits.

Homeless Prevention is a critical intervention for older adults as they face upward pressure on housing, transportation, and medical costs. For those experiencing a crisis, it is far more cost effective to prevent the loss of housing than to provide shelter and re-housing assistance after such loss. Family Eldercare provides funds and case management to prevent eviction, pay off rental and/or utility debts, negotiate with property owners, and provide money management skills training. With this model Family Eldercare hopes to end homelessness by preventing it in the first place.

Family Eldercare's Rapid Rehousing for Older Adults is Austin's only crisis response system for older adults experiencing homelessness. Research shows there is an emerging crisis of aged homelessness as the homeless population is increasingly represented by older adults. This intervention transitions older adults experiencing homelessness into permanent housing with financial assistance and case management to reduce the number of days they experience homelessness and prevent it from recurring.

Service Coordination Program

This program addresses the issues of poverty, social isolation and loneliness, and the need for support to find resources to meet needs of low-income older adults and adults with disabilities. It also connects them to onsite and virtual healthy aging programs through our Healthy Connections program. The strategy centers on the provision of supports and services in the very same place people live. This is necessary because many of the individuals we serve have severe mobility issues as well as complex health issues that often preclude them from leaving the property. Service Coordination participants live below 200% of the federal poverty guidelines, and as a result, have limited ability to pay for and access needed services. Service Coordinators are Family Eldercare staff that are embedded in low-income housing communities including seven of the Housing Authority of the City of Austin's (HACA) public housing as well as properties owned and operated by various nonprofit agencies.

Healthy Connections and Lifetime Connections Without Walls (LCWW)

Healthy Connections comprises both onsite and virtual socialization programs. Onsite programming is provided at properties around the city. LCWW is a virtual socialization program for older adults (50+) that allows them to easily connect by phone or video with other older adults from the comfort of their own home to combat social isolation among home-bound older adults. Both programs provide a variety of daily classes ranging from the creative (Art workshops) to educational (Medicare Minutes), that allow participants to engage in stimulating activities while interacting with their peers.

Counseling Program

Counseling is provided to homebound older adults by Licensed Clinical Social Workers to reduce social isolation and maintain or improve mental health outcomes.

Summer Fan Drive

The Summer Fan Drive is a community health initiative beginning May 1st–August 31st. The fans and funds collected during the Summer Fan Drive provide heat relief to low-income older adults, adults with disabilities, veterans and children living Central Texans who cannot afford air conditioning during the hottest months of the year. This program also connects these individuals to unknown additional resources and services they may need.

About History of Fundraising:

Family Eldercare has a powerful fundraising track record and community partnerships to cover the supportive services at Rosewood II including a combination of private and public grants and donations from private foundations, corporations, and individuals. These funds will be sufficient to maintain the service operations at the project for the duration of the affordability period. Family Eldercare has an \$11.2M organizational operating budget which was comprised of \$2.2M in philanthropic dollars, over \$7M in governmental grants and \$1.8M in fees for services supporting service and housing programs. Further providing strength to Family Eldercare’s powerful fundraising track record, are Family Eldercare’s deep relationship with community donors, a strong Board Governance and oversight structure, and a healthy property that performs by both numbers and mission. Family Eldercare has over \$5.7M in total assets with strong balances in both cash and investments.

Donors and funders that have long-supported the work of Family Eldercare include:

- St. David’s Foundation
- A Glimmer of Hope Foundation
- All Together Austin
- Anderson Foundation
- Applied Materials Foundation
- Communities Foundation of Texas
- HEB
- Impact Austin
- May and Stanley Smith Charitable Trust
- Moody Foundation
- Sempra Energy Foundation
- Shield Ayres Foundation
- The Barilla Foundation
- United Way for Good
- City of Austin
- Travis County Health and Human Services Department

- Texas Department of Housing and Community Affairs
- US Department of Housing and Urban Development

Although not anticipated, in the event of operating deficits at Rosewood II, the Board of Family Eldercare through its supporting organization – Rosewood II - has made an irrevocable commitment to fund any operating deficits throughout the term of the affordability period and MFDL loan term.

About the Organizational Structure:

Rosewood II is a to-be-formed 501(c)(3) nonprofit organization that will serve as Applicant and Development Owner. Rosewood II is a supporting organization to Family Eldercare. Family Eldercare will appoint the board of Rosewood II.

About the Development Team:

Family Eldercare has partnered with Capital A Housing -a local Austin developer of affordable and mixed-income housing – to develop Rosewood II. The project’s primary goal is to expand Austin and Travis County’s homelessness response system by providing 60 units of housing for target populations in need of significantly more housing resources in our community.

This project is part of the Travis County Supportive Housing Collaborative, in which seven local nonprofit organizations have united to construct new supportive, homelessness response housing by leveraging \$50 million in American Rescue Plan Act funding administered by Travis County. The other members of the Collaborative are A New Entry, Austin Area Urban League, Caritas of Austin, Integral Care and Lifeworks. The project aims to leverage a TDHCA MFDL loan, ARPA funding, and RHDA funding to ensure Rosewood II can be completed with the most financially feasible capital stack to ensure long-term operational success.

**ROSEWOOD II
AUSTIN, TEXAS**

APPLICATION TABS

**Tab A2 – Project Summary
Form**

Project Summary Form

1) Project Name Rosewood II	2) Project Type 100% Affordable	3) New Construction or Rehabilitation New Construction
4) Address(s) or Location Description 2824 and 2826 Real St., Austin, TX 78722		5) Mobility Bond Corridor MLK Blvd
6) Census Tract 4.02	7) Council District District 1	8) Elementary School CAMPBELL EL
9) Affordability Period 45 years		
10) Type of Structure Multi-family	11) Occupied? No	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	12					12
Up to 40% MFI	12					12
Up to 50% MFI	36					36
Up to 60% MFI						0
Up to 80% MFI						0
Up to 120% MFI						0
No Restrictions						0
Total Units	60	0	0	0	0	60

NOTE: 31 units set-aside at 30% NHTF rents for National Housing Trust Fund

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	6	Continuum of Care Units	60
Accessible Units for Sensory Impairments	2		

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? Yes

20) Estimated Sources and Uses of funds

<u>Sources</u>	
Debt	-
Equity	-
Grant	3,959,037
Other	4,415,910
Deferred Developer Fee (not applicable for OHDA)	
Previous AHFC Funding	
Current AHFC Request	3,400,000

<u>Uses</u>	
Acquisition	-
Off-Site	-
Site Work	749,650
Sit Amenities	212,416
Building Costs	7,329,873
Contractor Fees	1,160,871
Soft Costs	1,530,475
Financing	170,162
Developer Fees	621,500

Total \$ 11,774,947

Total \$ 11,774,947

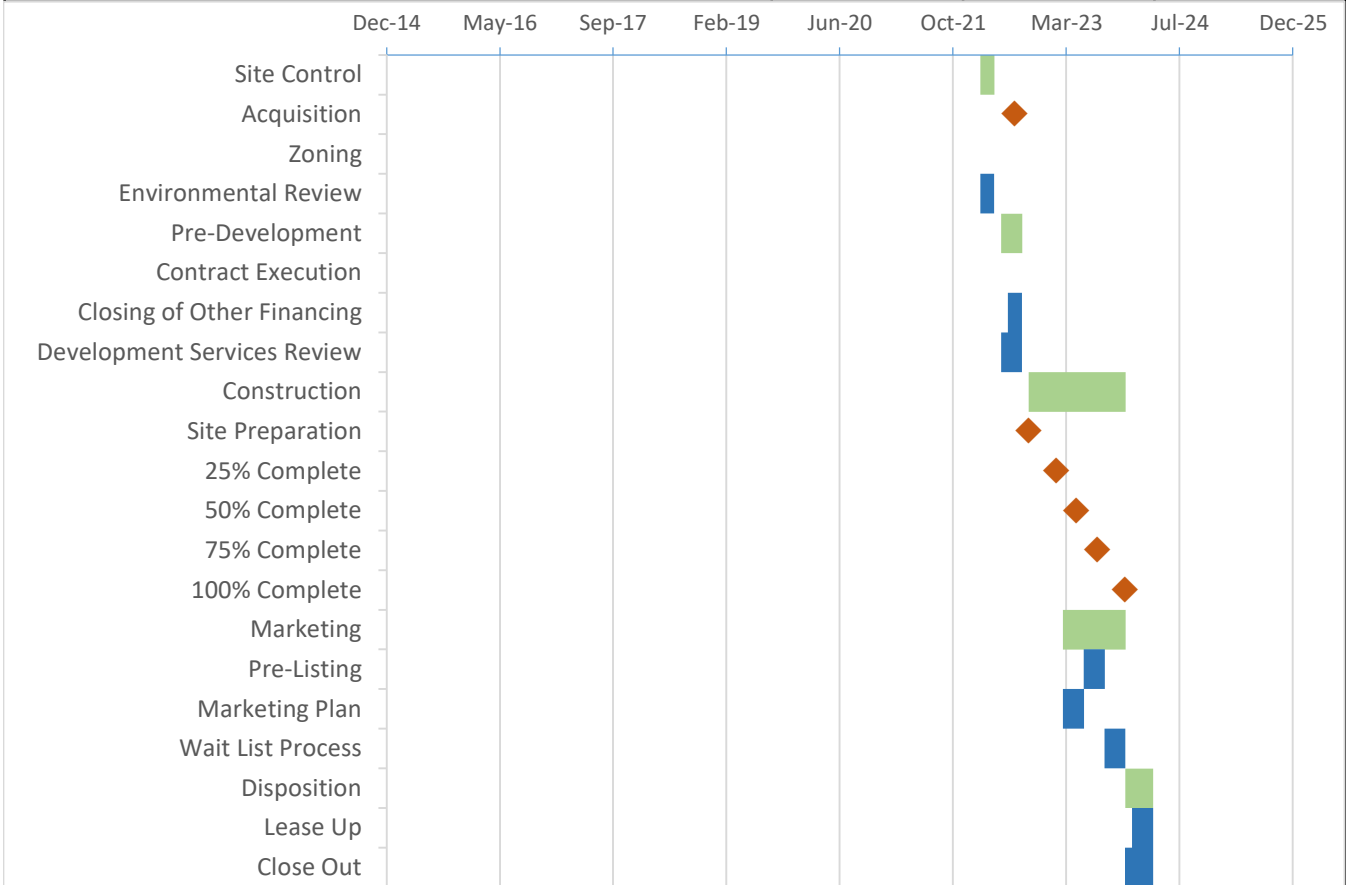
**ROSEWOOD II
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Tab A3 – Project Timeline

Development Schedule

	Start Date	End Date
Site Control	Mar-22	May-22
Acquisition	Aug-22	
Zoning	n/a	n/a
Environmental Review	Mar-22	May-22
Pre-Development	Jun-22	Sep-22
Contract Execution		
Closing of Other Financing	Jul-22	Sep-22
Development Services Review	Jun-22	Sep-22
Construction	Oct-22	Dec-23
Site Preparation	Oct-22	
25% Complete	Feb-23	
50% Complete	May-23	
75% Complete	Aug-23	
100% Complete	Dec-23	
Marketing	Mar-23	Dec-23
Pre-Listing	Jun-23	Sep-23
Marketing Plan	Mar-23	Jun-23
Wait List Process	Sep-23	Dec-23
Disposition	Dec-23	Apr-24
Lease Up	Jan-24	Apr-24
Close Out	Dec-23	Apr-24



**ROSEWOOD II
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APPLICATION TABS

**Tab A4 – Development
Budget**

Development Budget

	Total Project Cost	Requested AHFC Funds	Description
Pre-Development			
Appraisal	5,000		
Environmental Review	5,000		
Engineering	192,216	50,000	
Survey	10,000		
Architectural	354,432	250,000	
Subtotal Pre-Development Cost	\$566,648	\$300,000	
Acquisition			
Site and/or Land			
Structures			
Other (specify)			
Subtotal Acquisition Cost	\$0	\$0	
Construction			
Infrastructure			
Site Work	932,066	269,000	
Demolition	30,000	9,000	
Concrete	140,118	42,035	
Masonry	112,388	33,716	
Rough Carpentry	1,567,034	460,110	woods and plastics
Finish Carpentry			
Waterproofing and Insulation	246,003	73,801	
Roofing and Sheet Metal	354,012	106,004	
Plumbing/Hot Water			
HVAC/Mechanical	1,365,900	409,770	includes plumbing
Electrical	734,063	215,219	
Doors/Windows/Glass	401,723	120,517	
Lath and Plaster/Drywall and Acoustical	843,454	243,036	
Tiel Work			
Soft and Hard Floor			
Paint/Decorating/Blinds/Shades	19,201	5,760	
Specialties/Special Equipment	214,246	64,250	
Cabinetry/Appliances	426,159	127,848	
Carpet			
Other (specify)	1,634,162	490,249	metals, elevator, contractor fees
Construction Contingency	432,282	129,685	
Subtotal Construction Cost	\$9,452,811	\$2,800,000	
Soft & Carrying Costs			
Legal	100,000	100,000	
Audit/Accounting	5,000		
Title/Recordin	25,000		
Architectural (Inspections)	20,000		
Construction Interest	12,600		
Construction Period Insurance	140,000		
Construction Period Taxes	0		
Relocation	12,500		
Marketing	10,000		
Davis-Bacon Monitoring	0		
Developer Fee	621,500	200,000	
Other (specify)	808,888		reserves, perf bonds, fin fees, soft costs
Subtotal Soft & Carrying Costs	\$1,755,488	\$300,000	
TOTAL PROJECT BUDGET	\$11,774,947	\$3,400,000	

**ROSEWOOD II
AUSTIN, TEXAS**

APPLICATION TABS

**Tab A5 – Operating
Proforma**

**ROSEWOOD II
AUSTIN, TEXAS**

APPLICATION TABS

Tab A6 – Scoring Sheet

Project Name	Rosewood II	
Project Type	100% Affordable	
Council District	District 1	
Census Tract	4.02	
Prior AHFC Funding	\$0	
Current AHFC Funding Request Amount	\$3,400,000	
Estimated Total Project Cost	\$11,774,947	
High Opportunity	No	
High Displacement Risk	YES	
High Frequency Transit	Yes	
Imagine Austin	Yes	
Mobility Bond Corridor	MLK Blvd	
SCORING ELEMENTS		Description
UNITS		
< 20% MFI	0	# of rental units at < 20% MFI
< 30% MFI	12	# of rental units at < 30% MFI
District Goal	12%	% of City's affordable housing goal
High Opportunity	FALSE	% of City's affordable housing goal for high opportunity areas
Displacement Risk	28%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	18%	% of City's affordable housing goal near high frequency transit
Imagine Austin	18%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	0%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	4%	% of City's affordable housing goal within mobility bond corridors
SCORE	5	% of annual goal * units * 50%, max of 75
< 40% MFI	12	# of rental units at < 40% MFI
< 50% MFI	36	# of rental units at < 50% MFI
District Goal	12%	% of City's affordable housing goal
High Opportunity	FALSE	% of City's affordable housing goal for high opportunity areas
Displacement Risk	28%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	18%	% of City's affordable housing goal near high frequency transit
Imagine Austin	18%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	0%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	4%	% of City's affordable housing goal within mobility bond corridors
SCORE	10	% of annual goal * units * 25%, max of 75
< 60% MFI	0	# of units for purchase at < 60% MFI
District Goal	12%	% of City's affordable housing goal
High Opportunity	FALSE	% of City's affordable housing goal for high opportunity areas
Displacement Risk	28%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	18%	% of City's affordable housing goal near high frequency transit
Imagine Austin	18%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	0%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	4%	% 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	12%	% of City's affordable housing goal
High Opportunity	FALSE	% of City's affordable housing goal for high opportunity areas
Displacement Risk	28%	% of City's affordable housing goal to reduce displacement
High Frequency Transit	18%	% of City's affordable housing goal near high frequency transit
Imagine Austin	18%	% of City's affordable housing goal in imagine austin corridors
Geographic Dispersion	0%	% of City's affordable housing goal to increase geographic dispersion
Mobility Bond Corridor	4%	% of City's affordable housing goal within mobility bond corridors
SCORE	0	% of annual goal * units * 25%, max of 75
Unit Score	15	MAXIMUM SCORE = 300
INITIATIVES AND PRIORITIES		
Continuum of Care	60	Total # of units provided up to 100 per year
Continuum of Care Score	20	(total CoC Units/100 + HF Units/50)*20
Access to Healthy Food	Yes	Within 1 Mile of Healthy Food (City GIS)
Continuum of Care Weighted Score	7	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	71	Elementary School Rating from TEA
Multi-Generational Housing Weighted Score	0	Educational Attainment, Environment, Community Institutions, Social Cohesion, E
Accessible Units	8	mobility and sensory units
Non-PSH, Non-Voucher Under 20% MFI	0	Total units under 20% MFI
Accessibility Score	3	Accessible Unit/Total Units * 20
Metro Access Service	Yes	Within 3/4 mile of fixed route transit
Accessibility Weighted Score	1	Housing Stability, Health, Mobility, Community Institutions
Initiatives and Priorities Score	31	MAXIMUM SCORE = 200
UNDERWRITING		
AHFC Leverage	29%	% of total project cost funded through AHFC request
Leverage Score	15	3 points per 5% reduction in leverage below 50% (max 30)
AHFC Per Unit Subsidy (including prior amounts)	\$56,667	Amount of assistance per unit
Subsidy per unit score	18	(\$200,000 - per unit subsidy)*25/\$200,000
AHFC Per Bedroom Subsidy	\$56,667	Amount of assistance per bedroom
Subsidy per Bedroom Score	18	(\$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	51	MAXIMUM SCORE = 100
APPLICANT		
FINAL QUANTITATIVE SCORE	96	THRESHOLD SCORE = 50
Previous Developments		
Compliance Score		
Proposal		
Supportive Services		
Development Team		
Management Team		
Notes		

NOTE: This project is Permanent Supportive Housing without long-term debt and therefore scores no points for DCR. Also, this is Permanent Supportive housing for the elderly and has 100% studios which also does not score even though it is the proper unit type to serve target population.

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 1 – Entity Information

**1a. Detailed listing of developer's
experience**

CAPITAL A HOUSING

Firm Bio



Firm Name

Capital A Housing

President

Eyad Kasemi

Address

5110, Lancaster Ct, Austin, TX 78723

Point of Contact

Conor Kenny, Principal

512.968.3050

conor@civilitudegroup.com

Capital A Housing is an Austin development company that specializes in residential projects with a heavy income-restricted affordable housing component. Capital A Housing maintains close relationships with Civilitude, an Austin civil engineering firm, and Constructinople, an Austin construction company, that together allow Capital A to handle affordable and market-rate housing development from soup to nuts. Capital A Housing and Constructinople specialize in development and construction for housing non-profit and governmental clients, as well as their own projects.

While Capital A Housing is a relatively new company, founded in 2018, its leadership is well versed in affordable housing in Austin, from construction to sales to policy. Capital A has a new 17-townhouse development in north-central Austin, “A at Lamppost”, nearing its completion in fall 2021. A at Lamppost was the first project to be built under the city’s Affordability Unlocked policy, which principal Conor Kenny worked on during his tenure at the city’s Planning Commission. Capital A also partnered with the City of Austin to secure \$1.3 million in development assistance funding to keep 100% of the units there below-market-rate, with buyers falling below 80% of the city’s Median Family Income.

Austin faces significant challenges in creating adequate affordable housing in the coming years, and Capital A Housing is deeply invested in meeting that challenge. Capital A’s developments and overall strategy are built around Austin programs like Affordability Unlocked and Housing Development Assistance funding, the state’s Low-Income Housing Tax Credit programs, and the Austin Transit Partnership’s upcoming anti-displacement programs. Capital A applies its extensive knowledge of these policies and programs not only for its own developments, but also for other developers, in part because Austin’s affordable housing needs are so great. Capital A also specializes in harmonizing its projects with the city’s strategies around housing, transportation, and other intersecting issues, as well as with the needs and wishes of the city’s diverse neighborhoods and communities.



Project Name

A at Lamppost

Total Construction Cost

\$4,700,000

Unit Count or Sq ft.

17 multi-bedroom units

Location

12500 Lamppost Lane, Austin, TX 78727

Completion Date

Est. Fall 2021

Capital A Housing’s “A at Lamppost” development, at 12500 Lamppost Lane, contains 17 multi-bedroom, family-friendly, townhouse-style homes for purchase all by families making 60-80% of Austin’s Median Family Income. It is the first development utilizing the “Affordability Unlocked” ordinance to break ground in Austin. The development qualified for the “Tier 1” ordinance provisions, which waive or relax city requirements for parking, setbacks, and density levels for projects with at least half of their units being income-restricted. A at Lamppost was financed in part with \$1.3 million from the City of Austin’s Ownership Housing Development Assistance program, and is on-track for completion by Fall 2021. The development team included several team members for A at St. Johns: Capital A Housing as Developer, Civiltude as Civil Engineer, Constructinople as General Contractor, and Guadalupe Neighborhood Development Company handling buyer qualification screening and general affordability compliance.



CAPITAL A HOUSING

Project Experience



Project Name

Blackland CDC Alley Flats

Total Construction Cost

\$454,686

Unit Count or Sq ft.

3 units

Location

2106 Chicon St, Austin, TX 78702

2203 Salina St, Austin, TX 78702

1910 Salina St, Austin, TX 78702

Completion Date

October 2020

Owner

Blackland CDC

The Blackland CDC Alley Flats were built by A at St Johns team members Constructinople as the General Contractor and Community Powered Workshop as the Architect. These income restricted Alley Flats were designed in collaboration with Blackland CDC to fit behind existing single family residences. Three 2-bed, 2-bath accessory dwelling units were completed on an expedient 7 month timeline.



Project Name

Jordan at Mueller

Total Construction Cost

\$26,700,000

Unit Count or Sq ft.

132 units

Location

2724 Philomena St, Austin, TX 78723

Completion Date

December 2019

Capital A Housing President Eyad Kasemi and St Johns Village's civil engineer Civiltude designed the site for the Jordan at Mueller, receiving a site development permit in a record four months. Open in 2019, the Jordan is located in the Mueller neighborhood in East Austin. This new community provides 132 deeply affordable, service-rich homes for low-income families. The Jordan features housing for people making about 50 to 60 percent of the median family income, with 14 units reserved for families who are homeless or at risk of homelessness. The Jordan was built utilizing low-income housing tax credits from the Texas Department of Housing and Community Affairs and bond funding via the City of Austin's Rental Housing Development Assistance program.



Project Name

La Vista de Lopez

Total Construction Cost

\$5,800,000

Unit Count or Sq ft.

27 units

Location

809 E. 9th St, Austin, TX 78702

Completion Date

Est December 2022

La Vista de Lopez will be a 27 unit income-restricted affordable housing building for seniors near the heart of downtown. It will be fully ADA-compliant and will be income-restricted for seniors making less than 50% Austin's Median Family Income. It is being developed by some members of the A at St. Johns team, including developer Guadalupe Neighborhood Development Corporation and civil engineering by Eyad Kasemi of Capital A Housing and Civiltude. The nine-story tower is being built adjacent to a historic property on land purchased through financing from the Austin Housing Finance Corporation.



Project Name

Cedar Alley Flat

Total Construction Cost

\$167,000

Unit Count or Sq ft.

1 units

Location

1608 Cedar Avenue, Austin, TX 78702

Completion Date

December 2019

The Cedar Alley Flat was built by St Johns Village team members Constructinople as General Contractor, Civiltude as civil engineer, and Community Powered Workshop as architect. The 3 Star Green Building home is income-restricted for a 3 person family at 80% of Austin's MFI or below. Designed in collaboration with the landowners to fit behind an existing home by Community Powered Workshop's Alley Flat Initiative, the Cedar Alley Flat is the kind of thoughtful infill housing that Capital A Housing aims to deliver in addition to other forms of missing middle housing.



**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 1 – Entity Information

1b. Certificate of Status

The Developer of record is Capital A Housing and the Applicant/Owner will be Rosewood II - a to-be-formed nonprofit organization that will be a supporting organization to Family Eldercare, Inc. A Certificate of Status is attached for Capital A Housing and Family Eldercare, Inc.



Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Certificate of Formation for Capital A Housing, LLC (file number 804127906), a Domestic Limited Liability Company (LLC), was filed in this office on June 28, 2021.

It is further certified that the entity status in Texas is converted. The entity became inactive on December 07, 2021.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 19, 2022.



A handwritten signature in black ink, appearing to read "John B. Scott".

John B. Scott
Secretary of State



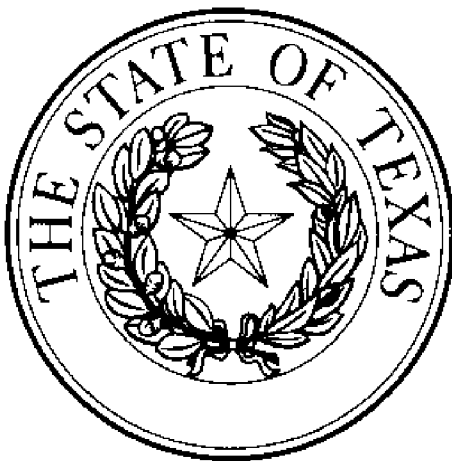
Office of the Secretary of State

Certificate of Fact

The undersigned, as Secretary of State of Texas, does hereby certify that the document, Articles Of Incorporation for FAMILY ELDERCARE, INC. (file number 61863001), a Domestic Nonprofit Corporation, was filed in this office on August 13, 1982.

It is further certified that the entity status in Texas is in existence.

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on April 19, 2022.



A handwritten signature in black ink, appearing to read "John B. Scott".

John B. Scott
Secretary of State

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 1 – Entity Information

1c. Statement of Confidence

**All Ownership and
Development Entities
have housing experience
in the City of Austin.**

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 2 – Principals Info

2a. Resumes of principals



Mr. Kazi has over 24 years of experience providing public and private sector clients with entitlements and the design, management and construction of site development projects. Mr. Kazi has worked on ADA improvements projects to complex site development and roadway projects. Mr. Kazi brings a unique combination of technological savvy, professional service, technical knowledge and enthusiastic commitment to his clients. His strengths also include a deep understanding of the permitting process, environmental sensitivities, grading and drainage as demonstrated by the list of selected projects below:

Relevant Project Experience

La Vista de Lopez, Austin, TX,

La Vista de Lopez will be a 27 unit income-restricted affordable housing building for seniors near the heart of downtown. It will be fully ADA-compliant and will be income-restricted for seniors making less than 50% Austin's Median Family Income. It is being developed by some members of the A at St. Johns team, including developer Guadalupe Neighborhood Development Corporation and civil engineering by Eyad Kasemi of Capital A Housing and Civiltude. The nine-story tower is being built adjacent to a historic property on land purchased through financing from the Austin Housing Finance Corporation.

Lakeline Station Apartments, Austin, TX

128-unit SMART Housing multi-family development with Learning Center, Trail and Sidewalk to Lakeline TOD Station in the northwest corner of Rudledge Spur and 620 North. The project was within the Northwest Park and Ride TOD district which required partial street and pedestrian improvements in both City and TxDOT public right of way. The project also required a water main extension through private property. Civiltude provided context sensitive site design and permitting which includes pavement repair and expansion, street parking and pedestrian path improvements along the southern most section of Rudledge Spur (one of eight local mobility areas to be studied by the City). The team resolved various challenges along this narrow street including above ground electrical infrastructure, topography, and existing trees.

Cardinal Points Apartments, Austin, TX

120-unit SMART Housing multi-family development at the southwest corner of Four Points Dr and River Place Blvd. The project site has several critical environmental issues such as caves, underground voids, golden cheeked warblers endangered species, and densed inventory of trees. In addition to developing the site, Civiltude also assisted Foundation Communities to extend almost one mile of sidewalk to connect the site to the nearest job center and modify Four Points Drive

Guadalupe Saldana Apartments, Austin, TX

Project Principal & Project Manager for 90-unit fully affordable detached condominium and single-family Netzero development in East Austin. Design included flood plain modeling and modification, low-impact development techniques such as raingardens and biofiltration pond.

Sierra Vista Apartments, Austin, TX

Civiltude teamed up with the non-profit consultant Community Powered Workshop to design Foundation Community's Sierra Vista Apartments. First developed in the early 1980's, the site had entered a state of disrepair and required extensive interior renovation and site improvements, including several foundation repairs and bringing parking & pathways into ADA compliance.

Gaston Place Apartments, Austin, TX

Civiltude collaborated with HACA, AHA! and Community Powered Workshop to design a 27-unit complex in northeast Austin. Gaston Place Apartments provides one and two-bedroom apartments for households with incomes below 50% of the median family income.

Years of Experience

24 years

Education:

- MS Engineering &
- BS Architectural Engineering, The University of Texas at Austin

Registration:

- Texas PE# 96489,
- LEED Accredited Professional

Community Leadership:

- Former Chair, Planning Commission
- Associate Professor, Department of Civil, Architectural & Environmental Engineering at UT Austin
- Former Vice Chair, Zero Waste Advisory Commission
- Real Estate Council of Austin Board
- Austin Asian Chamber Board
- Former Chair, South Congress Combined Neighborhood
- Asian American Resource Center, Design Advisory Panel
- UT Austin Projects for Underserved Communities, Service Learning Advisory Board
- Austinites for Action Advisory Board



Mr. Kasemi is a civil engineer with a construction management academic background. He has over 12 years of experience in land acquisitions, land development, and pro formas. Mr. Kasemi also has worked effectively using financing instruments in the capital stack to maximize IRR for over 6 years. Through years of experience, he has developed a deep understanding and expertise in identifying infill properties with development potential and managing multiple consultants and contractors from feasibility to move-in ready as well as recapturing properties in floodplains or infrastructure burdened and optimizing infrastructure requirements through negotiations with municipalities.

Relevant Project Experience

Years of Experience

7 years

Years in the Firm

3 years

Education:

BS Civil Engineering,
Al Baath University,
Homs, Syria

Registration:

TX EIT # 51951

A at Lamppost, Austin, TX

Capital A Housing's "A at Lamppost" development, at 12500 Lamppost Lane, contains 17 multi-bedroom, family-friendly, townhouse-style homes for purchase all by families making 60-80% of Austin's Median Family Income. It is the first development utilizing the "Affordability Unlocked" ordinance to break ground in Austin. The development qualified for the "Tier 1" ordinance provisions, which waive or relax city requirements for parking, setbacks, and density levels for projects with at least half of their units being income-restricted. A at Lamppost was financed in part with \$1.3 million from the City of Austin's Ownership Housing Development Assistance program, and is on-track for completion by May of this year. The development team included several team members for A at St. Johns: Capital A Housing as Developer, Civiltude as Civil Engineer, Constructinople as General Contractor, and Guadalupe Neighborhood Development Company handling buyer qualification screening and general affordability compliance.

Jordan at Mueller, Austin, TX

Capital A Housing President Eyad Kasemi and St Johns Village's civil engineer Civiltude designed the site for the Jordan at Mueller, receiving a site development permit in a record four months. Open in 2019, the Jordan is located in the Mueller neighborhood in East Austin. This new community provides 132 deeply affordable, service-rich homes for low-income families. The Jordan features housing for people making about 50 to 60 percent of the median family income, with 14 units reserved for families who are homeless or at risk of homelessness. The Jordan was built utilizing low-income housing tax credits from the Texas Department of Housing and Community Affairs and bond funding via the City of Austin's Rental Housing Development Assistance program.

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Waterloo Terrace, Austin, TX

Project Manager for 132-unit permanent supportive housing for single adults on 2.5 acres near the Mo Pac Expressway and Parmer Lane intersection - near the Domain, job opportunities, medical services at St. David's Hospital and the Walnut Creek Greenbelt. Eyad performed grading, drainage, utilities and site plan production and permitting.

Colony Park, Austin, TX

Located in Northeast Austin, the project site offers a unique opportunity to meet the needs of the community & provide a catalyst for economic development & growth for the area. Funded through a US HUD Sustainable Communities Challenge Grant to further its six livability principles, the development will incorporate best practice strategies for energy-efficient, building design, water conservation & zero-waste technology to create a model sustainable & livable mixed-use, mixed-income community. Civiltude provided utility infrastructure design services for the 258-acre masterplanned community and Eyad served as a design team member



Conor Kenny is a longtime government, politics, and policy professional at the local, state, and federal levels, having worked for a variety of government-focused non-profits and the state government. He has been deeply engaged in Austin housing and development policy as a member of the city's Design Commission and Planning Commission, where he served as chair and led the commission's Transportation Working Group and the Land Development Code Re-Write working groups on residential and non-residential zoning. At Capital A Housing he performs a wide variety of roles, including planning, community engagement, advocacy, government relations, strategy, and business development. Mr. Kenny specializes in putting together projects that are responsive to the city's - and particular neighborhoods' - needs and priorities, for development that breaks the usual mold and is welcomed by communities.

Years in the Industry
· 18 years

Years in the Firm
· 1 years

Education:

- Master of Public Affairs, LBJ School of Public Affairs, University of Texas at Austin
- BA in Liberal Arts from the Evergreen State College.

Community Engager Experience

A at Lamppost, Austin, TX

Capital A Housing's "A at Lamppost" development, at 12500 Lamppost Lane, contains 17 multi-bedroom, family-friendly, townhouse-style homes for purchase all by families making 60-80% of Austin's Median Family Income. It is the first development utilizing the "Affordability Unlocked" ordinance to break ground in Austin. The development qualified for the "Tier 1" ordinance provisions, which waive or relax city requirements for parking, setbacks, and density levels for projects with at least half of their units being income-restricted. A at Lamppost was financed in part with \$1.3 million from the City of Austin's Ownership Housing Development Assistance program, and is on-track for completion by May of this year. The development team included several team members for A at St. Johns: Capital A Housing as Developer, Civiltude as Civil Engineer, Constructinople as General Contractor, and Guadalupe Neighborhood Development Company handling buyer qualification screening and general affordability compliance.

2011 Franklin Ave, Austin, TX

Community engagement representative for EM Franklin LLC's 2011 and 2015 Franklin Ave development. Collaborating with the City, Developers and most importantly with the neighborhood communities in order to achieve a development that is most suitable for the neighborhood.

ST Georges Green, Austin, TX

Capital A Housing's "A at St. Georges Green" development, at 5300 St Georges Green, is an affordable housing community that will provide eight rental units affordable to households earning 50% or less of Median Family Income. This high-impact property will be nestled in a single-family, high-opportunity neighborhood right off of Manchaca and Stassney Lanes and a stone's throw from Austin Community College's South Austin campus. The project will provide affordable homes in a family-centric neighborhood where the average market rent is \$1,487 per month

A at E St Johns Ave, Austin, TX

Community engagement representative for Capital A Housing's A at St Johns. Collaborating with the City, Developers and most importantly with the neighborhood communities in order to achieve a development that is most suitable for the neighborhood.



Nicole Joslin is a licensed Architect and experienced community planner with a diverse professional and academic background in community engaged design and housing advocacy. Her 14 years of civic engagement and leadership has provided her with a deep understanding of equitable design and development processes that support more complete communities. Ms. Joslin has joined Capital A Housing from the nonprofit world where she previously served as Executive Director of Austin-based community design center, Community Powered Workshop.

Relevant Project Experience

Austin's Strategic Housing Blueprint Implementation Plan, Austin, TX

Community Powered Workshop

The plan to help the creation of 60,000 affordable units over the coming decade for households earning approximately \$60k or less through funding sources, potential regulations and creative approaches. Ms. Joslin served as the lead in crafting and implementing a comprehensive community-engagement process for the creation of an Implementation Plan for the City of Austin's first documented housing strategy framework. This process helped to inform place-based strategies for achieving the housing goals set by City leadership and the community at large.

Montopolis Right to Remain Plan, Austin, TX

Community Powered Workshop

The Montopolis neighborhood initiative, with a focus on 238 homes, to help the current residents stay in their homes while facing gentrification. Under Ms. Joslin's leadership, this collaboration of Community Powered Workshop, the Guadalupe Neighborhood Development Corporation, and community members of the Montopolis neighborhood aimed to understand the needs and challenges of low-income families in the historically Latino Montopolis neighborhood and identify opportunities for the development and preservation of affordable homes. In order to compile information that accurately reflected the community history, culture, and trauma, the team brought together existing community leaders and residents through workshops and focus groups. By listening to the needs, concerns, and priorities of the residents, the team created a report that reflects their voices and highlighted potential action items that could address local concerns. This activity and advocacy continues today under the leadership of Mi/My Montopolis, a resident-led organization dedicated to the preservation of affordability and community culture in the Montopolis neighborhood.

Central Williamson Creek Greenway Community Vision Plan, Austin, TX

Community Powered Workshop

A community-led vision for a resilient and connected urban floodplain across 76 acres of underutilized parkland and flood-buyout properties. Ms. Joslin secured and managed multiple funding sources to support a community-led vision plan that re-imagined Central Williamson Creek and its immediate surroundings as a resilient, healthy and connected area that all residents of the surrounding vibrant South Austin community can enjoy. Under her leadership, this multidisciplinary team facilitated a robust community engagement process that produced a community vision plan that was adopted by the City of Austin Watershed Protection Department and Parks and Recreation Department as the guiding document for public and private investments in the area.

The Alley Flat Initiative, Austin, TX

Community Powered Workshop

The Alley Flat Initiative created an adaptive and self-perpetuating delivery system for sustainable and affordable housing in Austin. Ms. Joslin stewarded the growth of this award winning program, which seeks to assist long-time homeowners in developing income-restricted Accessory Dwelling Units in the backyards of single family homes. Her leadership in advocacy, housing finance, design, and development innovation elevated this program to the national spotlight with the awarding of the Ivory Prize in 2019 and has produced numerous affordable infill housing opportunities across Austin.

Years of Experience 14 years

Education:
M.S. Community and Regional Planning, University of Texas at Austin
Bachelor of Architecture, University of Oklahoma

Registration:
TX Architect #23568
LEED Accredited Professional

Community Leadership:
Co-Chair, Community Engaged Design Committee, Texas Society of Architects
Advocacy Committee member, HousingWorks Austin
Former Chair, Austin Housing Coalition
Former Board Member, Evolve Austin
Former Vice-Chair and Co-Founder, Women Design Build
Adjunct Faculty, University of Texas School of Architecture

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 2 – Principals Info

2b. Resumes of Development Team

DEVELOPMENT TEAM

The following high-quality development team has been assembled to oversee the development of Rosewood II:

Development Team for Rosewood II	
Lead Developer	Capital A Housing Fayez Kazi (512) 699-3793 fayez@civiltude.com
Development Owner/Supportive Service Provider	Family Eldercare, Inc. Kent Herring (512) 709-1266 KHerring@familyeldercare.org
Financing Consultant	True Casa Consulting, LLC Jennifer Hicks (512) 203-4417 jennifer@truecasa.net
Engineer	Civiltude LLC Fayez Kazi (512) 761-6161 fayez@civiltude.com
Architect	Merriman Pitt Anderson (MPA) Brett Pitt (512) 472-1111 bpitt@mpaaustin.com
General Contractor	TBD
Property Manager	Asset Living Hugh A. Cobb hugh.cobb@assetliving.com

The assembled team brings together vast experience in real estate development, gap funding, affordable housing, local development and supportive housing.



Mr. Kazi has over 24 years of experience providing public and private sector clients with entitlements and the design, management and construction of site development projects. Mr. Kazi has worked on ADA improvements projects to complex site development and roadway projects. Mr. Kazi brings a unique combination of technological savvy, professional service, technical knowledge and enthusiastic commitment to his clients. His strengths also include a deep understanding of the permitting process, environmental sensitivities, grading and drainage as demonstrated by the list of selected projects below:

Relevant Project Experience

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Years of Experience 24 years

Education:

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- BS Architectural Engineering, The University of Texas at Austin

Registration:

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- Asian American Resource Center, Design Advisory Panel
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Relevant Project Experience

Years of Experience

7 years

Years in the Firm

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BS Civil Engineering,
Al Baath University,
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Registration:

TX EIT # 51951

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Conor Kenny is a longtime government, politics, and policy professional at the local, state, and federal levels, having worked for a variety of government-focused non-profits and the state government. He has been deeply engaged in Austin housing and development policy as a member of the city's Design Commission and Planning Commission, where he served as chair and led the commission's Transportation Working Group and the Land Development Code Re-Write working groups on residential and non-residential zoning. At Capital A Housing he performs a wide variety of roles, including planning, community engagement, advocacy, government relations, strategy, and business development. Mr. Kenny specializes in putting together projects that are responsive to the city's - and particular neighborhoods' - needs and priorities, for development that breaks the usual mold and is welcomed by communities.

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Years of Experience

14 years

Education:

M.S. Community and Regional Planning, University of Texas at Austin

Bachelor of Architecture, University of Oklahoma

Registration:

TX Architect #23568
LEED Accredited Professional

Community Leadership:

Co-Chair, Community Engaged Design Committee, Texas Society of Architects

Advocacy Committee member, HousingWorks Austin

Former Chair, Austin Housing Coalition

Former Board Member, Evolve Austin

Former Vice-Chair and Co-Founder, Women Design Build

Adjunct Faculty, University of Texas School of Architecture

TRUE CASA CONSULTING, LLC

Bio for Jennifer Hicks, Founder:

Jennifer Hicks has over 20 years of affordable housing development and finance experience first as Director of Finance for the State's premier nonprofit, affordable housing developer for 16 years and then founding True Casa Consulting, LLC. While at Foundation Communities, Hicks led the development of 14 innovative and high-impact communities that provided 1,559 units of affordable housing. Hicks also helped create and implement the first supportive housing model in Austin and grew the model to 783 units before her departure. As founder of True Casa Consulting, LLC, Hicks has continued working with nonprofits to help structure and access capital for affordable housing projects in Texas providing consult to 877 units in development and construction with an additional 450 units in the pipeline. Hicks' passion and expertise is centered around high-impact housing and enjoys the complexity and challenge these projects provide. She marries her development and finance skills with a deep understanding of the target population that helps inform both the physical and programmatic design of the project that best suits the target population.

Hicks is a graduate of Texas Tech University with a B.A. in Journalism and a graduate of the LBJ School of Public Affairs with a Master of Public Affairs.

Affordable Housing Development Experience

True Casa has the following experience in Affordable Housing Development:

- 1) Leading affordable housing site selection for new communities including analyzing sites for scoring and threshold requirements with Housing Tax Credit program.
- 2) Structuring purchase contracts to meet requirements of Housing Tax Credit program.
- 3) Reviewing purchase contracts and ensuring milestones are all achieved.
- 4) Coordinating professionals to conduct third party due diligence reports and reviewing all reports (i.e. Phase I ESA, appraisals, market studies, property condition assessments, civil engineering reports, and surveys.)
- 5) Managing the required follow-up for any third-party due diligence reports (i.e. Phase II ESA work.)
- 6) Coordinating RFQ's for architect and general contractor selection, including participating in selection committee.
- 7) Overseeing the financial structuring and development of 2,500 units of affordable housing.
- 8) Running project budgets and proformas for proposed affordable housing developments.
- 9) Managing the construction budget process including reviewing bids and participating in value engineering.
- 10) Leading the contract review and finalization for general contractor and architect and ensuring all federal requirements are properly referenced and adhered to, as well.
- 11) Participating in design review and input to ensure housing is designed with target population in mind.
- 12) Creating the organizational structure for new affordable housing developments including name registration and new entity creation with the Texas Secretary of State.

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- 13) Ensuring that design and construction team is made aware of State and Federal housing construction requirements and that they are properly adhered to.
- 14) Overseeing compliance with Davis Bacon wage reporting and Federal labor standard laws.
- 15) Coordinating with development team on zoning and permit issues and timing, as needed.
- 16) Engaging with neighborhoods and community organizations on affordable housing education and specific development support.
- 17) Raising over \$300 million in grants and loans from public and private sources for the acquisition, rehabilitation and new construction of affordable housing.
- 18) Winning 9% low-income housing tax credits in Texas on 15 developments.
- 19) Preparing and processing 9% HTC applications including leading response to all deficiencies, underwriting and ensuring project meets all required reporting milestones.
- 20) Completing all reporting due to TDHCA on all HTC-funded projects – commitment, Carryover Allocation Agreement, 10% Test, construction monitoring reports, LURA origination, and Cost Certification.
- 21) Creating RFP for equity investors and lenders on affordable housing developments and analyzing responses for a final selection recommendation.
- 22) Negotiating the final LOIs from investors and lenders, as well as reviewing and negotiating the limited partnership agreement for tax credit projects.
- 23) Securing over \$14M in grant awards from the Federal Home Loan Bank Affordable Housing Program in 15 awards – application, underwriting, subsidy draw and initial compliance monitoring.
- 24) Securing gap funding from a variety of funding sources including: City of Austin Rental Housing Development Assistance Program, TDHCA Multifamily Direct Loan Program and Capital Magnet Fund.
- 25) Ensuring construction stays on timeline and meets any funder required deadlines (i.e. HTCPIS deadline.)
- 26) Leading the construction draw requests to construction lender and equity provider.
- 27) Ensuring all tax credit equity is drawn according to agreed upon milestones.
- 28) Coordinating with property management on lease-ups for HTC projects.
- 29) Structuring housing vouchers in new developments.
- 30) Designing supportive housing models based on site and project parameters.
- 31) Tracking project stabilization and leading the conversion to permanent mortgage.
- 32) Facilitating the refinancing of six different communities and preserving affordability.
- 33) Coordinating the Year 15 response on HTC financed communities.
- 34) Leading the closing on land acquisition and all project financing including coordinating the closing team and responding to due diligence calls from lender and investor.
- 35) Creating a compliance checklist that details all funder requirements for ongoing operations.

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Project	New or Rehab	# of Units	Project Type	Financing	Year Complete	Income Mix
Arbor Terrace, Austin, TX	Rehab	120	Supportive Housing	NSP, City of Austin, FHLB Atlanta	2012	90 units – 30% MFI 30 units – 50% MFI
Bluebonnet Studios, Austin, TX	New	107	Supportive Housing	9% LIHTC, City of Austin RHDA Program, FHLB San Francisco, TCAP, Enterprise Green Communities	2016	22 units – 30% MFI 21 units – 40% MFI 64 units – 50% MFI
Burnet Place Apartments, Austin, TX	New	61	Supportive Housing for Persons Living with HIV/AIDS	City of Austin RHDA, TDHCA MFDL, FHLB San Francisco, Private Fundraising	Under Development	13 units – 30% MFI 13 units – 40% MFI 35 units – 50% MFI
Capital Studios, Austin, TX	New	135	Supportive Housing	9% LIHTC, City of Austin RHDA Program, FHLB San Francisco, Enterprise Green Communities,	2014	27 units – 30% MFI 27 units – 40% MFI 81 units – 50% MFI
Cardinal Point, Austin, TX	New	120	Family	9% LIHTC, City of Austin RHDA Program, FHLB AHP	2017	12 units – 30% MFI 60 units – 50% MFI 48 units – 60% MFI
The Commons at St. Anthony's, Amarillo, TX	Adaptive Reuse	124	Senior	9% LIHTC, State and Federal Historic Tax Credits	Under Development	13 units – 30% MFI 25 units – 50% MFI 86 units – 60% MFI
Eastern Oaks Apartments, Austin, TX	Rehab	30	Family	TDHCA MFDL and RHDA Program	2021	All units below 30% MFI
Espero Austin at Rutland, Austin, TX	New	171	Supportive Housing	4% HTC/PAB, City of Austin RHDA, TDHCA MFDL, FHLB Dallas	Under Construction	48 units – 30% MFI 38 units – 50% MFI 85 units – 60% MFI
Garden Terrace, Austin, TX	Rehab/New	123	Supportive Housing	City of Austin RHDA funding, FHLB AHP, TDHCA HOME, Section 8 Moderate Rehabilitation SRO Program	2003, 2008, 2017	45 units – 30% MFI 75 units – 50% MFI 3 units – UR
Homestead Oaks, Austin, TX	New	140	Family	9% LIHTC, City of Austin RHDA Program, HUD 221(d)(4) loan, FHLB AHP	2015	14 units – 30% MFI 70 units – 50% MFI 42 units – 60% MFI 14 units – MKT
Manor Town II, Manor, TX	New	20	Seniors	TDHCA MFDL, FHLB AHP	Under Development	20 units at 30% MFI
Oaklawn Place, Dallas, TX	New	87	Seniors	9% LIHTC, City of Dallas, TIF, FHLB Dallas	Under Development	21 units – 30% MFI 34 units – 50% MFI 29 units – 60% MFI
The Jordan at Mueller, Austin, TX	New	132	Family	9% LIHTC, City of Austin RHDA Program, FHLB San Francisco	2019	14 units – 30% MFI 66 units – 50% MFI 52 units – 60% MFI
Lakeline Station, Austin, TX	New	128	Family	9% LIHTC, City of Austin RHDA Program, Department of Justice Funds	2017	13 units – 30% MFI 64 units – 50% MFI 51 units – 60% MFI
Live Oak Trails, Austin, TX	New	58	Family Supportive Housing	9% LIHTC, City of Austin RHDA	2017	12 units – 30% MFI 12 units – 40% MFI 34 units – 50% MFI

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M Station, Austin, TX	New	150	Family	9% LIHTC, City of Austin RHDA Program, FHLB San Francisco	2011	15 units – 30% MFI 75 units – 50% MFI 45 units – 60% MFI 15 units – MKT
Roosevelt Gardens, Austin, TX	New	40	Supportive Housing for Persons Living with HIV/AIDS	City of Austin RHDA, TDHCA MFDL, FHLB San Francisco	Under Construction	14 units – 30% MFI 26 units – 50% MFI
Sierra Vista, Austin, TX	Rehab	238	Family	9% LIHTC, City of Austin RHDA Program, FHLB San Francisco	2012	24 units – 30% MFI 166 units – 50% MFI 48 units – 60% MFI
Spring Terrace, Austin, TX	Rehab	142	Supportive Housing	City of Austin RHDA, TDHCA HOME and HTF, FHLB Dallas	2006	14 units – 30% MFI 126 units – 50% MFI 2 units – UR
Skyline Terrace Austin, TX	Rehab	100	Supportive Housing	9% LIHTC, City of Austin RHDA, TDHCA HOME, FHLB San Francisco	2008	72 units – 30% MFI 28 units – 40% MFI
Talia Homes at Lamppost	New	16	Family	City of Austin RHDA	2021	
Waterloo Studios, Austin, TX	New	132	Supportive Housing	9% LIHTC and City of Austin RHDA Program	2020	26 units – 30% MFI 26 units – 40% MFI 80 units – 50% MFI
William Booth (Bell Crest), Houston, TX	Rehab	64	Elderly	9% LIHTC	Under Development	7 units – 30% MFI 26 units – 50% MFI 30 units – 60% MFI
TOTALS		2,438				

Firm Address

5110 Lancaster Ct, Austin, TX 78723

Telephone Number

+1 512 761 6161

Contact Person

Fayez Kazi, PE, LEED AP

fayez@civiltude.com

Date of Organization

April 2010

Type of Organization

Limited Liability Company

Firm's Registration Number

F-12469

Firm Overview & History

Civiltude is a local, Asian minority-owned engineering and planning firm, established in early 2010. Led by Fayez Kazi, PE, Civiltude's core principle was to deliver effective design solutions and experienced project management competitive to large companies while providing personal, flexible and timely communication that is unique to a small, nimble firm. Nhat Ho, PE, started as an engineer with Civiltude since its early inception and joined the management team in 2014. Jim Schissler, PE, joined Civiltude's leadership team in early 2018 after three decades of practice and management with several major local firms.

Civiltude brings the full package of technical and permitting knowhow, positive working relationships with City staff, as well as experience in interfacing with neighborhoods and other community stakeholders. Our leadership team packs a combined 65 years of

experience in delivering various project types, including field engineering with daily interaction with property owners. Our extensive experience with SMART housing projects (a type of certification by the City of Austin), public schools and downtown high-rise developments with compressed permitting timelines has enabled our team to test, benchmark and optimize effective permitting strategies. Additionally, as the prime engineers for various public entities including the City of Austin, our team has successfully cultivated positive working relationships with reviewers at several levels across multiple regulatory bodies. Most importantly, our team's past and present service on the City of Austin's Planning Commission, Water and Wastewater Commission, Environmental Commission as well as several non-profit boards and neighborhood associations puts us in a unique position to facilitate conversations, resolve issues and build neighborhood goodwill and consensus in the community.

When it comes to growth, our focus is not only on our team size and expanding public and private sector portfolios but also deepening trust with our clients. In 2010, our team of three dedicated our expertise to serving public school and affordable housing segments which were largely underserved, especially when there were fewer and smaller projects.

Today, with our team size of 23 employees, Civiltude maintains a diverse and balanced portfolio with projects spanning both public and private sectors including but not limited to public infrastructure such as pipelines, roadways, trails, ponds, and parks; educational and sports facilities; tax credit and market-rate multi-family housing; master planned communities; and mixed use complexes for office, retail, entertainment and industrial. Our core services include land feasibility studies; site and infrastructure construction documents; site permitting and acceleration strategies; bid review, value engineering and cost control; project management; and construction administration. Civiltude specializes in pipeline design, site and right-of-way permitting and acceleration, and karst void mitigation. Our clients are just as diverse, from individual home owners, to neighborhood associations, housing authorities, municipalities, non-profit affordable housing providers, transportation authorities, and private developers.

Project Name

Gaston Place Apartments

Location

1920 Gaston Place, Austin, TX

Owner

Accessible Housing Austin!

Completion Date

Summer 2020

Construction Cost

\$3 Million

Reference

Melissa Orren, Executive Director of Accessible Housing Austin!, 1640A East 2nd St, Austin, TX, 78702

Gaston Place Apartments

Founded by leaders in Austin’s disability rights community, Accessible Housing Austin! (AHA!) is excited to be breaking ground later this year for AHA! at Briarcliff. The 27-unit complex in northeast Austin will provide one and two-bedroom apartments for households with incomes below 50% of the median family income. Six of the units will be designated as “deeply affordable.”

In keeping with its mission to provide affordable and accessible housing for tenants with disabilities, AHA! will exceed federal integration standards with half of the units being accessible and the other half adaptable.

Civiltude worked closely with AHA! & HACA to minimize public sidewalk improvements required by the City of Austin under subchapter E. We also assist the successful partnership with Public Works that built the missing section of sidewalk in front of the site which further reduced project construction cost. Civiltude assisted HACA in understanding and resolving issues related to the unified development agreement due to complex site ownership structure.



Project Name

Lakeline Station Apartments

Location

13636 Rutledge Spur, Austin TX

Owner

Foundation Communities

Completion Date

December 2016

Construction Cost

\$19 Million

Reference

Walter Moreou, Executive Director of Foundation Communities, 3036 South First Street, Austin, TX 78704

Lakeline Station Apartments

128-unit SMART Housing multi-family development with Learning Center, Trail and Sidewalk to LakelineTOD Station in the northwest corner of Rudledge Spur and 620 North. The project was within the Northwest Park and Ride TOD district which required partial street and pedestrian improvements in both City and TxDOT public right of way. The project also required a water main extension through private property.

Civiltude provided context sensitive site design and permitting which includes pavement repair and expansion, street parking and pedestrian path improvements along the southern most section of Rutledge Spur (one of eight local mobility areas to be studied by the City). The team resolved various challenges along this narrow street including above ground electrical infrastructure, topography, and existing trees.



Project Name

Colony Park

Location

7400 Loyola Ln, Austin, TX 78724

Client

City of Austin

Completion Date

TBD

Construction Cost

TBD

Reference

City of Austin / Sandra Harkins
(Neighborhood Housing & Community Development)

Colony Park

208 acres master planned community including Colony Loop Drive extension and several new streets with above ground and underground infrastructures to serve a mixed use development.

Civiltude provided preliminary utility plan for the entire masterplan and construction plans for water, wastewater and reclaimed water in the Phase 1 street extensions. The project features several miles of roadways with seventeen street sections, some with very limited public right-of-way width. Civiltude played crucial role in facilitating conversation between Austin Water Utility and street design consultant in order to achieve the desirable sections while still accommodating necessary utilities. The team also assisted with resolving issues related to erosion hazard zone, critical environmental feature buffer, and creek crossing for streets and bridges. Civiltude prepared Service Extension Request analysis to optimize offsite improvements as well as designed phase 1 construction plans for water, reclaimed and wastewater improvements on site.



Project Name

Greenwater Redevelopment

Location

San Antonio 2nd, 78701

Client

Trammell Crow/Mark Fowler (Rep)

Completion Date

S2016

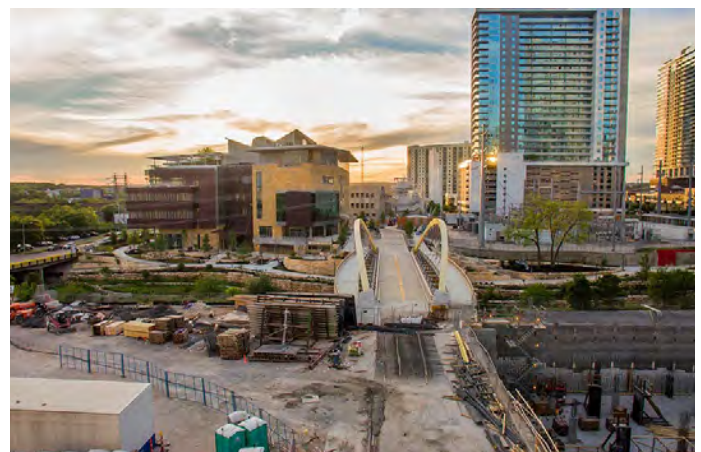
Construction Cost

\$5.1 Million

Greenwater Redevelopment

Public-private partnership redevelopment project in Downtown Austin to extend West 2nd Street for two blocks from San Antonio to Shoal Creek Bridge and Nueces Street from Cesar Chavez to West 2nd Street alley including all utilities.

Civiltude designed and permitted 900 LF of 16" water, 800 LF of 12" wastewater, 300 LF of 8" reclaimed water, and 400 LF 24" supply & return chilled water main extension. Civiltude's Principal and project manager, Mr. Nhat Ho, personally resolved major field issues and facilitated meeting with reviewers and inspectors on site to ensure project continuation. Examples of field issues are bypass pumping for tie-in to a major 42" wastewater main, assessment of major box manholes, and curve wastewater line with fiber-glass manholes due to dry utility conflicts.





Years of Experience:
24 years

Education:
MS Engineering &
BS Architectural Engineering,
The University of Texas at Austin

Registration:
Licensed Professional Engineer Texas PE # 96489
LEED Accredited Professional

Affiliations:
Former Chair, Planning Commission
Associate Professor, Department of Civil, Architectural & Environmental Engineering at UT Austin
Former Vice Chair, Zero Waste Advisory Commission
Real Estate Council of Austin Board
Austin Asian Chamber Board
Former Chair, South Congress Combined Neighborhood Asian American Resource Center, Design Advisory Panel
UT Austin Projects for Underserved Communities, Service Learning Advisory Board
Austinites for Action Advisory Board

Mr. Kazi has over 20 years of experience providing public and private sector clients with entitlements and the design, management and construction of site development projects. Mr. Kazi has worked on projects as small as ADA improvement projects to complex site development and roadway projects. Mr. Kazi brings a unique combination of technological savvy, professional service, technical knowledge and enthusiastic commitment to his clients. His strengths also include a deep understanding of the permitting process, environmental sensitivities, grading and drainage as demonstrated by the list of selected projects below:

Relevant Project Experience

Trails at Vintage Creek – Foundation Communities – Austin, Texas

Design Engineer on two separate contracts for water utility improvement and construction documents to upgrade water meter connections and a structural retaining wall design. Responsibilities include working with Austin Fire Department, Austin Water Utility, and commercial building inspectors, preparing construction plans, spoils calculation, and specifications for reuse of elevated pathways.

Sierra Vista Apartments – Foundation Communities – Austin, Texas

Project Principal on three separate contracts beginning with a tree & topographical survey of 9-acre tract with existing multi-family apartment units. The survey was used to provide a report with profiles of the accessible paths and sections at every 5' to help identify non-compliant slopes. Involvement led to preparation of well plugging plan and permitting through the Barton Springs Edwards Aquifer Conservation District for a 4' wide, 37' deep unrecorded well on the property. Currently developing construction plans for sidewalk & grading to provide ADA accessibility and improve drainage. Design includes 315 LF stormwater line & area inlets and site improvements for proposed Learning Center.

Greenwater Redevelopment – Trammel Crow – Austin, Texas

Project Principal for site/civil construction documents and permitting for utility infrastructure design for \$550 million redevelopment project of the former City of Austin Green Water Treatment Plant that will provide nearly 2 million square feet of new space. Planned development includes high-rise mixed use buildings, apartment residential units with provisions for affordable housing, hotel, office and retail space. Nueces Street and 2nd Street will be extended through the site to connect the Second Street and Seaholm Power District.

Presidium Riverside Apartments – Cadence McShane – Austin, TX

Project Principal for site/civil construction documents and permitting for utility infrastructure development will provide 1, 2 and 3 bedroom apartments and amenities.

Jenkins Design Center Office Complex – Jenkins Custom Homes – Bee Cave, TX

Project Principal for the civil/site design for office complex on a 1-acre tract in Bee Cave, Texas. Development included a 7,000 SF Luxury Home Idea Center at Jenkins Park Plaza with high-end custom home fit and finish within walking distance of the Hill Country Galleria and residential apartments. Designed with professional architects, engineers and artists in mind, the site incorporates an interior tree grove and rock outcropping into the visual aesthetics. Civiltitude team designed and permitted the first full infiltration raingarden in the City – educated local government and regulatory officials. Contaminant removals satisfied the stringent water quality regulations of the City of Bee Cave while promoting low impact development thus enhancing the site.

Colony Park – City of Austin – Austin, Texas

Located in Northeast Austin, the project site offers a unique opportunity to meet the needs of the community & provide a catalyst for economic development & growth for the area. Funded through a US HUD Sustainable Communities Challenge Grant to further its six livability principles, the development will incorporate best practice strategies for energy-efficient, building design, water conservation & zero-waste technology to create a model sustainable & livable mixed-use, mixed-income community. Civiltitude provided utility infrastructure design services for the 258-acre masterplanned community



Years of Experience:

10 years

Education:

BS Architectural Engineering, The University of Texas at Austin

Registration:

Licensed Professional Engineer Texas PE # 119194
LEED Green Associate

Affiliations:

Water & Wastewater Commissioner
Joint Sustainability Committee
Chair of Mueller Neighborhood Association
Real Estate Council of Austin
Greater Austin Asian Chamber of Commerce
Downtown Austin Alliance
South Congress Combined Neighborhood Contact Team
Structural Engineering Institute

Mr. Ho brings over ten years of versatile experience from different areas of **civil engineering, structural engineering**, architectural design, Revit modeling and production drafting. His integrated civil and structural knowledge ranges from stormwater management systems, wet utilities, and sports running tracks to retaining structures, spatial arrangement of buildings and site integration. His land development experience includes site feasibility studies, zoning changes, subdivisions, and commercial site plans. He has cultivated relationships with review staff, especially at the City of Austin, and has built a reputation for effective and responsible design. His in-depth expertise includes utilities, innovative water quality management and accelerated site plan permitting. Specifically with RRISD & AISD, Mr. Ho has extensive knowledge with the inter-local agreements and dedicated review teams that control school projects for the City of Austin.

Relevant Project Experience

Trails at Vintage Creek - Foundation Communities - Austin, Texas

Design Engineer on two separate contracts for water utility improvement and construction documents to upgrade wa-ter meter connections and a structural retaining wall design. Responsibilities include working with Austin Fire Department, Austin Water Utility, and commercial building inspectors, pre-paring construction plans, spoils calculation, and specifica-tions for reuse of elevated pathways.

Sierra Vista Apartments - Foundation Communities - Austin, Texas

Field Engineer responsible for quantifying soil volume and dynamic cost estimate for contract work required to plug a 4' wide, 37' deep unrecorded well discovered on the prop-erty. Work also included site investigation, coordination with licensed well driller, and on-field direct response regarding material and procedure of the plugging process.

Greenwater Redevelopment - Trammel Crow - Austin, Texas

Project Manager designing utility infrastructure to serve the redevelopment of the former Green Water Treatment Plant. Responsible for producing water, wastewater and chilled water construction documents and obtaining development permits with Austin Water Utility and Austin Energy on an accelerated timeline. Performed coordination with other entities to avoid conflicts with a congested downtown underground utility network while existing in harmony with the aboveground Great Streets elements.

Edison Riverside Apartments - Presidium - Austin, Texas

Project Manager leading site permit, license agree and providing construction documents and permitting for utility infrastructure design for 353 unit residential apartments, leasing office and resident amenities.

The Yard Redevelopment - The Yard LLC - Austin, Texas

Project Principal overseeing the public water and wastewater improvements to serve over 150,000 SF of mixed use redevelopment. In charge of wastewater capacity analysis for over 8,000 properties near the project site to develop accurate demand for the proposed

Colony Park Masterplan - Urban Design Group - Austin, Texas

Project Manager in charge of preliminary utility plan, Service Extension Request, design and permitting of phase 1 infrastructures. Working closely with the urban planner to provide utility placement for multiple street cross sections to allow narrow urban street width.

Woodbridge Subdivision - Polis Properties - Austin, Texas

Project Manager for subdivision construction documents and permitting for public street, utility, and storm-water infrastructure design for 9 lot subdivision in Austin. Design included over 800 LF of 8" water and wastewater lines. The development will provide 18 duplex housing units in East Austin close to downtown.

Fox Sparrow Subdivision - Verdant Frontiers - Cedar Park, TX

Project Manager for site/civil construction documents and permitting for public street, utility, and stormwa-ter infrastructure design for 17 lot subdivison in Cedar Park. Design included over 1,710 LF of 8" water and wastewater lines.



Years of Experience:
14 years

Education:
BS Architectural Engineering, The University of Texas at Austin

Registration:
Licensed Professional Engineer Texas PE #111664

Software Proficiency:
AutoCAD Civil 3D
Autodesk Hydraflow Express
Autodesk SSA
Microstation
ESRI ArcGIS
WaterCAD
EPANET
StormCAD
PondPack
HEC-HMS
HEC-RAS

Current Workload Availability:
70%

Mr. Reyes's career includes more than 14 years of extensive experience in the design, construction management, review, and approval of civil engineering land development projects throughout the Greater Austin area and the State of Texas. Current projects consist of the design and construction management of several concurrent municipal and private projects in Central Texas. Duties include working closely with clients and development teams, feasibility studies, site development, drainage and innovative water quality design, utility design, regulatory permitting through local and state agencies, cost estimating and construction management as demonstrated by the list of selected projects below:

Relevant Project Experience

CLMP220 Mobility Rotation List - Phase 2 - City of Austin - Austin, Texas

QA/QC for civil engineering on several projects under this rotation list. The successful completion of these projects required close coordination with City agencies, a thorough knowledge of local conditions and construction practices, familiarity with TDLR and ADA accessibility regulations, efficient deadline setting, and the ability to respond to public input during the design and construction processes.

Austin Water Utility Smart Meter Installation - ACLARA - Austin, Texas

QA/QC for Civiltitude's traffic control plan for over 150 sites of Data Collection Unit installation across Austin Water's service area. Civiltitude works closely with Aclara and construction vendors in developing optimized traffic control scenarios based on means and methods. Civiltitude also collaborates with Austin transportation department staff in developing pre-approved new traffic control details specifically for the workflow of this public project.

BondWide Technical Review & Permitting Support - AECOM & McKissack&McKissack - Austin, Texas

Project Manager that provided technical peer review for the civil discipline to ensure code compliance, constructability and risk mitigation for the District. We also reviewed, benchmarked and developed permitting strategies for the design team to ensure the project's success.

Highland & Brownie Park - City of Austin - Austin, Texas

Project Manager for the improvements at Highland and Brownie Park. Mike leads/coordinates the site permitting, and site plan exemption for both sites.

Fontain Plaza - RedLeaf Properties & Austin Community College-Highland - Austin, Texas

Project Manager for the site, drainage, and utility relocation and improvements at Fontaine Plaza, a former mall surface parking lot transformed into an urban park. Coordinated ADA compliant paths throughout the park to connect to the internal circulation routes of the Highland Campus.

Waterloo Greenway - Corridor Framework Plan - City of Austin - Austin, Texas

Project Engineer for The Corridor Framework plan which consisted of a comprehensive investigation of the post-Waller Creek tunnel completion conditions along Waller Creek, and preparation of the plan that would guide the redevelopment of Waterloo Greenway public trails and parks from Lady Bird Lake to 15th Street. Mike led research efforts and onsite field investigations to document the location/existence of all storm-water creek outfalls, water/wastewater utilities, overhead and underground dry utilities along Waller Creek. He developed utility feasibility relocation plans and strategies to allow for proposed public trail and park improvements. Mike also coordinated with stakeholders, COA, and the Waterloo Greenway Conservancy on preliminary trail alignments and creek restoration efforts.

Canopy Walk at the Fairmont Hotel - Manchester Financial Group - Austin, Texas

Project Manager for The Canopy Walk, an outdoor aerial walkway connecting the Fairmont Hotel to the Austin Convention Center (ACC), spanning over Red River Street and Waller Creek. This is one of the first public/private collaborative design and construction efforts to be compatible with the vision for the Waterloo Greenway, a future public park winding along Waller Creek. Utilizing HEC-RAS, Mike led/coordinated the floodplain drainage study within Waller Creek within the vicinity of the ACC. He also designed the relocation of existing ACC roof drainage outfalls into Waller Creek. Creek restoration and construction phase creek protection plans were also developed. Mike also managed construction phase services and site inspections through final project completion.

Our Firm

Merriman Pitt / Anderson, Inc.

Firm History |



Merriman Pitt / Anderson, Inc. (MPA) is an Austin, Texas based Architecture, Interior Design, and Planning firm. We provide consulting services for Programming, Site Planning, Architectural Design, Space Planning, Interior Architecture, Graphic Design, LEED/Sustainable Design, 3-D Animations, Virtual Reality Services, and Facilities' Move Coordination.

MP/A is a diversified practice with experience in a broad range of project sizes, types and complexities. We tailor our services to meet individual client and project needs. Our area of expertise includes corporate, commercial, industrial, hospitality, multi-family, mixed-use, historic rehabilitation, adaptive re-use and civic projects. With affiliate offices in Dallas (MAA) and Charlotte (MSA), we provide professional consulting services to local, state and national clients. We emphasize repeat relationships as the heart of our practice.



MPA: Brett Pitt is the President of the Austin office. He was an Associate in the Dallas office (MAA) from 1997-2004, then relocated to Austin to start his own venture. In 2012, Merriman Pitt / Anderson, Inc. was created with Jerry Merriman and Milton Anderson. Mr. Pitt has held full ownership of MPA since March 2019.

MAA: Jerry Merriman practiced architecture in Dallas from 1972 - 2020, and is the past President and founder of Merriman Anderson/Architects (MAA), currently in its 35th year of continuous operation. Milton Anderson joined as the Principal in Charge of Design in 1996, and became President of MAA in September of 2020.

MSA: Steve Schmitt and Jerry Merriman cofounded this Charlotte based location in 1996. Mr. Schmitt has held full ownership of MSA since 2008.

The three independent corporate offices generate their own business and profits. However, they often collaborate on projects together as geographic markets and client relationship situations arise.

Qualification Information |

AUSTIN

MERRIMAN PITT/ANDERSON, INC.
208 West 4th Street, #3A
Austin, TX 78701
t.512.472.1111
mpaaustin.com

DALLAS

MERRIMAN ANDERSON/ARCHITECTS, INC.
300 N. Field Street
Dallas, Texas 75202
t.214.987.1299
merriman-maa.com

CHARLOTTE

MERRIMAN SCHMITT/ARCHITECTS, INC.
605 Lexington Avenue, Suite 300
Charlotte, North Carolina 28203
t.704.377.1177
msacharlotte.com

Contact Person

Robert B. Pitt, President
bpitt@mpaaustin.com
c. 512.586.3563

Type of Organization

Corporation

Services Offered

Architectural Design, Interior Design, Master Planning, 3-D Modeling & Visualization, Animation & Virtual Reality Services, Space Planning, Tenant Finish-Out, Site Due Diligence & Feasibility Analysis, Facility Move Coordination, Facility Employee Mapping and Asset Tracking (FEMAT), Total Project/Process Management (TPM), LEED Design and Certification, Austin Energy Green Building

Professional Affiliations

American Institute of Architects (AIA)
National Council of Architectural Registration Boards (NCARB)
Urban Land Institute (ULI)
Building Owners & Managers Association (BOMA)
Texas Society of Architects (TSA)
United States Green Building Council (USGBC)
International Interior Design Association (IIDA)
Real Estate Council of Austin (RECA)
International Code Council (ICC)

Current Registrations

TX, AL, AR, AZ, CA, CO, CT, FL, GA, HI, IA, ID, IN, KS, KY, LA, MA, MD, MI, MN, MO, MS, MT, NC, ND, NE, NH, NM, NV, OH, OK, OR, PA, SC, TN, UT, VA, VT, WA, WI, WV, WY



Summary Project Data |



**AGAVE LOFTS
AT TOWN CREEK**
NEW BRAUNFELS, TEXAS
\$2,200,000



SHERRI HILL
AUSTIN, TEXAS
\$603,000



NIAGARA
MULTIPLE LOCATIONS \$40,000,000 Each



ABIA FBO AUSTIN, TEXAS \$25,000,000



MARRIOTT AC HOTEL
AUSTIN, TEXAS
\$28,000,000



AUSTIN TELCO HQ
AUSTIN, TEXAS
\$3,500,000



ROLLS ROYCE FACILITY
SAVANNAH, GEORGIA
\$16,000,000



WE WORK AUSTIN TEXAS \$8,500,000



THE SAINT JUNE APARTMENTS
AUSTIN, TEXAS
\$39,000,000



BRETT PITT, AIA, RID

PRESIDENT

Bachelor of Architecture, Kansas State University

Registered Architect
Texas License No. 17809
41 States

American Institute of Architects

NCARB Certified No. 62408

Registered Interior Designer
Texas License No. 12137

Real Estate Council of Austin

International Code Council

From 1997-2004, Brett was an Associate in the Dallas office of MAA, but relocated to Austin in 2005 and formed Pitt Architecture, LLC. In 2012, he, Jerry Merriman and Milton Anderson merged Pitt Architecture into Merriman Pitt /Anderson, Inc.

Brett is integrally involved in the firm's daily operations, overseeing business development, client management and ultimate responsibility for all projects' success. He is supported by an incredibly talented and dedicated staff, each with skills that cohesively contribute to the design, documentation, and construction phases, and translate the art of architecture into the built environment.

Over the past 25 years, his broad-based experience includes Corporate Office, Medical Office, Tenant-Improvement, Mixed-Use Facilities, Hospitality, Multi-Family, K-12 Schools, Retail, Financial, Civic, Religious, Energy Facilities, Transportation/Aviation Facilities, Industrial/Manufacturing, and Historical Rehabilitation and Adaptive Reuse. This experience range provides a solid understanding of appropriate design and construction considerations, enabling him to achieve the most design value for customer's investments. Whether it is a small specialty project, a challenging urban core infill project, or a multi-million master-planned development, Brett gives each his full attention and makes it the best project possible.

He is especially honored to have continued working relationships with the following National Clients: Penske Truck Leasing & Logistics, Niagara Bottling, Diamond Resorts International, Marriott International, Hilton Hotels & Resorts, Choice Hotels, InterContinental Hotels Group, G6 Hospitality, Hyatt, Carlson-Rezidor, and Select Energy Services. Regional Clients include: McCombs Enterprises, Lincoln Property Company, B29 Investments, Missouri Land Company, Mages Group, Premiere Management Group, Builders, Inc. and Million Air. Through these repeat project relationships, trust has been built and the design processes are expedited, providing all parties with success.

Brett strives daily to expand MPA's presence in Austin, one of the most active and vibrant cities in the nation. He balances his professional and family life with the help of his wife Tara, and their three children. His hobbies include domestic and international travel, trail running, mountain biking, and fly fishing.



JAMES WAITHAKA

DESIGN PROFESSIONAL

Master of Architecture, University of Texas at Arlington
Bachelor of Architecture, University of Texas at Arlington

James' interest in Architecture was sparked across continental lines in Kenya, East Africa where he was born and raised. After receiving the opportunity to come and study in the United States, he settled in Texas where he attended the University of Texas at Arlington. After graduating with his Masters degree, James worked in the Dallas / Fort Worth area primarily on multi-family and hospitality projects alongside other commercial project types. During this time, he worked on the various stages of project development from concept design, construction documentation and construction administration. Out of this experience he has gained a deeper appreciation for how design and construction come together, and this is a continued pursuit in every project he works on to make it a better process.

James is currently taking the ARE exams and working towards his licensure. In his free time, James spends time with his wife and young baby while also reading and researching emerging trends in Architecture and graphic design. If time allows, he enjoys traveling around getting to know Austin and the surrounding areas of the Hill Country.



MARGO ELDER, RID

INTERIOR DESIGNER / PROJECT MANAGER

Bachelor of Science in Interior Design, Texas State University

Registered Interior Designer
Texas No. 12728

CIDQ Certified No. 36309

BOMA Certified

**Member of the International
Interior Design Association**

Margo brings her ability to generate fresh solutions for interiors, including structural alterations, as well as an ambitious and competitive drive that fosters creative growth in our office. Staying involved in the latest industry innovations, Margo thrives on turning a space into an environment for all that encounter the surroundings. Margo succeeds on being creative across multiple settings and disciplines, working as part of the team, and paying attention to detail. She also has proven how to function as a leader among her peers and coworkers and will be a valuable asset to the Interior Design team here at MPA in Austin.

While attending Texas State University Margo earned a Bachelor of Science in Family and Consumer Sciences with a major in Interior Design and a minor in Business. Apart from studying Margo, was a part of many university organizations, holding leadership roles in all of them. She also continued her love for dance being a part of the collegiate dance team of the Texas State Strutters. After graduating she continues to be involved in organizations that made an impact of her life.

Margo is a Texas native, who grew up in the big busy city of Houston. At a young age she knew that she wanted to be an interior designer. She often found herself participating in creative activities. She found her first love of transforming and transitioning a space by upcycling furniture. Going around Houston with the women in her family to re-sale shops and finding beauty in things that were old and unique. Finding that turning something that has lost its meaning to one person can become something beautiful and new to someone else. All her past experiences have led her to design, and grown her love for the arts, and the joy of transforming a space.

Outside of the office, Margo enjoys spending her time outdoors, doing the newest fitness craze, and trying new places around town.



208 West 4th Street #3A
Austin, Texas 78701
512.472.1111
www.mpaaustin.com

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 2 – Principals Info

**2c. Resumes of Property
Management Team**

Our Multi-Family leaders are part of the team ensuring our clients' success.



Ryan McGrath CEO + President

- Oversees all operations and leads the executive team to deliver the highest value to clients.
- As 2nd generation leader of the company, has grown Asset Living into the 5th largest multi-family property management provider in the country.
- Recognized expert in real estate property management strategic planning systems and hands-on leadership.
- Experience includes M&A and financing in investment banking at Goldman Sachs
- Vice Chairman of the Young Presidents' Organization's Houston Chapter; Lifetime Ambassador for Texas Children's Hospital.



Thomas Shelton CAPS, CPM Principal

- Oversees operations, performance, and new business efforts for our multi-family division.
- Held executive positions with leading multi-family owners and operators.
- Industry roles: Past Chairman of the Board of the Arizona Multihousing Association and the National Apartment Association; board member of the California Apartment Association; active member of the National Multifamily Housing Council and the Institute of Real Estate Management



Hugh Cobb CPM Principal

- Oversees operations, performance, and new business efforts for our affordable division and assists our multi-family division.
- Experience spans management, brokerage, lending, and investment.
- Industry roles: Congressional Liaison for The White House under Reagan; past President of the Apartment Association of Greater Dallas; serves on Executive Committee of Texas Apartment Association; lobbies on issues important to real estate investment, development, and housing affordability; serves several nonprofit organizations in board and advisory capacities.



Jason Fort Executive Vice President

- Leads our business development organization.
- Experience includes supervising multiple portfolios of student housing and multi-family properties and overseeing our new development lease-up team and our training department.



Stephen Mitchell MBA Executive Vice President

- Oversees our business development and client portfolio services groups.
- Experience includes multi-family and student housing property management, asset management, and acquisitions in both domestic and international markets.
- Works with institutional investors, private equity groups, family offices, and high net worth individuals.



JC Reeves Vice President

- Partners with our clients to enhance their property's operational performance and portfolio growth.
- Escrow officer and licensed real estate agent, and is pursuing his CCIM certification.



Sean Hall Vice President

- Responsible for the strategic expansion of our multi-family division and assists clients with the expansion of their portfolios.
- Developed construction experience and expertise on consulting teams helping to manage major client developments.



Corporate Offices

Atlanta

5605 Glenridge Dr, Suite 1010,
Atlanta, Georgia 30342

Dallas

2800 South Texas Avenue, Suite 350
Bryan, Texas 77802

Flagstaff

1600 West University Avenue, Suite 218
Flagstaff, Arizona 86001

Tucson

5151 East Broadway Blvd, Suite 1600
Tucson, Arizona 85711

Austin

4005 Banister Lane, Suite 230C
Austin, Texas 78704

Dallas West

8111 Lyndon B Johnson Fwy, Suite
1550, Dallas, Texas 75251

Phoenix

2850 East Camelback Road, Suite 300
Phoenix, Arizona 85016

College Station

2800 South Texas Avenue, Suite 350
Bryan, Texas 77802

Denver

7600 E Orchard Rd #200n
Greenwood Village, Colorado 8011

San Antonio

7550 IH 10 W, Suite 750
San Antonio, Texas 78229

Headquarters

Houston

950 Corbindale Road, Suite 300
Houston, Texas 77024
713-782-5800



Connie Quillen is Vice President in Austin, Texas. Connie oversees the operations and activities of six regional supervisors and managers, a total of 6,000 apartment units. The portfolio contains affordable housing, conventional and senior housing assets. As Vice President, Ms. Quillen is responsible for the operational, contractual and regulatory performance of the assets. In her role as investment manager, she maintains regular and informative contact with asset investors and clients.

Ms. Quillen holds a degree in Business Administration from Central Texas College. Connie began her career in property management in 1991 as a property manager. She worked for the Travis County Housing Authority with responsibility for Public Housing and then as its Director of Assisted Housing. Connie joined Asset Living in 2001 and was promoted to Regional Supervisor in 2003. After rising to the role of Senior Regional Supervisor, Connie was promoted to Vice President in December 2018. Connie's experience with Public Housing and Section 8 makes her invaluable to clients with difficult to manage properties with high levels of rental assistance. She has been responsible for the operations of literally dozens of Low-Income Housing Tax Credit (LIHTC) and Project Based Section 8 properties across Texas over the past 15 years.

Ms. Quillen is a licensed Texas real estate broker. She is a Housing Credit Certified Professional (HCCP), a Certified Apartment Portfolio Supervisor (CAPS), a Public Housing Manager (PHM) and a Section 8 Housing Manager (SHM).



Koren Actouka serves as a Regional Supervisor for Asset Living. In her role, she manages, directs and implements strategies to ensure the successful achievement of operational efficiencies and profitability for clients and their assets. Koren offers her clients expertise in a diverse collection of management activities including resident relations, vendor management, lease compliance, and contract negotiation. She directly supervises the activities of all property managers and regional office staff for a portfolio of properties targeting positive financial results. Ms. Actouka supervises 10 assets, totaling almost 1,000 units comprised of Low-Income Housing Tax (LIHTC) housing, Senior and conventional properties.

Koren began her property management experience in 1998 on the facilities maintenance staff where she was promoted to leasing agent and then manager of a Tax Credit rehab property with site-based housing all within 1 year. Koren was later recruited by a Syndicator as an asset manager with a multi-state portfolio of 13 properties working closing with the underwriters and the state financing agency to ensure the success of the all the developments. She oversaw the management of 5 LIHTC, HOME and BOND Communities with over 700 combined units until joining Asset Living as a property manager in 2007. After assisting with several initial lease ups of (LIHTC) projects, she became an executive Assistant and was promoted to Regional Supervisor in 2018

Koren is a Certified Credit Compliance Professional (C3P), a Certified Occupancy Specialist (COS) and a Housing Credit Certified Professional (HCCP)



Trista is Controller at Asset Living. As a Corporate Department Head, Trista provides critical support to the daily site and regional property operation. At Asset Living, our clients meet their financial goals when we support the needs of our customers at the point of service. Administrative productivity and efficiency are essential. Trista manages corporate accounting for all Asset Living offices, including internal employee reimbursements and cost allocations where appropriate. Ms. Browning maximizes technology to accomplish and meet deadlines in a timely and accurate manner.

Ms. Browning received her Associates degree and attended both the University of North Texas and the University of Texas at Dallas, studying business and accounting. After several year managing commercial and medical offices, Trista joined Asset Living in 1997. Initially responsible for the property accounting for all assets, she also managed software migrations and new property integrations. As the client services division grew, in 2009 Ms. Browning focused her efforts in the role of Controller. She continues to inform and provide support to company auditors, ensuring accuracy and timeliness of corporate reporting and works collaboratively with client accounting services.

Trista is an active member of the Institute of Finance and Management.



Terri Turner is Director of Accounts Payable. As a Corporate Department Head, Terri provides critical support to the daily site and regional property operation. At Asset Living, our clients meet their financial goals when we support the needs of our customers at the point of service. Administrative productivity and efficiency are essential. Terri ensures property and regional payables and receivables are posted accurately and timely. Terri directs a team of four accounts payable specialists who each support a portfolio of properties based on client needs. Her team is trained to interact positively with supplier partners, residents and clients regarding payables at their assets.

Terri studied at Southern Arkansas University Tech. The first five years of Terri's work history were in bookkeeping and office administration in a retail business. Her real estate management career started in 1993 in the role as Manager at both conventional and tax credit properties. Her experience in the property offices taught her the value of the payable's relationship with the owner. She joined Asset Living in 1999 as an Assistant Manager and was responsible for receivables and payables processing on site. Upon her arrival, she instituted system checks and balances and portfolio assignments to heighten efficiencies.

In 2007, the Terri was promoted to the corporate office in the Accounts Payable Department. She quickly assumed a leadership role and now serves at the Director of Accounts Payable.



Lori Erbst is Director of Compliance. As a Corporate Department Head, Lori provides critical support to the daily site and regional property operation. At Asset Living, our clients meet their financial goals when we support the needs of our customers at the point of service. Administrative productivity and efficiency are essential. Lori specifically directs the administration of the Asset Living compliance department, overseeing 18 specialists who ensure the regulatory and contractual obligations are met at all levels with local and state housing and support agencies. Ongoing training and support of site personnel is a key performance indicator. First year files, tenant income certifications and renewals and audit preparation and findings corrections are managed by Ms. Erbst.

Lori attended Dallas County Community College and began her career in property management in Dallas in 1996 with an owner/developer of Low-Income Housing Tax Credit (LIHTC) properties. In 2001, she joined Asset Living as a compliance specialist and was promoted to Director of Compliance in 2007. Over time, the department grew to a manager and six specialists. Lori's extensive knowledge and experience with Housing Tax Credit, HOME, BOND, Housing Trust Fund and the Affordable Housing Disposition program make her invaluable to our clients and staff members. Additionally, through strong business relationships, Lori is able to work closely with all state agencies and maintain a respected partnership.

Lori participates regularly in training offered by the Texas Department of Housing and Community Affairs. Ms. Erbst is a Certified Credit Compliance Professional (C3P), a Housing Credit Certified Professional (HCCP) and a National Compliance Professional (NCP).



Rebecca Rodriguez Alonzo is the Director of Business Development for Asset Living. In this role, Ms. Alonzo is responsible for the strategic support of Asset Living clients and investors, offering extensive asset analysis and reporting, strategic recommendations for value growth and new and additional business model development. She serves as an essential liaison between clients, suppliers and the Asset Living' Executive, Business Development and Accounting teams. The firm continues to grow both its statistical footprint and status as a leading operator of affordable housing and a proven asset value-enhancer.

Ms. Alonzo holds a Bachelor of Arts degree in Sociology from The University of Texas, Arlington. She began her career in property management in 1998. Her Property Management involvement includes on-site operations, project management, business development, and multi-family housing marketplace. With a specialty in contract administration, Rebecca is able to oversee the smooth transition of property acquisitions, due diligences and take over management, including working closely with HUD, TDHCA, and the local Housing Authorities. Ms. Alonzo joined Asset Living in mid-2017 and has intentionally grown her knowledge and experience with HUD and Low-Income Housing Tax Credit (LIHTC) requirements, making her invaluable to clients and staff members.

Ms. Alonzo is a Certified Apartment Portfolio Supervisor (CAPS) and a Housing Credit Certified Professional (HCCP).

Property	City	State	Zip	Units	Region	Description	AFFORDABLE UNITS	SENIOR UNITS	LIHTC UNITS	AHDP	538 USDA Loans	CDBG funded units	HOME funded units	HOPE VI funded units	HAP units	(202) PRAC	Section 811 funded units	HUD Loan 207, 221d4, 223f, 223a
Allegre Point	Austin	TX	78728	184	Central Texas	Family	Yes	0	180	0	N	0	0	0	0	0	10	Y
Forest Park Apartments	Austin	TX	78753	228	Central Texas	Family	Yes	0	228	0	N	0	0	0	0	0	0	Y
Heritage Estates at Owen Tech	Austin	TX	78728	174	Central Texas	Seniors	Yes	174	174	0	N	0	0	0	0	0	0	N
Lyons Gardens	Austin	TX	78702	54	Central Texas	Seniors	No	54	0	0	N	0	0	0	0	54	0	N
Reserves at Springdale	Austin	TX	78723	292	Central Texas	Family	Yes	0	292	0	N	0	0	0	0	0	0	N
Silver Springs Apartments	Austin	TX	78753	360	Central Texas	Family	Yes	0	360	0	N	0	0	0	0	0	0	Y
St. George's Court	Austin	TX	78752	60	Central Texas	Seniors	No	60	0	0	N	0	0	0	0	60	0	N
Urban Oaks	Austin	TX	78745	194	Central Texas	Family	Yes	0	194	0	N	0	0	0	0	0	0	N
Urban Villas	Austin	TX	78722	90	Central Texas	Family	No	0	0	0	N	0	0	0	0	0	0	N
Val Dor II	Austin	TX	78752	178	Central Texas	Family	No	0	0	0	N	0	0	0	0	0	0	N
Works at Pleasant Valley II, The	Austin	TX	78702	29	Central Texas	Family	Yes	0	29	0	N	0	0	0	0	0	0	N
Works at Pleasant Valley, The	Austin	TX	78702	45	Central Texas	Family	Yes	0	42	0	N	0	0	0	0	0	10	N

HUD Program/Financing	TOTAL UNITS	44,730	HAP UNITS	1,104
	TOTAL PROPERTIES	329	HAP PROPERTIES	13
	SENIOR UNITS	8,137	811 UNITS	192
	SENIOR PROPERTIES	76	811 PROPERTIES	20
New Construction/Lease Up	LIHTC UNITS	23,488	PRAC UNITS	351
	LIHTC PROPERTIES	206	PRAC PROPERTY	9
	AFFORDABLE UNITS	24,549	HUD FINANCED UNITS	9,391
	AFFORDABLE PROPERTIES	216	HUD FINANCED PROPERTIES	62
Dallas East				

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 3 – Financial Info

3a. Federal IRS Certification

Internal Revenue Service

Date: February 5, 2004

Family Eldercare, Inc.
2210 Hancock Dr
Austin, TX 78756-2509

Department of the Treasury
P. O. Box 2508
Cincinnati, OH 45201

Person to Contact:
Dalphine Naegele 31-04012
Customer Service Specialist
Toll Free Telephone Number:
8:00 a.m. to 6:30 p.m. EST
877-829-5500
Fax Number:
513-263-3756
Federal Identification Number:
74-2286387

Dear Sir or Madam:

This is in response to your request of February 5, 2004, regarding your organization's tax-exempt status.

In January 1984 we issued a determination letter that recognized your organization as exempt from federal income tax. Our records indicate that your organization is currently exempt under section 501(c)(3) of the Internal Revenue Code.

Based on information subsequently submitted, we classified your organization as one that is not a private foundation within the meaning of section 509(a) of the Code because it is an organization described in sections 509(a)(1) and 170(b)(1)(A)(vi).

This classification was based on the assumption that your organization's operations would continue as stated in the application. If your organization's sources of support, or its character, method of operations, or purposes have changed, please let us know so we can consider the effect of the change on the exempt status and foundation status of your organization.

Your organization is required to file Form 990, Return of Organization Exempt from Income Tax, only if its gross receipts each year are normally more than \$25,000. If a return is required, it must be filed by the 15th day of the fifth month after the end of the organization's annual accounting period. The law imposes a penalty of \$20 a day, up to a maximum of \$10,000, when a return is filed late, unless there is reasonable cause for the delay.

All exempt organizations (unless specifically excluded) are liable for taxes under the Federal Insurance Contributions Act (social security taxes) on remuneration of \$100 or more paid to each employee during a calendar year. Your organization is not liable for the tax imposed under the Federal Unemployment Tax Act (FUTA).

Organizations that are not private foundations are not subject to the excise taxes under Chapter 42 of the Code. However, these organizations are not automatically exempt from other federal excise taxes.

Donors may deduct contributions to your organization as provided in section 170 of the Code. Bequests, legacies, devises, transfers, or gifts to your organization or for its use are deductible for federal estate and gift tax purposes if they meet the applicable provisions of sections 2055, 2106, and 2522 of the Code.

Your organization is not required to file federal income tax returns unless it is subject to the tax on unrelated business income under section 511 of the Code. If your organization is subject to this tax, it must file an income tax return on the Form 990-T, Exempt Organization Business Income Tax Return. In this letter, we are not determining whether any of your organization's present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

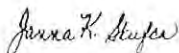
Section 6104 of the Internal Revenue Code requires you to make your organization's annual return available for public inspection without charge for three years after the due date of the return. The law also requires organizations that received recognition of exemption on July 15, 1987, or later, to make available for public inspection a copy of the exemption application, any supporting documents and the exemption letter to any individual who requests such documents in person or in writing. Organizations that received recognition of exemption before July 15, 1987, and had a copy of their exemption application on July 15, 1987, are also required to make available for public inspection a copy of the exemption application, any supporting documents and the exemption letter to any individual who requests such documents in person or in writing. For additional information on disclosure requirements, please refer to Internal Revenue Bulletin 1999 - 17.

Because this letter could help resolve any questions about your organization's exempt status and foundation status, you should keep it with the organization's permanent records.

If you have any questions, please call us at the telephone number shown in the heading of this letter.

This letter affirms your organization's exempt status.

Sincerely,



Janna K. Skufca, Acting Director, TE/GE
Customer Account Services

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 3 – Financial Info

3b. Certified Financial Audit

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

INDEPENDENT AUDITORS' REPORT
AND
CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2020

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

INDEPENDENT AUDITORS' REPORT
AND
CONSOLIDATED FINANCIAL STATEMENTS

DECEMBER 31, 2020

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Consolidated Statement of Functional Expenses.....	4
Consolidated Statement of Cash Flows.....	5
Notes to Consolidated Financial Statements.....	6

Allman & Associates, Inc.

CERTIFIED PUBLIC ACCOUNTANTS

9600 GREAT HILLS TRAIL
SUITE 150W
AUSTIN, TX 78759
(512) 502-3077
FAX: 888-512-7990
WWW.ALLMANCPAS.COM

INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Family Eldercare, Inc.
Austin, Texas

We have audited the accompanying consolidated financial statements of Family Eldercare, Inc. (a nonprofit corporation) and affiliate Rosewood I Senior Housing Community, Inc., dba Lyons Gardens (a nonprofit corporation), which comprise the consolidated statement of financial position as of December 31, 2020, and the related consolidated statements of activities, functional expenses, and cash flows for the year then ended, and the related notes to the consolidated financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these consolidated financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. We did not audit the financial statements of the affiliate, Lyons Gardens, which statements reflect total assets of \$3,920,634 as of September 30, 2020, and total revenues and other support of \$501,878 for the year then ended. Those statements were audited by other auditors, whose report has been furnished to us, and our opinion, insofar as it relates to the amounts included for Lyons Gardens, is based solely on the report of the other auditors. We conducted our audit in accordance with auditing standards generally accepted in the United States of America. Those standards require that we plan and perform the audits to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the consolidated financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Opinion

In our opinion, based on our audit and the report of the other auditors, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of Family Eldercare, Inc. and affiliate as of December 31, 2020, and the changes in its net assets and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Allman & Associates, Inc.

Austin, Texas
July 6, 2021

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

December 31, 2020

	<u>Family Eldercare</u>	<u>Lyons Gardens</u>	<u>Total</u>
ASSETS			
Current assets			
Cash and cash equivalents	\$ 1,848,561	\$ 53,700	\$ 1,902,261
Pledges and receivables, net	1,434,428	3,499	1,437,927
Prepaid expenses	93,090	15,113	108,203
Total current assets	<u>3,376,079</u>	<u>72,312</u>	<u>3,448,391</u>
Restricted deposits	-	149,832	149,832
Tenant security deposits held in Trust	-	14,473	14,473
Investments, designated or restricted	656,715	-	656,715
Total designated or restricted assets	656,715	164,305	821,020
Net fixed assets	1,697,276	3,684,017	5,381,293
Equity in River City Bingo Unit Trust (RCBUT)	41,166	-	41,166
Total Assets	<u>\$ 5,771,236</u>	<u>\$ 3,920,634</u>	<u>\$ 9,691,870</u>
LIABILITIES AND NET ASSETS			
Current liabilities			
Accounts payable and accrued expenses	\$ 72,985	\$ 81,587	\$ 154,572
Payroll and management related payables	190,767	2,424	193,191
Accrued vacation leave payable	154,150	-	154,150
Current portion of long-term debt	16,967	-	16,967
Deferred revenues	511,872	5,747	517,619
Total current liabilities	946,741	89,758	1,036,499
Tenant security deposits held in Trust (contra)	-	12,605	12,605
Capital advances and other long-term liabilities	-	4,663,967	4,663,967
Long-term debt	229,017	-	229,017
Total Liabilities	<u>1,175,758</u>	<u>4,766,330</u>	<u>5,942,088</u>
Net assets			
Without donor restrictions			
Undesignated	3,920,944	(845,696)	3,075,248
Designated by the Board for operating reserve	656,715	-	656,715
Total net assets without donor restrictions	4,577,659	(845,696)	3,731,963
With donor restrictions			
Purpose restrictions	17,819	-	17,819
Total net assets with donor restrictions	17,819	-	17,819
Total Net Assets	4,595,478	(845,696)	3,749,782
Total Liabilities and Net Assets	<u>\$ 5,771,236</u>	<u>\$ 3,920,634</u>	<u>\$ 9,691,870</u>

See accompanying auditors' report and notes to consolidated financial statements.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

CONSOLIDATED STATEMENT OF ACTIVITIES

Year Ended December 31, 2020

	Family Eldercare			Lyons Garden			Totals
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total	
REVENUES, SUPPORT AND GAINS							
Fees for services	\$ 1,638,949	\$ -	\$ 1,638,949	\$ -	\$ -	\$ -	\$ 1,638,949
Grants and contracts	5,613,287	-	5,613,287	-	-	-	5,613,287
Contributions	627,177	11,025	638,202	-	-	-	638,202
Fundraising events	377,303	-	377,303	-	-	-	377,303
Distributions and change in equity in RCBUT	32,085	-	32,085	-	-	-	32,085
Rents	-	-	-	498,848	-	498,848	498,848
Contributed goods and services	41,405	-	41,405	-	-	-	41,405
Loan forgiveness revenue	727,500	-	727,500	-	-	-	727,500
Other revenue	131,523	-	131,523	2,617	-	2,617	134,140
Investment income, net	76,849	-	76,849	413	-	413	77,262
Net assets released from restrictions	50,224	(50,224)	-	-	-	-	-
Total Revenues, Support and Gains	9,316,302	(39,199)	9,277,103	501,878	-	501,878	9,778,981
EXPENSES							
Program services							
In-home care	380,402	-	380,402	-	-	-	380,402
Guardianship services	2,147,538	-	2,147,538	-	-	-	2,147,538
Housing and community services	5,153,626	-	5,153,626	-	-	-	5,153,626
Low-income housing	-	-	-	569,479	-	569,479	569,479
Total program services	7,681,566	-	7,681,566	569,479	-	569,479	8,251,045
Supporting services							
Management and general	93,098	-	93,098	41,227	-	41,227	134,325
Development and fundraising	339,319	-	339,319	-	-	-	339,319
Total supporting services	432,417	-	432,417	41,227	-	41,227	473,644
Total Expenses	8,113,983	-	8,113,983	610,706	-	610,706	8,724,689
CHANGE IN NET ASSETS	1,202,319	(39,199)	1,163,120	(108,828)	-	(108,828)	1,054,292
NET ASSETS							
Beginning of year	3,375,340	57,018	3,432,358	(736,868)	-	(736,868)	2,695,490
End of year	\$ 4,577,659	\$ 17,819	\$ 4,595,478	\$ (845,696)	\$ -	\$ (845,696)	\$ 3,749,782

See accompanying auditors' report and notes to consolidated financial statements.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

CONSOLIDATED STATEMENT OF FUNCTIONAL EXPENSES

Year Ended December 31, 2020

	Family Eldercare						Lyons Gardens			Consolidated Total
	Program Services			Supporting Services			Program Services	Supporting Services		
	In-Home Care	Guardianship Services	Housing and Community Services	Management and General	Development and Fundraising		Low Income Housing	Management and General	Total	
EXPENSES										
Personnel expense	\$ 317,253	\$ 1,701,586	\$ 3,161,433	\$ 50,255	\$ 209,533	\$ 5,440,060	\$ 108,764	\$ -	\$ 108,764	\$ 5,548,824
Advertising and marketing	688	5,250	13,425	1,350	45,321	66,034	-	-	-	66,034
Audit and accounting expense	458	8,009	12,150	2,060	1,373	24,050	-	10,877	10,877	34,927
Bad debt expense	2,184	20,538	-	-	-	22,722	45	-	45	22,767
Bank and credit card fees	2,554	796	15,224	189	1,792	20,555	-	-	-	20,555
Building repairs and maintenance	1,468	13,045	18,190	417	1,982	35,102	124,717	-	124,717	159,819
Professional and management fees	7,179	214,902	216,646	18,772	31,208	488,707	71,889	30,147	102,036	590,743
Copies, postage and printing	633	628	10,943	75	2,005	14,284	-	-	-	14,284
Depreciation	2,497	43,695	59,925	11,236	7,491	124,844	150,400	-	150,400	275,244
Direct client assistance	21,453	13,055	376,695	17	11	411,231	-	-	-	411,231
Equipment and software	7,473	22,644	39,329	980	13,717	84,143	-	-	-	84,143
Equipment repairs and rental	1,794	16,781	23,820	533	2,437	45,365	-	-	-	45,365
Fans/air conditioners	-	-	82,418	-	-	82,418	-	-	-	82,418
Fundraising events	-	-	6,335	-	13,050	19,385	-	-	-	19,385
In-Kind donations	-	-	41,405	-	-	41,405	-	-	-	41,405
Insurance and bonds	610	14,695	15,684	2,746	1,831	35,566	34,653	-	34,653	70,219
Interest expense	320	5,595	7,673	1,438	959	15,985	-	-	-	15,985
Licenses, fees and permits	1,172	3,635	6,406	121	108	11,442	2,073	-	2,073	13,515
Office supplies	1,188	6,662	10,480	416	664	19,410	15,304	-	15,304	34,714
Sub-Grant personnel expenses	-	-	450,873	-	-	450,873	-	-	-	450,873
Sub-Grant operation expenses	-	-	99,890	-	-	99,890	-	-	-	99,890
Sub-Grant direct client assistance	-	-	27,858	-	-	27,858	-	-	-	27,858
Sub-Grant other expenses	-	-	373,230	-	-	373,230	-	-	-	373,230
Telephone	2,516	14,883	31,123	469	1,974	50,965	-	-	-	50,965
Travel and mileage	2,677	21,728	15,445	17	59	39,926	-	-	-	39,926
Utilities	561	5,489	7,243	115	783	14,191	57,635	-	57,635	71,826
Other expenses	5,724	13,922	29,783	1,892	3,021	54,342	3,999	203	4,202	58,544
Total Expenses	\$ 380,402	\$ 2,147,538	\$ 5,153,626	\$ 93,098	\$ 339,319	\$ 8,113,983	\$ 569,479	\$ 41,227	\$ 610,706	\$ 8,724,689

See accompanying auditors' report and notes to consolidated financial statements.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

CONSOLIDATED STATEMENT OF CASH FLOWS

December 31, 2020

	Family Eldercare	Lyons Gardens	Total
CASH FLOWS FROM OPERATING ACTIVITIES			
Change in net assets	\$ 1,163,120	\$ (108,828)	\$ 1,054,292
Adjustments to reconcile change in net assets to net cash provided by operating activities			
Depreciation	124,844	150,400	275,244
Investment income, net	(73,929)	-	(73,929)
Loan forgiveness	(727,500)	-	(727,500)
(Increase) decrease in operating assets			
Pledges and Receivables	(486,113)	3,387	(482,726)
Prepaid expense	5,885	(3,368)	2,517
Increase (decrease) in operating liabilities			
Accounts payable and accrued expenses	8,119	7,634	15,753
Payroll related payables and liabilities	116,395	-	116,395
Other operating liabilities	-	(49)	(49)
Deferred revenue	(119,642)	2,252	(117,390)
Net Cash Provided by Operating Activities	11,179	51,428	62,607
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchase of fixed assets	(216,677)	(76,485)	(293,162)
Net Cash Used by Investing Activities	(216,677)	(76,485)	(293,162)
CASH FLOWS FROM FINANCING ACTIVITIES			
Proceeds from PPP loan	727,500	-	727,500
Principal payments on long-term debt	(16,053)	-	(16,053)
Net Cash Provided by Financing Activities	711,447	-	711,447
NET CHANGE IN CASH AND CASH EQUIVALENTS	505,949	(25,057)	480,892
Cash and Cash Equivalents - Beginning of year	1,342,612	243,062	1,585,674
Cash and Cash Equivalents - End of year	\$ 1,848,561	\$ 218,005	\$ 2,066,566
Supplemental Information			
Interest paid	\$ 15,985	\$ -	\$ 15,985
Taxes paid	\$ -	\$ -	\$ -

See accompanying auditors' report and notes to consolidated financial statements.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

1. Organization and Nature of Activities

Family Eldercare, Inc. (Family Eldercare) is a not-for-profit corporation incorporated in 1982 under the laws of the State of Texas. Family Eldercare specializes in providing support services and information to the elderly, persons with disabilities and their caregivers. The purposes of Family Eldercare are to serve and support people with special needs, to promote the dignity and well-being of the elderly, to educate the public about aging issues and to intervene through a variety of services to prevent abuse, neglect and exploitation.

Family Eldercare is the sponsor of a single-purpose owner corporation - Rosewood I Senior Housing Community, Inc., dba Lyons Gardens (Lyons Gardens). A sponsor is required under applicable HUD rules and regulations. Lyons Gardens, a nonprofit corporation incorporated November 27, 2001 under the laws of the State of Texas, is an owner corporation under applicable HUD rules and regulations. Lyons Gardens exists for the purpose of expanding opportunities available to low and moderate income elderly and handicapped citizens to obtain affordable housing by constructing, rehabilitating, preserving, and providing decent, safe and sanitary housing for such citizens, specifically, by owning and operating a 54-unit low income housing complex known as Lyons Gardens. The complex is operated under Section 202 of the National Housing Act and regulated by the U.S. Department of Housing and Urban Development (HUD) with respect to rental charges and operating methods. The complex is subject to Project Rental Assistance Contracts with HUD and significant portion of the rental income is received from HUD.

Family Eldercare, as the HUD designated sponsor of Lyons Gardens, does not incur any responsibility for any liabilities incurred by Lyons Gardens and no assets of Family Eldercare are presently, or contingently, impaired due to any activity of Lyons Gardens.

Lyons Gardens is a non-member organization governed by a Board of Directors. At least 51% of the directors will be made up of low and moderate income residents of the geographic area being served, owners or senior officers of private establishments and other institutions located in and serving the geographic area, or representatives of low and moderate income neighborhood organizations located in the geographic area of operation. Family Eldercare must approve the election of individuals to the Lyons Gardens board of directors.

Family Eldercare is primarily supported by grants and contracts, contributions, and fees for services. Lyons Gardens is primarily supported by rent income.

The purpose of Family Eldercare is accomplished through the following programs:

- In-Home Care: provides assistance with personal care and home maker services, as well as offering respite care for exhausted caregivers of homebound elders and people with disabilities.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

1. Organization and Nature of Activities (continued)

- Guardianship Services: provides legal guardianship protection for those who lack the mental capacity to make decisions (due to age, illness or disability) and are at risk of abuse, neglect and/or financial exploitation.
- Housing and Community Services: prevents financial exploitation and neglect of elders and people with disabilities by providing assistance with bill paying and budgeting through its Bill Payer/Money Management services. Family Eldercare also distributes fans and provides other critical services to low-income elderly, people with disabilities, and families with young children. Additionally, Family Eldercare is the sponsor of an affordable senior housing community in Central East Austin, Lyons Gardens, which includes service coordination and provision of direct services to residents. Family Eldercare also provides consultation and coordination regarding eldercare services and benefits to elders and their families- on a fee for service basis and at select housing locations.

The purpose of Lyons Gardens is accomplished through its Low-Income Housing program.

2. Summary of Significant Accounting Policies

Principles of Consolidation

The consolidated financial statements, which include the accounts of Family Eldercare and Lyons Gardens (collectively, the Organizations), have been prepared in accordance with U.S. generally accepted accounting principles (GAAP) and include the activity of both organizations; however, the net assets of each organization are unavailable to the other organization, unless so directed by the Organizations' Boards of Directors. Further, the net assets of Lyons Gardens have external restrictions per various U.S. Department of Housing and Urban Development rules and regulations. The accounts of Lyons Gardens are included in the December 31st consolidated financial statements of the Organizations as of its fiscal year end September 30th.

Use of Estimates

The preparation of consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the consolidated financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Basis of Accounting

The accompanying consolidated financial statements are prepared on the accrual basis of accounting, which includes recognition of revenues and support and accounts receivable as earned, regardless of when cash is received and expenses and accounts payable as incurred, regardless of when cash is disbursed.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

2. Summary of Significant Accounting Policies (continued)

Financial Statement Presentation

Net assets, revenue, gains and losses are classified based on donor (or certain grantor) imposed restrictions. Accordingly, net assets of the Organizations and changes therein are classified and reported as:

Net assets without donor restrictions – Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. This includes any board designated net assets for specific purposes, as the board of directors may reverse these restrictions at any time in the future. Net assets without donor restrictions include the revenues and expenses of the primary operations of the Organizations. The governing board has designated, from net assets without donor restrictions, net assets for an operating reserve.

Net assets with donor restrictions – Net assets subject to donor (or certain grantor) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Cash and Cash Equivalents

For the purpose of the consolidated statement of cash flows, money market funds and highly liquid investments with an initial maturity of three months or less are considered to be cash equivalents, unless designated for investment purposes.

Receivables and Credit Policies

Receivables consist of amounts due the Organizations for past events or services rendered. Receivables are determined to be past due and thus delinquent depending on how recently payments have been made. The Organizations value receivables by providing for uncollectible accounts through the allowance method. Under this method, a provision for uncollectible accounts is charged to expense and the allowance account increased based on past collection history and management's evaluation of receivables. Amounts considered uncollectible are charged against the allowance account and recoveries of previously charged off accounts are added to the account. At year-end, an allowance for uncollectible accounts related to fees for services is reported in the consolidated financial statements, but no allowance for uncollectible accounts for grants, allocations, and contracts or contributions receivable is considered necessary. The allowances reported in the consolidated financial statements are considered accounting estimates. The estimates may be adjusted as more current information becomes available and an adjustment could be significant. At December 31, 2020, the allowance was \$32,051.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

2. Summary of Significant Accounting Policies (continued)

Investments

Investments are stated at fair value and consist of money funds, mutual funds, stock and exchange traded products. Investment income is reported in the consolidated statement of activities and consists of interest and dividend income, realized and unrealized capital gains and losses, less external and direct internal investment expenses.

Fixed Assets

The Organizations record fixed asset additions at cost, or if donated, at the estimated fair value on the date of donation. Depreciation expense is computed using the straight-line method over the estimated useful service life of the asset (5 to 10 years for appliances, furniture, and equipment, 25 year for land improvements, and 30 to 40 years for buildings). Depreciation expense and accumulated depreciation reported in the consolidated financial statements are considered accounting estimates. The estimates may be adjusted as more current information becomes available and any adjustment could be significant.

Maintenance and repairs are charged to expenses as the expense is incurred. Long-lived assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of the assets may not be recoverable. During the year, the Organizations did not adjust the carrying amount of any fixed assets.

Change in Not-for-Profit Accounting Standards

In August 2018, the FASB issued ASU 2018-13, *Fair Value Measurement (Topic 82): Disclosure Framework – Changes to the Disclosure Requirements for Fair Value Measurement* (“ASU 2018-13”), to improve the effectiveness of disclosures in the notes to financial statements by facilitating clear communication of the information required by GAAP that is most important to users of each entity’s financial statements. ASU 2018-13 takes effect for not-for-profit entities for fiscal years beginning after December 15, 2019. ASU 2018-13 has been applied prospectively beginning after December 31, 2019, with no significant impact on the consolidated financial statement disclosures.

In February 2016, the Financial Accounting Standards Board (FASB) issued ASU 2016-02, *Leases*. This guidance impacts the presentation of an entity’s leasing activities and will require the recognition of lease (right-of-use) assets and related lease liabilities on the statement of financial position and disclosure of key information about leasing arrangements. ASU 2016-02 was scheduled to become effective for fiscal years beginning after December 15, 2019, but has been delayed until annual periods beginning after December 15, 2021. The Organizations are currently evaluating the impact the adoption of this guidance will have on its consolidated financial statements.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

2. Summary of Significant Accounting Policies (continued)

In September 2020, the FASB issued ASU 2020-07, Not-for Profit Entities (Topic 958): Presentation and Disclosures by Not-for Profit Entities for Contributed Nonfinancial Assets (“ASU 2020-07”), to increase the transparency of contributed nonfinancial assets for not-for profit entities through enhancements to presentation and disclosure. ASU 2020-07 is effective for annual period beginning after June 15, 2021, and interim periods within annual periods beginning after June 15, 2022. Early adoption is permitted. The Organizations are currently considering the impact of ASU 2020-07.

Revenue Recognition

Contributions and grants received (including unconditional promises to give) are recorded as support with donor restrictions, or without donor restrictions, in the period received depending on the existence and/or nature of any donor restrictions. Promises to give are recognized as revenue only if sufficient evidence exists in the form of verifiable documentation that a promise was made and received. The Organizations report contributions as restricted support if the support is received with donor stipulations that limit the use of the donated assets. When a donor restriction expires, that is, when a stipulated time restriction ends or purpose restriction is accomplished, net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the consolidated statement of activities as net assets released from restrictions. Support that is restricted by the donor is reported as an increase in net assets without donor restrictions if the restriction expires in the reporting period in which the support is recognized.

A portion of the Organizations’ revenue is derived from cost-reimbursable contracts and grants, which are conditioned upon certain performance requirements and/or the incurrence of allowable qualifying expenses. Amounts received are recognized as revenue when the Organizations have incurred expenditures in compliance with specific contract or grant provisions. Amounts received prior to incurring qualifying expenditures are reported as deferred revenue in the consolidated statement of financial position.

Program revenue is recognized when earned. Program service fees and payments received in advance are deferred to the applicable period in which the related services are performed or expenditures are incurred, respectively.

Rental income is recognized as rentals become due. Rental payments received in advance are deferred until earned. Rental income is recorded net of vacancies. Under the regulatory agreement, Lyons Gardens may not increase rents charged to tenants without HUD approval. A non-revenue producing unit is provided to the manager.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

2. Summary of Significant Accounting Policies (continued)

Economic Concentrations

Lyons Gardens' primary asset is its 54-unit apartment project. Its operations are concentrated in the multifamily housing real estate market. In addition, Lyons Gardens operates in a regulated environment. The operations are subject to the administrative directives, rules and regulations of federal, state, and local regulatory agencies, including, but not limited to, HUD. Such administrative directives, rules, and regulations are subject to change by an act of Congress, or an administrative change mandated by HUD. Such changes may occur with little notice or with inadequate funding to pay for the related cost, including the additional administrative burden, to comply with a change.

Financial Instruments and Credit Risk

Financial instruments which potentially subject the Organizations to credit risk consist of cash and cash equivalents, receivables, and investments. Cash and cash equivalents are maintained at high credit quality financial institutions. From time to time, bank balances may exceed the FDIC insured limits. The Organizations bank deposits exceeded the federal depository insurance limits by \$1,636,883 as of December 31, 2020. The Organizations generally do not maintain collateral for its receivables, but periodically review its receivables and provide an allowance, when necessary, against amounts estimated to be uncollectible.

Investment securities are exposed to various risks, such as interest rate, market and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the near-term could materially affect the amounts reported in the consolidated statement of financial position. The Organizations do not believe significant credit risk exists as of December 31, 2020.

Functional Allocation of Expenses

The costs of program and supporting services have been summarized on a functional basis in the consolidated statement of activities. The consolidated statement of functional expenses reports the natural classification detail of expense by function. Accordingly, certain costs have been allocated among the programs and supporting services benefited. Expenses identified with a specific program or that relate to a specific source of revenue are allocated directly to that program. Personnel costs have been allocated based on time and effort spent in each area. The Organizations allocate common costs, such as rent, telephone, supplies, etc., to their various programs, the management of the organization, and fund-raising activities. Formulas, based on the number of employees assigned the activity, the square footage used by the activity, the number of clients served, etc., are developed that reflect the benefit received by the activity from the common costs. The formulas are reviewed periodically and adjusted as more current information becomes available and any adjustment could be significant. Management and general operations expenses include those expenses that are not directly identifiable with any other specific function but provide for the overall support and direction of the Organizations.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

2. Summary of Significant Accounting Policies (continued)

Federal Income Taxes

Family Eldercare and Lyons Gardens are exempt from Federal income taxes under Section 501 (c)(3) of the Internal Revenue Code on any income related to their exempt purpose. However, income generated by unrelated business activities are subject to tax. Certain activities conducted by the Organizations' bingo activities are subject to an unrelated business income tax. Each organization is classified by the Internal Revenue Service as an organization other than a private foundation.

The Organizations have adopted the recognition requirements for uncertain income tax positions as required by GAAP, with no cumulative effect adjustment required. Income tax benefits are recognized for income tax positions taken or expected to be taken in a tax return, only when it is determined that the income tax position will more likely than not be sustained upon examination by taxing authorities. The Organizations have analyzed the tax positions taken in their filings with the Internal Revenue Service and state jurisdictions where it operates and believes that their income tax filing positions will be sustained upon examination and does not anticipate any adjustments that would result in a material adverse effect on the Organizations' financial position, changes in net assets, or cash flows. Accordingly, the Organizations have not recorded any reserves, or related accruals for interest and penalties for uncertain income tax positions at December 31, 2020. The Organizations are subject to income tax audits for the previous three years which are open. There are currently no income tax audits for any tax periods in progress.

Risks and Uncertainties

As a result of the spread of the COVID-19 coronavirus, economic uncertainties have arisen which are likely to negatively impact future activities of the Organization. The continuing disruption is having broad and negative impact on the US economy and the ability of the Organization to hold in person programs and events. However, the related financial impact of this and other business disruptions cannot be reasonable estimated at this time.

Contributed Goods and Services

Contributed services are reported as revenue in the accompanying consolidated financial statements, if the services either (a) create or enhance a non-financial asset or (b) require specialized skills, are provided by those possessing those skills, and would otherwise need to be purchased, if they were not donated. The value of contributed services reported is considered an accounting estimate. The estimates may be adjusted as more current information becomes available and any adjustment could be significant.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

2. Summary of Significant Accounting Policies (continued)

Contributed goods and services reported by Family Eldercare under the Housing and Community Service program and the fundraising supporting service in the consolidated statement of functional expenses primarily includes donated fans and gift cards, valued at \$41,405. Additionally, many individuals from the community volunteer their time and perform a variety of tasks that assist Family Eldercare with its programs. During the year, Family Eldercare benefited from more than 450 volunteers and 7,300 volunteer hours; however, the consolidated financial statements do not reflect the value of these contributed services because they do not meet recognition criteria prescribed by generally accepted accounting principles.

3. Fair Value Measurements and Disclosures

The requirements of Fair Value Measurements and Disclosures of the Accounting Standards Codification apply to all financial instruments and all nonfinancial assets and nonfinancial liabilities that are being measured and reported on a fair value basis. Fair value is a market-based measurement, not an entity-specific measurement. For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement is the same in both cases – to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (that is, an exit price). Fair Value Measurements and Disclosures also establish a fair value hierarchy that prioritizes the inputs used in valuation methodologies into the following three levels:

- Level 1 Inputs – Quoted prices (unadjusted) in active markets for identical assets or liabilities that the reporting entity can access at the measurement date.
- Level 2 Inputs – Inputs other than quoted prices included with Level 1 that are observable for the asset or liability either directly or indirectly.
- Level 3 Inputs – Unobservable inputs for the asset or liability.

The following table represents assets and liabilities reported on the consolidated statement of financial position at their fair value as of December 31, 2020 by level within the fair value measurement hierarchy.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

3. Fair Value Measurements and Disclosures (continued)

	Total	Fair Value Measurement		
		Quoted Prices in Active Markets (Level 1)	Other Observable Inputs (Level 2)	Significant Unobservable Inputs (Level 3)
Money funds	\$ 20,921	\$ -	\$ 20,921	\$ -
Mutual funds	196,054	196,054	-	-
Common stock	1,325	1,325	-	-
Exchange traded products	438,415	438,415	-	-
Total investments	<u>\$ 656,715</u>	<u>\$ 635,794</u>	<u>\$ 20,921</u>	<u>\$ -</u>
Equity in RCBUT	<u>\$ 41,166</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 41,166</u>
Notes payable	<u>\$ 245,984</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 245,984</u>

A significant portion of the Organizations' investment assets are classified within Level 1 because they comprise of marketable securities with readily determinable fair values based on daily quoted values. The fair value of the Equity in RCBUT (the Trust) is based on Family Eldercare's share of the Trust's book value at December 31, 2020. The fair value of level 3 liabilities is based on stated note balances. The table below sets forth a summary of changes in the Organizations' level 3 assets and liabilities for the year ended December 31, 2020:

	Equity in RCBUT	Notes Payable
Beginning balance	\$ 41,166	\$ 262,037
Change in equity	-	-
Principal payments	-	(16,053)
Ending balance	<u>\$ 41,166</u>	<u>\$ 245,984</u>

The fair value of the Organizations' current assets and liabilities approximate the carrying amounts of such instruments due to their short maturity.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

4. Cash and Cash Equivalents and Investments Designated or Restricted

Under the HUD Regulatory Agreement, Lyons Gardens is required to establish and maintain a replacement reserve account for the replacement of property and other project expenditures as approved by HUD. Lyons Gardens is also required to complete a computation of surplus cash. Surplus cash is the cash remaining after all expenses of the project are paid less current obligations of the current reporting period. If surplus cash exists, Lyons Gardens is required to deposit surplus cash into a residual receipts account within 60 days of Lyons Gardens' year-end. Restricted funds are held in separate accounts, and generally are not available for operating purposes. Additionally, HUD requires that tenants' deposits be held in a separate bank account.

Family Eldercare designates amounts based on donor restrictions or board approval for specific purposes. At December 31, 2020 the Organizations had cash and cash equivalents and investments designated (by the Organizations) or cash and cash equivalents restricted (by third-parties) for the following purposes:

<u>Family Eldercare</u>	
Investments designated for:	
Operating reserves	\$ 656,715
<u>Lyons Gardens</u>	
Tenant security deposits held	14,473
Residual receipts reserve	14,830
Replacement reserve	135,002
Total Lyons Gardens funds	164,305
Total Designated or Restricted Funds	\$ 821,020

5. Pledges and Receivables

Receivables reported by Family Eldercare and Lyons Gardens, all expected to be collected within one year, are as follows at December 31, 2020:

<u>Family Eldercare</u>	
Program service fees	\$ 364,166
Less allowance for doubtful accounts	(32,051)
Net program service fees	332,115
Grants and contracts	1,102,313
Total Family Eldercare receivables, net	1,434,428
<u>Lyons Garden</u>	
Tenant receivables (no allowance deemed necessary)	3,499
Total Pledges and Receivables, Net	\$ 1,437,927

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

6. Endowment Funds – Austin Community Foundation

In October 2006, Family Eldercare Endowment Fund was established with the Austin Community Foundation (ACF). As an endowed fund with ACF, the assets are held irrevocably with ACF and are managed to accomplish the designated charitable purpose – to provide general support for the organization. The amount available to grant from the Endowment Fund is determined by the ACF Board of Governors’ spending policy, which currently allows for 5% of the Fund’s value at December 31st to be available to grant in the following year.

The fund’s assets are not recorded in the consolidated statement of financial position since Family Eldercare has granted variance power to the Austin Community Foundation. The Family Eldercare Endowment Fund is subject to the provision of the articles of incorporation and bylaws of the Austin Community Foundation, including the power reserved by their Board of Governors to modify any condition or restriction on the distribution of funds if in its sole judgment (without the approval of any trustee, custodian, or agent), such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the charitable needs of the area served the ACF.

Activity for the year ending December 31, 2020 is as follows:

Beginning balance	\$	91,203
Contributions		-
Investment earnings		10,891
Expenses and fees		(1,049)
Ending balance	\$	101,045

7. Fixed Assets

Fixed Assets at December 31, 2020 consisted of the following:

	Family Eldercare	Lyons Gardens	Total
Land	\$ 293,485	\$ 270,383	\$ 563,868
Office building and apartments	1,740,879	5,375,426	7,116,305
Furniture and equipment	587,544	368,281	955,825
Total fixed assets	2,621,908	6,014,090	8,635,998
Less accumulated depreciation	(924,632)	(2,330,073)	(3,254,705)
Net fixed assets	\$ 1,697,276	\$ 3,684,017	\$ 5,381,293

Depreciation expense for the year ended December 31, 2020 was \$275,244.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

8. Accrued Management Fee Payable

Lyons Gardens has contracted with Alpha-Barnes Real Estate Services, LLG to provide management services. The charges for these services are based upon a management agreement. The charges are 6% of collected rental and miscellaneous income. For the period ended September 30, 2020, management fees charged amounted to \$30,147. The balance owed to Alpha-Barnes Real Estate Services, LLC at September 30, 2020 was \$2,424.

9. Deferred Revenue

The activity and balances for deposits and deferred revenue from contracts with customers are shown in the following table.

	Contracts and Grants	Customer Prepayment	Rental Income	Total
Balance at December 31, 2019	\$ 631,454	\$ 60	\$ 3,495	\$ 635,009
Revenue recognized	(631,454)	(60)	(3,495)	(635,009)
Payments received for future performance obligations	511,872	-	5,747	517,619
Balance at December 31, 2020	<u>\$ 511,872</u>	<u>\$ -</u>	<u>\$ 5,747</u>	<u>\$ 517,619</u>

10. Line of Credit and Long-Term Debt

In January 2016, Family Eldercare entered into a 15 month revolving line of credit agreement with a financial institution, for a line of credit up to \$400,000. Interest is payable monthly. The line of credit agreement has been renewed annually and at December 31, 2020, the balance was \$0.

At December 31, 2020, Long-Term Debt reported in the consolidated financial statements consists of the following:

Mortgage payable to Prosperity Bank, dated November 2013, original amount of \$68,000, monthly payments of \$699, interest accrues at 4.25% through November 2018, lesser of prime plus .5%, or 18% thereafter, maturity date of November 2023, collateral is a deed of trust. \$ 22,389

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

10. Line of Credit and Long-Term Debt (continued)

Secured promissory note payable to Petros PACE Finance, LLC, dated April 20, 2016, original amount of \$262,906, payable annually in twenty equal installments of principal and interest of \$23,445, collateral is building located at 1700 Rutherford Lane, Austin, Texas.

\$ 223,595

Total long-term debt

245,984

Less current portion

(16,967)

Total long-term debt, net of current portion

\$ 229,017

The future maturities of debt are as follows:

Year Ending December 31:	Total
2021	\$ 16,967
2022	17,886
2023	17,554
2024	11,288
2025 and after	182,289
Total	<u>\$ 245,984</u>

Family Eldercare incurred interest costs in 2020 of \$15,985. All interest costs were charged to expenses.

11. Retirement Plan

Family Eldercare implemented a 403(b) contribution pension plan for eligible employees. Employees may contribute to the pension plan and Family Eldercare may match the employee contribution up to 5% of their compensation. Vesting in the plan is 50% after the second year of employment and 100% after the third year of employment. For the year ending December 31, 2020, Family Eldercare contributed to the plan \$94,097. Non-vested amounts in the plan are reallocated among the participants on an annual basis. Family Eldercare incurs no unfunded future costs under the pension plan.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

12. Capital Advances and Other Long-Term Liabilities

At December 31, 2020, capital advances and other long-term liabilities reported in the consolidated financial statements consists of the following:

Lyons Gardens:

Section 202 of the National Housing Act authorized HUD to provide funds as capital advances to nonprofit owners of new construction of supportive housing facilities. Capital advances bear no interest and repayment is not required as long as the housing remains available for very low-income elderly persons for at least 40 years in accordance with Section 202 of the National Housing Act, the Regulatory Agreement and HUD regulations. Failure to keep the housing available for elderly persons would result in HUD billing the owner for the entire capital advance plus 5.375% interest since the date of the first advance. The capital advance is classified in the statement of financial position as debt. The maturity date of the capital advance is June 1, 2044.

\$ 3,363,967

Lyons Gardens:

The Austin Housing Finance Corporation has made a zero percent interest loan to Lyons Gardens for the purpose of constructing a 54-unit multi-family housing development. The assistance will be in the form of a zero percent loan which shall be repayable upon the earlier of the sale, transfer of title, or change in the use of the property, the date on which the property ceases to be affordable to low-income tenants, or material noncompliance with the terms of agreement by recipient or its agents or subcontractors. If any of these conditions occur, the principal amount shall be repaid in full.

800,000

Family Eldercare received grants of \$1,500,000 to assist with the costs of Lyons Gardens. Lyons Gardens obligation under the grants is to continue to operate and occupy the building as affordable rental housing for low and very low-income persons through June 1, 2044. During prior years, \$1,000,000 in grants were reclassified from notes payable to net assets.

500,000

Total Capital Advances and Other Long-term Liabilities

\$ 4,663,967

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

12. Capital Advances and Other Long-Term Liabilities (continued)

The contingencies noted above would be the responsibility of Lyons Gardens. Family Eldercare, as the HUD designated sponsor of Lyons Gardens, is not a party to the mortgage note resulting from the capital advance or the note payable to Austin Housing Finance Corporation and thus, does not have any contingent liability. The grants obtained by Family Eldercare, on behalf of and for the benefit of Lyons Gardens, would be the responsibility of Lyons Gardens should the complex not meet its obligations under the grants.

13. Leases

Family Eldercare leases various office equipment which are treated as operating leases for accounting purposes and expire through the years ending December 31, 2024. Operating lease expenses for the year ended December 31, 2020 were \$44,847. The future minimum operating lease payments under lease agreements are scheduled below.

Year Ending December 31:	
2021	\$ 33,480
2022	33,480
2023	33,480
2024	<u>8,370</u>
Total	<u>\$ 108,810</u>

14. Net Assets With Donor Restrictions

At December 31, 2020, net assets with donor restrictions are restricted for the following purpose or period:

Subject to expenditure for specified purpose:	
Direct assistance	<u>\$ 17,819</u>
Total Net Assets With Donor Restrictions	<u>\$ 17,819</u>

Net assets were released from donor restrictions by incurring expenses satisfying the restricted purpose or occurrence of the passage of time or other events specified by the donors as follows for the year ended December 31, 2020:

Satisfaction of purpose restrictions:	
Direct assistance	\$ 25,224
Expiration of time restrictions	<u>25,000</u>
Total Net Assets Released from Restrictions	<u>\$ 50,224</u>

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

15. Equity in River City Bingo Unit Trust

Family Eldercare, along with four other non-profit organizations, operates a bingo game in compliance with the rule of the Texas Lottery Commission and Chapter 2001 of the Texas Occupations Code. Net income from the bingo activity is distributed to the participating organizations in compliance with minimum charitable distributions requirements mandated under the Texas Occupations Code. Distributions from the bingo activity are without donor restrictions. Fundraising revenue details for the year ended December 31, 2020 are as follow:

Distributions received	<u>\$ 32,085</u>
------------------------	------------------

16. Guardianship Services Program

The Guardianship Services program provides legal guardianship protections for those who lack the mental capacity to make decisions (due to age, illness or disability) and are at risk of abuse, neglect and/or financial exploitation. Family Eldercare's Guardianship Program operates under the Judicial Branch Certification Commission (JBCC) of the State of Texas which has certain annual reporting requirements. Each individual employee or volunteer providing guardianship services must be licensed through the JBCC.

During 2020, Family Eldercare provided guardianship services for approximately 450 individuals. The assets in the accounts owned by the individuals in the program are not included in Family Eldercare's statement of financial position because Family Eldercare has no ownership in these accounts. The total of the accounts under the Guardianship Services program at December 31, 2020 was approximately \$2 million. The individual accounts are periodically audited by the JBCC and Family Eldercare has bond coverage in the amount of \$13,127,000 at December 31, 2020 to cover any losses.

17. Loan Forgiveness Revenue

On April 17, 2020, Family Eldercare was approved for a Paycheck Protection Program (PPP) promissory note in the amount of \$727,500, with an interest rate of 1% annum based on a year of 365 days until maturity. Family Eldercare used the proceeds of the loan only for purposes authorized by the PPP. Family Eldercare initially recorded a loan payable and subsequently recorded revenue when the obligation was legally released on November 24, 2020. \$727,500 was recognized as loan forgiveness revenue for the year ended December 31, 2020.

FAMILY ELDERCARE, INC.
(A Nonprofit Corporation)

NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

December 31, 2020

18. Liquidity and Availability

Financial assets available for general expenditure, that is, without donor or other restrictions limiting their use, within one year of the consolidated statement of financial position date, comprise the following:

Cash and cash equivalents	\$ 1,902,261
Pledges and receivables	<u>1,437,927</u>
Current financial assets at year end	3,340,188
Less: Assets unavailable for general expenditures within one year due to:	
Restricted by donor with purpose restrictions	<u>(17,819)</u>
Financial assets available to meet cash needs for general expenditures within one year	<u>\$ 3,322,369</u>

As part of the Organizations' liquidity management, it has a policy to structure its financial assets to be available as its general expenditures, liabilities, and other obligations come due. To help manage unanticipated liquidity needs, Family Eldercare has a \$400,000 line of credit which it could draw upon. Additionally, Family Eldercare has designated investments of \$656,715. Although the Organizations do not intend to spend from its designated investment account other than amounts appropriated for general expenditure as part of its annual budget approval and appropriation process, amounts could be made available if necessary.

19. Litigation

In 2020, a claim was made against Family Eldercare whereby the plaintiff alleges that Family Eldercare breached the standard of care for providing guardianship services. Family Eldercare is defending itself against this legal action and the final outcome cannot be determined at this time. Management is of the opinion that the ultimate liability, if any, from the final resolution of this matter will not materially affect the financial position of Family Eldercare.

20. Subsequent Events

Subsequent events are events or transactions that occur after the consolidated statement of financial position date but before the consolidated financial statements are issued. Management evaluated subsequent events through the date the consolidated financial statements were available for issuance, July 6, 2021. There were no subsequent events that qualified for disclosure.

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 3 – Financial Info

3c. Board Resolution



**Family Eldercare, Inc.
Board Resolution
(Rosewood II)**

This resolution was duly adopted by the Board of Directors of Family Eldercare, Inc., a Texas nonprofit corporation (the "**Family Eldercare**") on May 3, 2022.

Background

WHEREAS, Family Eldercare is a 501(c)(3) tax-exempt nonprofit corporation whose mission encompasses creating new, affordable, supportive housing for the purpose of responding to homelessness;

WHEREAS, Family Eldercare has proposed a development for affordable and supportive, multifamily rental housing for low-income and homeless seniors to be located at 2824 Real St, Austin, TX. 78722 (the "**Development**");

WHEREAS, the Board of Directors of Family Eldercare (the "**Board**") has determined that it is in the organization's best interest and to the benefit of the residents of Austin to apply to the City of Austin for Rental Housing Development Assistance ("**RHDA**");

WHEREAS, Family Eldercare will cause the formation of a Texas nonprofit corporation with the name of Rosewood II ("**Rosewood II**"), with Family Eldercare serving as the sole, corporate member of Rosewood II;

WHEREAS, Family Eldercare will cause Rosewood II to apply to the Internal Revenue Service for 501(c)(3) tax-exempt status; and

WHEREAS, Family Eldercare desires to adopt a resolution approving the proposed Development and authorizing a RHDA application for up to \$3,400,000.

NOW THEREFORE, BE IT RESOLVED, that the Board authorizes Kent Herring, President and Chief Executive Officer of Family Eldercare, and Kim Wilson, Chair of the Board, and succeeding chief executive officers and board chairs, to enter into all applications and related documents, to sign for and perform any and all responsibilities in relation to, and to cause the submission of applications to the City of Austin for RHDA funding, individually and as the future sole member of Rosewood II, on behalf of such corporation.

[Secretary Certification on Following Page]

Secretary Certification

The foregoing resolution was duly adopted by the Board of Directors of Family Eldercare, Inc., on the date set forth above.



Charles Colley, Secretary

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 3 – Financial Info

3d. Financial Statements

**FINANCIAL
STATEMENTS
TO BE
PROVIDED
UNDER
SEPARATE
COVER**

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 3 – Financial Info

3e. Funding Commitment Letters

Financing Narrative ROSEWOOD II - AUSTIN, TEXAS

Construction Sources and Uses

The construction funding sources include a construction loan from Texas State Affordable Housing Corporation up to \$420,000, a TDHCA MFDL loan in the amount of \$4,000,000, and \$3,959,037 in American Rescue Plan Act (ARPA) funding earmarked by Travis County for homelessness response efforts, this application for \$3,400,000 in Rental Housing Developer Assistance funding and \$415,910 in owner equity.

The construction loan has an estimated interest rate of 3% and will require interest-only payments during the construction period.

The developer is simultaneously applying for \$4,000,000 in TDHCA Multifamily Direct Loan funding under the Supportive Housing/Soft Repayment Set-Aside. Term of the loan will be for 40 years at zero percent interest. This loan will be requested as deferred forgivable.

This application is for \$3,400,000 in funding from the Austin Housing Finance Corporation (City of Austin). The source of the funds is general obligation bond funding administered through the City's Rental Housing Developer Assistance program that is not Federal. The loan will be used for soft and hard costs. Terms of the loan will be for a minimum of 40 years at zero percent interest. The request is for a deferred forgivable loan because of the nature of the project as supportive housing with no hard debt.

The \$3,959,037 in Travis County ARPA funding has already been earmarked through a resolution approving the \$50,000,000 in ARPA funds to the Travis County Supportive Housing Collaborative – a group of seven local non-profits dedicated to serving unhoused Austinites. The developer partner – Capital A Housing – and the Travis County Supportive Housing Collaborative are working through the funding process with Travis County staff with loan docs for the individual collaborative partner development's to be available this summer.

Family Eldercare will make up the gap in sources with an owner equity commitment of \$415,910. This amount will be made up of fundraising to include a FHLB grant or a shifting of additional Travis County ARPA funds once all the budgets and capital stacks of the Collaborative projects have been finalized.

Permanent Sources and Uses

The developer is applying for \$3,400,000 in funding from the Austin Housing Finance Corporation (City of Austin). The source of the funds is general obligation bond funding administered through the City's Rental Housing Developer Assistance program that is not Federal. The loan will be used for soft and hard costs. Terms of the loan will be for a minimum of 40 years at zero percent interest. The loan is requested as deferred forgivable.

The developer is simultaneously applying for \$4,000,000 in TDHCA Multifamily Direct Loan funding under the Supportive Housing/Soft Repayment Set-Aside. Term of the loan will be for 40 years at zero percent interest. The loan will be requested as deferred forgivable.

The \$3,959,037 in Travis County ARPA funding has already been earmarked through a resolution approving the \$50,000,000 in ARPA funds to the Travis County Supportive Housing

Collaborative – a group of seven local non-profits dedicated to serving unhoused Austinites. As the construction costs are finalized over the summer, the grant amounts will be locked in and loan docs drafted.

Finally, Family Eldercare will make up the gap in sources with an owner equity commitment of \$415,910. This amount will be made up of fundraising to include a FHLB grant or a shifting of additional Travis County ARPA funds once all the budgets and capital stacks of the Collaborative projects have been finalized.

Travis County Commissioners Court

Resolution

- WHEREAS**, Travis County and the neighborhoods within are faced with a crisis of homelessness in our community while also experiencing the COVID-19 pandemic;
- WHEREAS**, the population of people experiencing homelessness or at risk of homelessness is diverse with varied and individual needs with people of color, people with disabilities, and veterans overrepresented in the population of people experiencing homelessness and couples, singles, the elderly, and families with young children are living in cars, in shelters, and in campsites which are now illegal locally and across Texas;
- WHEREAS**, many people experiencing homelessness or at risk of homelessness have no or very low income, lack safe places to sleep and bathe, and suffer ongoing health needs that often cause them to seek help repeatedly from expensive emergency services or to be arrested repeatedly for criminal trespass;
- WHEREAS**, Nationally and locally, evidenced based solutions to homelessness require a holistic approach known as supportive housing;
- WHEREAS**, Rapid Rehousing and Permanent Supportive Housing (PSH) are each types of supportive housing using rental units, such as apartments at Foundation Communities, LifeWorks or SAFE or nestled within market rate apartment complexes or tiny homes at Community First! Village and, in each instance, everyone pays rent and must abide by their lease;
- WHEREAS**, Travis County participates in a successful program that provides PSH for 20 justice involved tenants and is in negotiations with community partners to collectively provide PSH for 200 future tenants; and, Travis County contracts with several non-profit organizations and Integral Care to provide the supportive services, nonetheless, the community need for supportive housing has exceeded the County's or City of Austin's capacity to meet the need;
- WHEREAS**, the Travis County Housing Finance Corporation utilizes public financing tools and strategies to catalyze development of affordable housing and the supportive services people need to thrive;
- WHEREAS**, the Travis County Commissioners Court shares a commitment to use our partnerships to deepen affordability for long periods of time across the county, in areas that offer residents access to transportation, employment, doctors, and groceries;
- WHEREAS**, recently, community groups such as the Austin Chambers, Austin Justice Coalition, ECHO, and the Downtown Austin Alliance working alongside people with lived experience, service providers and city and county officials have come together and set a goal to rehouse 3,000 people over the next 3 years;

System and use a Coordinate Entry System to ensure equitable access to shelter, housing, and services;

WHEREAS, Rapid Rehousing and Permanent Supportive Housing requiring affordable and low barrier rental units, rental vouchers, support services, and case managers reflective of the diversity of the population served are the main strategies planned for meeting that goal;

WHEREAS, the budget necessary to meet the goal exceeds \$500,000,000 and requires a commitment of both public and private resources;

WHEREAS, Travis County has been allocated \$247,450,630 in Local Fiscal Recovery Funds through the American Recovery Plan Act (LFRF/ARPA) which can be used to address public health needs including affordable housing and strategies to rehouse people experiencing homelessness;

WHEREAS, community Stakeholders across Travis County have been working together for years to develop a system of outreach, housing, services, and collaboration designed to make homelessness rare, brief, and non-recurring, as evidenced in the 2017 Action Plan to End Homelessness, the ECHO report Addressing Racial Disparities in Austin/Travis County 2019, the Coordinated Community Plan to Prevent & End Youth Homelessness in Travis County, and the local report Locked Out: Criminal History Barriers to Affordable Rental Housing in Austin, Tx.;

WHEREAS, many individual community members have called and written Travis County leaders to urge that Travis County invest at least \$100,000,000 of LFRF/ARPA funds to address homelessness;

WHEREAS, any commitment of LCRF/ARPA funds by Travis County should be consistent with its financial policies and budget rules for use of one-time funds, and must include measurable outcomes;

WHEREAS, by acting now with a one-time investment of \$110,000,000 to form diverse partnerships with local non-profits and local developers, Travis County can boldly address homelessness by catalyzing the development of deeply affordable housing units and building a pipeline of supportive housing units dedicated for people experiencing homelessness at the scale needed to help meet the community's goal of rehousing 3000 people in 3 years;

WHEREAS, Foundation Communities and Mobile Loaves and Fishes/Community First! Village have requested that Travis County invest \$50,000,000.00 of LFRF/ARPA funds, to create the Burleson Village, a new supportive housing community for approximately 700 new residents;

WHEREAS, the Austin Area Urban League, Caritas, Family Eldercare, Integral Care, LifeWorks, A New Entry, and SAFE Alliance have formed the Travis County Supportive Housing Collaborative and have jointly requested that Travis County invest \$50,000,000 of its available LFRF/ARPA funds, to develop new affordable supportive housing communities at different geographic locations across the County, for approximately 1000 new residents;

WHEREAS, the Other Ones Foundation has successfully operated Camp Esperanza and is moving forward on its plans to construct 200 tiny homes at that site that will provide shelter for an estimated 300 persons and will include supportive services and rental assistance with a goal of rehousing 400 – 475 persons per year, in partnership with Sunrise Church, Integral Care and Travis County Constable Precinct 3;

WHEREAS, Foundation Communities has invested \$20,000,000 in its Juniper Creek Apartments project to provide affordable housing resources for 100 formerly homeless families with children and has committed to connecting these families to case management and supportive services to include childcare and healthcare and needs community partners to complete its project; and

WHEREAS, support of Burleson Village, the Travis County Supportive Housing Collaborative, Camp Esperanza, and Juniper Creek will create the Travis

County Supportive Housing Initiative Pipeline to deliver 2000 deeply affordable housing units; and

WHEREAS, it is crucial to the success of our system that each of these projects engage stakeholders with lived expertise and people who have been impacted by homelessness, community organizations, and the Leadership Council, which is the governing body of the continuum of care, so as to collect adequate input and ensure equitable outcomes for all investments of public funds; and

WHEREAS, community engagement on these projects has already begun and additional opportunities for public input are planned and public hearings will be held at the time that each of these individual projects are brought before the Court for consideration and approval.

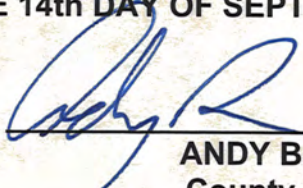
NOW, THEREFORE, BE IT RESOLVED THAT THE TRAVIS COUNTY COMMISSIONERS COURT EARMARK \$110,000,000 OF LFRF/ARPA FUNDS TO CREATE THE TRAVIS COUNTY SUPPORTIVE HOUSING INITIATIVE PIPELINE (TCSHIP) INCLUDING BUT NOT LIMITED TO \$50M FOR THE BURLESON VILLAGE AND \$50M FOR PROJECTS TO BE DEVELOPED IN PARTNERSHIP WITH THE COLLABORATIVE, \$6.5M FOR THE JUNIPER CREEK APARTMENTS, AND \$3M FOR CAMP ESPERANZA.

BE IT FURTHER RESOLVED THAT, PRIOR TO SEEKING FINAL BUDGET APPROVAL FROM THE COURT, ALL PROJECTS SHALL COMPLETE A COMMUNITY ENGAGEMENT PROCESS IN ACCORDANCE WITH EXHIBIT A, ENGAGING IN AN INCLUSIVE PROCESS WITH KEY STAKEHOLDERS TO ENSURE EQUITABLE OUTCOMES FOR THE CLIENTS AND COMMUNITY, AND RESPOND TO THE QUESTIONS PROVIDED THEREIN.


BE IT FURTHER RESOLVED THAT PROJECTS MUST BE CULTURALLY COMPETENT, EQUITABLE, AND INTENTIONAL IN ADDRESSING RACIAL AND OTHER DISPARITIES IN TREATMENT AND SERVICE, INCLUDING PROVIDING ADEQUATE INFRASTRUCTURE FOR PEOPLE WITH DISABILITIES, ELDERLY PEOPLE, TRANS AND NONBINARY PEOPLE, PEOPLE WITH SPECIAL NEEDS AND FORMERLY INCARCERATED PEOPLE.

BE IT FURTHER RESOLVED THAT PROJECTS MUST COORDINATE WITH THE AUSTIN/TRAVIS COUNTY CONTINUUM OF CARE AND SERVE CONTINUUM OF CARE CLIENTS IN ORDER TO BUILD OUT A COMMUNITY-WIDE SYSTEM OF CARE AND SUPPORT ONGOING WORK BY TRAVIS COUNTY TO ADDRESS HOMELESSNESS.

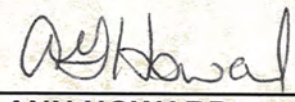
SIGNED AND ENTERED THE 14th DAY OF SEPTEMBER 2021.



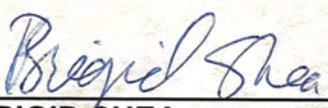
ANDY BROWN
County Judge



JEFFREY W. TRAVILLION
Commissioner, Precinct 1



ANN HOWARD
Commissioner, Precinct 3



BRIGID SHEA
Commissioner, Precinct 2



MARGARET J. GÓMEZ
Commissioner, Precinct 4

RECEIVED

By Gillian Porter at 2:15 pm, Feb 18, 2022

EXHIBIT A

ENGAGING IN AN INCLUSIVE PROCESS WITH KEY STAKEHOLDERS TO ENSURE EQUITABLE OUTCOMES FOR THE CLIENTS AND COMMUNITY.

Conduct an engagement process that includes key stakeholders from:

- People with lived expertise/impacted by homelessness
- BIPOC-led community groups and organizations
- Other service providers/collaborators in the Continuum of Care, that is tasked with coordinating housing and services funding for homeless families and individuals in Travis County and the City of Austin
- Homelessness Response System Leadership Council - The Governing Body of the Continuum of Care formed of representatives from Travis County, the City of Austin, homelessness service providers, leaders with lived experience, and other representatives

People with lived expertise being unhoused should be justly compensated for their time in providing feedback and engaging with these concerns.

The process should answer the following questions:

- How will this project align with the community's desired goals and values, including the goal of equitably housing at least 3,000 unhoused people in the next 3 years. What percentage of the units developed will serve Continuum of Care clients, to ensure a robust interagency, cross-sector approach to addressing homelessness, as recommended by the United States Interagency Council on Homelessness (USICH)?
- How will this project collaborate, share data, and cooperate with other service providers, and encourage a system-wide approach to addressing homelessness, including relying on a coordinated entry process as recommended by USICH?
- How will this process be culturally competent, equitable, and intentional in addressing racial disparities in treatment and service? Will Black and Brown leaders, service providers, case workers, or caregivers be attached to this project?
- What, if any, screening criteria will be used to determine eligibility for housing and service provision under the proposed project? What, if any, terms will be applied to determine whether a person loses access to housing or services being provided under the proposed project? What process may be available for tenants to follow to help them stay stably housed in the event set terms (see previous question) are violated?
- How will this plan create access to opportunities and resources for unhoused people, including necessary support and wraparound services
- How will this project adequately serve people with disabilities, elderly people, trans and nonbinary people, and people with special needs?
- How will the projects funded be evaluated and how will course corrections be made to ensure equitable outcomes are met, including the above contingencies, and that the projects are impacting the most vulnerable in our community
 - Will the County require quarterly/monthly reports on the project outcomes once launched?
 - What are the long-term compliance requirements for the life of the project?
- How will projects adhere to the Austin/Travis County Reentry Roundtable's "Texas Criminal Background Screening Guide for Rental Housing Providers" April 2018 report?

May 4, 2022



Mr. Kent Herring
Rosewood II/Family Eldercare
1700 Rutherford Lane Austin, Texas 78754
Phone: 512.628.0421

Re: Application for construction financing for the Rosewood II, Austin, Texas

Dear Mr. Herring,

The Texas State Affordable Housing Corporation is conducting its initial review of your application for construction financing for the Rosewood II in Austin, Texas. Although we have not completed underwriting, we are happy to provide this Letter of Interest. Your application will require additional review and approval from our loan committee and board before a commitment can be issued. This letter is not to be considered a commitment of funding on behalf of the Corporation.

At this time the proposed construction loan has been underwritten at the principal amount of up to \$420,000, with an interest rate of 3.00% for a term of two years. Interest payments will be due on a monthly basis on the outstanding principal amount drawn. A final payment of the outstanding principal and interest, if any, will be due on the Maturity Date two years after the loan is closed.

We acknowledge the following additional anticipated sources:

- \$4,000,000 deferred, forgivable loan from TDHCA Multifamily Direct Loan Program
- \$3,400,000 deferred, forgivable loan from Austin Housing Finance Corporation - RHDA program
- \$3,959,037 in grant funding from Travis County SLFRF ARP
- \$415,910 in owner equity from Family Eldercare, Inc.

Please let us know if you need any additional information. We are very happy to be working with you on the Rosewood II Apartment project and look forward to moving forward with our approvals.

Sincerely,

A handwritten signature in black ink that reads 'David Danenfelzer'.

David W. Danenfelzer
Senior Director of Development Finance

Texas State Affordable Housing Corporation

6701 Shirley Avenue, Austin, Texas 78752, Ph: 512-477-3555, www.tsahc.org



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Brent Weber

April 11, 2022

Cody Campbell, Director of Multifamily Programs
Texas Department of Housing and Community Affairs
221 E. 11th Street
Austin, TX 78701

Re: TDHCA #22511 – Rosewood II
Owner Contribution

Dear Mr. Campbell:

Family Eldercare, Inc., a mission-driven charitable nonprofit organization, is committed and fully prepared to provide \$415,910 as a permanent owner's contribution to the Rosewood II development. Family Eldercare, Inc. certifies that these funds are and will remain readily available at Commitment and until the required investment is completed. Since Rosewood II will not carry third-party permanent debt, owner contributions are a critical piece of the funding stack. It is very customary for mission-based, service-enriched housing developed by non-profits to have their own funding paired with fundraising as a substantial piece of their permanent funding stack.

Family Eldercare, Inc. has a stellar track record of fundraising as evidenced by this sample of large governmental and private donations:

- Grants
 1. St David's Foundation : \$1,628,397
 2. Moody Foundation : \$450,000
 3. Smith Charitable Foundation: \$290,000
- Anonymous Individual : \$40,000
- Anonymous individual : \$27,500
- Anonymous Individual : \$22,000

Family Eldercare, Inc. is able to make these owner contributions due to its strong fundraising history and fiscal oversight. Past large foundation donors include: St. David's Foundation, Moody Foundation, May and Stanley Smith Foundation, Topfer Foundation, Sheild-Ayers Foundation, Isla Carroll Turner Friendship Trust, The Hammill Foundation, Lola Wright Foundation, Montandon Charitable Trust, Texas Bar Foundation, Texas Women's Lawyers Foundation, Friedel Family Foundation, and many others.

The owner contribution represents less than 5% of the Total Housing Development Cost; therefore, documentation as required by §11.204(7)(C) is not included.

Sincerely,

Kent Herring, Chief Executive Officer
Family Eldercare, Inc.

generously supported by



**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 4 – Project Info

4a. Market Study

SUBMITTED UNDER SEPARATE COVER

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 4 – Project Info

4b. Good Neighbor Policy

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.



Signed

Kent Herring

printed name

4-27-2022

date

GOOD NEIGHBOR POLICY

ROSEWOOD II

2824 and 2826 Real St.
Austin, TX 78722

CONTACT

Conor Kenny, Principal
Capital A Housing
(512) 968-3050
Conor@CapitalAHousing.com

COMMUNICATIONS PLAN FOR NEIGHBORHOOD ENGAGEMENT

Before any other facets of a development are pursued, Capital A Housing will approach the neighborhood and talk to key stakeholders about the project, target population and share examples of the future development.

The following steps have already or will soon be taken to communicate with the neighborhood surrounding the proposed development located at 2824 and 2826 Real St., Austin, TX 78722:

Preliminary Research: Using the City of Austin's Community Registry site and general Internet searches, True Casa Consulting researched the neighborhood organizations that contain the proposed site and identified the following active organizations.

Del Valle Community Coalition
East Austin Conservancy
Rosewood Neighborhood Plan Contact Team

Neighborhood Plan: The development is in the Rosewood Neighborhood Plan area located at the link below:

[Rosewood NP draft.PDF \(austintexas.gov\)](#)

- 1) **Neighborhood Contact:** Capital A Housing will reach out to the priority neighborhood organization(s) to share info on plans for the development of Rosewood II. HPD will be updated once those meetings have occurred.
- 2) **Neighborhood Notification** – The organizations above will be notified as part of the TDHCA notification process. At this time, we do not anticipate a zoning change being necessary. The team will also reach out to neighborhood and publicly engage, as a neighbor, on the plans for development of the site.
- 3) **Neighborhood Engagement** – At the any upcoming neighborhood meetings, Capital A Housing will present information about their firm, plans for design of the building and talk about who will live at the property and what services will be offered.

- After initial phone contact, meetings will be scheduled with any organization that should request such.
- Capital A Housing will invite neighborhood members to volunteer events to get more involved with the project.

4) Implementation/Ongoing Relations – Capital A Housing will implement the following processes to encourage ongoing relations with neighborhood members:

- Neighborhood members will be invited to the Ground Breaking and Ribbon Cutting events that will be held for the property. Neighborhoods will be given recognition for their support.
- The property will invite neighborhood members to participate in services programs being offered at our community.
- The property will invite and educate neighborhood members on the many ways to volunteer with the property.
- Capital A Housing 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.

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 4 – Project Info

4c. SMART Housing Letter



City of Austin

P.O. Box 1088, Austin, TX 78767
www.cityofaustin.org/housing

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

4/7/2022

S.M.A.R.T. Housing Certification Rosewood II 2824 and 2826 Real Street (ID 859)

TO WHOM IT MAY CONCERN:

Family Eldercare (development contact Conor Kenney; ph: 512-696-6023; email: conor@capitalhousing.com) is planning to develop Rosewood II, a 60-unit **rental** development at 2824 and 2826 Real Steet, Austin, Texas 78722.

Sixty (60) of the units will be leased to households at or below **80%** Median Family Income (MFI). The project will be subject to a minimum 5-year affordability period after issuance of a certificate of occupancy, unless funding requirements are longer.

The Housing and Planning Department (HPD) certifies the proposed project meets the S.M.A.R.T. Housing standards at the pre-submittal stage. Since 52% (31) of the units will serve households at 30% MFI, and 48% (29) of the units will serve households at 50% MFI the development will be eligible for 100% 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 (AWU) Capital Recovery Fees. **This development is fully in accordance with 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 and therefore all of the units will be eligible to receive Austin Water Utility Capital Recovery Fee (CRF) waivers.** The expected fee waivers include, but are not limited to, the following fees:

AWU Capital Recovery Fees
Building Permit
Site Plan Review
Construction Inspection
Demolition Permit Fee

Concrete Permit
Electrical Permit
Subdivision Plan Review
Parkland Dedication Fee
(by separate ordinance)
Regular Zoning Fee

Mechanical Permit
Plumbing Permit
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 512.974.3462 or by email at nathan.jones@austintexas.gov if you need additional information.

Sincerely,

A handwritten signature in black ink, appearing to read 'Nathan Jones', with a stylized, cursive script.

Nathan Jones, Project Coordinator
Housing and Planning Department

Cc: Kristin Martinez, AE

Jonathan Orenstein, AWU

Mashell Smith, ORS

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 4 – Project Info

4d. MOU with ECHO



May 4, 2022

RE: Letter of Support for The Rosewood II

To Whom It May Concern:

The Ending Community Homelessness Coalition (ECHO) is the lead Continuum of Care (CoC) agency for Austin/Travis County. ECHO is charged with creating and managing access to permanent housing on behalf of the homeless response system. The Capital A Housing Group, ECHO, and Family Eldercare are working to develop access to affordable housing units at, at The Rosewood II, 2824 Real St., Austin, TX. 78722. This development project with Capital A Housing will dedicate 100% of the units at The Rosewood II to the Homelessness Response System and will exclusively take referrals through the Coordinated Entry system. These units will be made available to our neighbors exiting homelessness through the Family Eldercare project-based program for the duration of the executed agreement. Subsequently, this project will increase affordable housing options to those apart of our Homelessness Response System. ECHO is therefore in support of the Rosewood II housing development as it will produce long term resources to end homelessness in Austin/Travis County.

Please feel free to reach out with any questions.

Sincerely,

Jezzmen McPeters

Associate Director of Housing and System Advancement

jezzmenmcpeters@austinecho.org

Established Point of Contact:

Paul Mohr

Community Housing Portfolio Manager

paulmohr@austinecho.org

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 4 – Project Info

4e. Resident Services

Rosewood II

Description of Services

i. A description of the services to be provided to residents and/or clients, and the estimated annual cost of providing those services.

Family Eldercare will lead the overall strategy for designing and delivering supportive services to program participants. The objective for supportive services is to enable program participants to live as independently as possible with a focus on stable permanent housing, self-sufficiency and healthy outcomes. In accordance with the CoC Written Standards for Program Delivery, all services are person - centered and follow Housing First principles. Furthermore, services will be documented in the Homeless Management Information System (HMIS).

Family Eldercare will bring the following supportive services on-site through our in-house programs:

Case Management: Housing retention case management will be provided to assess, arrange, coordinate and monitor goals directed by program participants (service planning). The target population for housing retention case management are people who have recently exited chronic homelessness, meaning they live with a disability and have significant histories of homelessness. There is a sufficient staffing plan in place so that all residents can receive case management while adhering to recommended PSH caseload sizes of twelve to fifteen clients per case manager.

Under the provision of case management, residents may also receive:

1. Self-sufficiency services and resources with a focus on benefits enrollment assistance
2. Crisis intervention to prevent and respond to housing and mental health emergencies and substance abuse issues
3. Tenant orientation
4. Dispute resolution for debts related to housing and utilities
5. Legal assistance that may include credit repair and expungement services
6. Referrals and linkage to other available community resources

Service Coordination: Primarily, Service Coordinators assess the needs of residents and develop individualized plans to meet those needs with a focus on linking residents to resources, services and public benefits which enable them to live independently for longer. As a Service Coordinator acts as a facilitator and liaison, their caseload sizes will be larger ratios than for housing retention case management staff. Under the provision of Service Coordination, residents may also receive education programming with a focus on digital literacy and overall health and wellness.

Household Training: Program participants will be guided through a 5-week financial literacy curriculum, Making Every Dollar Count provided by the University of California Cooperative Extension.

Counseling: Family Eldercare is one of only two agencies in Central Texas that provides in-home counseling, and the only program accepting health payers outside of Medicare. Licensed Clinical Social Workers and Licensed Professional Counselors will offer weekly sessions up to 60 minutes for program participants as needed.

Time-Limited Financial Assistance: Family Eldercare is able to offer program participants options for

financial assistance through various programs including rapid re-housing, Best Single Source Plus homelessness prevention, Season for Caring, and through other annual community donations. In 2021, Family Eldercare distributed approximately \$1,850,000 in direct client assistance.

Money Management Services: Money management is an essential service on the continuum of care for older adults and people exiting chronic homelessness. Family Eldercare offers money management services through voluntary services such as Bill Payer where clients are assisted to sort mail, balance checkbooks, and make sure bills are paid on time. Family Eldercare also offers representative payee and fiduciary services through formal appointment from the Social Security Administration or VA.

Family Eldercare will form formal and informal relationships with community partners and service providers to make sure the following services, at minimum, are available to participants on site where possible:

Substance Use Treatment: The Severity of Barriers Data assesses the types of severe barriers of households in permanent housing programs. This data provided by ECHO demonstrates that 95% of PSH participants and 38% of rapid re-housing participants report substance use barriers. Family Eldercare will contract with partners to provide substance abuse treatment on site as needed, including Recovery Unplugged, Communities for Recovery, Recovery People, Austin Recovery, Integral Care, and on-site support groups led by LCSW, LPC, or peer support. Recovery Support Peer Specialists (RSPS) certified under the Texas Certification Board provide services eligible for reimbursement through Medicaid/Medicare and Family Eldercare will seek to employ staff with those credentials.

Medical and Behavioral Health Care: Over the years Family Eldercare has come to realize the need to focus on developing relationships with the health provider of our resident's choice versus only focusing on bringing one provider on-site. Health care choices are driven by health insurance coverage and a variety of providers may be at play. Family Eldercare will contract with partners to provide health care on site as needed, including CommUnity Care, Integral Care, Well Med, Lone Star Circle of Care, Austin Regional Clinic, Bluebonnet Trails, etc. Family Eldercare has established relationships with many of those providers and a Bilingual Health Coordinator will work with residents to develop health goals and establish relationships with health providers.

Food Access: Diabetes remains one of the leading causes of death in the nation, and Family Eldercare seeks to replicate supportive housing and health care collaborations to address this disparity through evidence-based and promising community-based interventions. The site design features including raised garden beds and an outdoor kitchen will promote classes, cooking demonstrations, and fresh produce via a food pantry for residents.

The estimated annual cost of providing supportive services is \$913,907.00 in year one and project a 6 % increase in the subsequent years.

ii. The number and types of residents/clients expected to be served annually.

The project will serve 60 older adults defined as 62 years of age or older experiencing homelessness referred by the CoC.

iii. Developer's experience and qualifications in providing the services to be offered, if services are offered by the developer.

Family Eldercare is a highly qualified agency with the experience and ability to perform affordable housing development and provide supportive housing services to older adults experiencing homelessness. Over the past 40 years, Family Eldercare has developed housing and provided services to meet the needs of older adults and people with disabilities. In recent years services have both expanded and been newly created to focus on housing instability and homelessness in the Austin area.

In 2004 Family Eldercare opened Rosewood Senior Housing, DBA Lyons Gardens, a HUD Sec. 202 property which includes 53 subsidized units in East Austin. Lyons Gardens is an award-winning and service-enriched senior community which combined HUD funding with an additional \$1,720,000 in philanthropic and local funding to create a model for housing that integrates supportive services and active design so that low-income older adults can “age in place.” Among the funding received included \$500,000 from the Federal Home Loan Bank for a commitment to reserve units for older adults experiencing homelessness. Federal Home Loan Bank “special units” continue today with 12 units designated for older adults experiencing homelessness.

The opening of Lyons Gardens led Family Eldercare to adopt the Service Coordination model pioneered by the Robert Wood Johnson Foundation and HUD. From 2009 to 2012, Family Eldercare was the recipient of a “Community Innovations for Aging in Place” grant from the US Department of Health and Human Services to provide education and a variety of support services for seniors at five Austin Housing Authority (HACA) properties. Family Eldercare has honed its expertise in Service Coordination and its partnership with HACA has been recognized and awarded by the American Association of Service Coordinators. Today Family Eldercare Service Coordinators are on-site at twelve communities serving a total of 1,453 units.

Family Eldercare has also provided subsidized transitional housing and case management in a program called “Elder Shelter,” which has since closed due to funding constraints. Family Eldercare partnered with private developers to offer 22 units of transitional housing across six sites in Austin. In addition to transitional housing, older adults were offered case management services to support their transition into safe and affordable permanent housing.

Most recently, Family Eldercare has led the charge for homeless response ramp-up during the pandemic. This includes securing over \$2,000,000 in CARES Act funds for rapid re-housing services and transitioning 145 households into permanent housing. Furthermore, Family Eldercare was successful in standing up a new rent assistance program with CDBG-CV funds and distributing more than \$810,000 in housing payments for 197 unique households. Family Eldercare has not only managed to keep up high quality services and outcomes throughout the pandemic, but has also managed to successfully grow services with a commitment to serve more clients in need. This success led to the City of Austin entering into a \$2.9M agreement with Family Eldercare as the primary service provider for the first phases of the HEAL Initiative (Housing-Focused Encampment Assistance Link). Family Eldercare will provide Rapid Rehousing case management and rental assistance for individuals relocated from encampments to bridge shelters, assisting them as they locate and stabilize in permanent rental housing.

iv. Description of the organization(s) providing the services and a memorandum of understanding or some other type of signed agreement that indicates the relationship between the developer and service provider, if the services are provided by an external organization.

Family Eldercare will be the service provider and property manager for the project. Family Eldercare is a 40-year-old Central TX-based 501(c)(3) nonprofit guided by the vision that a supportive community is a

great place to grow old. We believe older adults and people with disabilities are a vital part of creating a more livable, inclusive community for everyone.

Our agency was founded in 1982 by two women with a groundbreaking idea: develop resources and training for families caring for their aging loved ones. Jackie Lelong and Tina Dublin were experts in the field of aging and they took action to fill an unmet need. Over the last 40 years, the legacy of our founders has lived on in the innovative programs we create to meet the evolving needs of our community.

Today, Family Eldercare thoughtfully partners with families and individuals to create stability, dignity, and success for aging Central Texans. As fierce advocates for aging in place, we offer a continuum of services to keep our community healthy, socially connected, financially secure, stably housed, and protected from abuse, neglect, or exploitation regardless of income.

v. Resumes of key personnel who will be actively involved in the delivery of services including information on certifications, licenses, years of experience, and education

see attached

vi. Financial capacity of the Services provider:

- **Identify sources and amounts of funds that will be or are expected to be utilized to provide supportive services for 3 years from the date of issuance of the Certificate of Occupancy.**
- **Include a services budget which reflects current and anticipated funding and expenses associated with the provision of services for three (3) years**



Key Staff

Kent Herring, Chief Executive Officer: Kent Herring joined Family Eldercare as the Chief Executive Officer in July 2014. Mr. Herring joins our mission with great experience in personally working with the aging community for over 20 years. Mr. Herring relocated from Abilene where he spent 8 years as the Regional Vice President of Sears Methodist Retirement System and the Executive Director of Wesley Court Methodist Retirement Community. He also has 11 years of sub-acute hospital experience in Waco, Texas. He has an extensive track record of building strong and successful organizations and managing large operations. Mr. Herring serves on the board of Best Single Source Plus, a collaboration of 13 nonprofits, as well as LeadingAge Texas, whose mission is to lead not-for-profit members in their efforts to better serve seniors through collaboration in advocacy, networking, services and education.

Brittany Baize, Director of Development & Communications: Brittany oversees all fundraising, strategy and communications activities at Family Eldercare, as well as the 29-year-old Summer Fan Drive program, and has been with the agency since 2017. She has a Bachelor's of Business Administration in Finance from the McCombs School of Business at the University of Texas at Austin, a Bachelor's of Science in Radio-TV-Film from UT Austin, and is an alumna of the Women's Campaign School at Yale. She previously helped YES Prep Public Schools in Houston expand from serving 5,000 students to 20,000 students as their Senior Director of Advancement and later as their Director of Product Management acting as Deputy CIO from 2012-2016. She also was a founding team member of Success Preparatory Academy as Director of Finance and Operations in New Orleans in 2009.

Cheryl Dunn Donley, Director of Finance: Cheryl Dunn Donley oversees the financial operations of the agency and has been with the agency for just under two years. She has more than 35 years of progressive experience working as a staff accountant, office manager, Controller, and Senior Director of Finance with nonprofit and commercial companies in the Austin area. Mrs. Donley graduated from St. Edward's University where she majored in Accounting.

Shontell Gauthier, Financial & Housing Stability Director: Ms. Gauthier has a B.S. from the University of Louisiana at Lafayette. She began work at Family Eldercare in 2006, overseeing the successful transition of 200+ elderly and disabled Hurricane Katrina evacuees in Austin. Prior to working at Family Eldercare, she co-owned and served as the Program Director of Acadiana Community Based Services, an agency that provided supervised, independent living and vocational rehabilitation services for individuals with a developmental disability.

Shondrea Harroon, PhD, Guardianship Director: Dr. Shondrea Harroon recently joined Family Eldercare as the Director of Guardianship. Dr. Harroon is a health care professional who is passionate about connecting people to communities of meaning, promoting healthy dissension, celebrating diversity, and standing up for the full worth of all humans. She is a powerful force in the workplace and uses her positive attitude and tireless energy to encourage others to work hard and succeed.

Joyce Hefner, LMSW, Director Housing and Community Services: Joyce Hefner has worked for Family Eldercare since 1996. She began as Director of Guardianship and Bill Payer services. Currently, she serves as the Director of Housing and Community Services (HCS). As Director of HCS, her responsibilities include program development and expansion; internal and external program monitoring; evaluating and licensing; and billing and contract compliance. HCS includes Home-Based Counseling, Service Coordination (embedded in 12 senior/disabled housing communities), and Healthy Connections Healthy Aging Programs (includes Lifetime Connections Without Walls (LCWW)--a phone-based socialization and learning activity program for home-bound seniors and Living Well! Healthy Aging programs offered at senior/disabled housing communities. The department is comprised of 14 staff. Joyce earned her Master of Science in Social Work with a concentration in Administration and Planning at the University of Texas at Austin. Among other community and stakeholder planning groups, Ms. Hefner participates in the Aging Services Council of Central Texas.



Capital A Housing
5110 Lancaster Ct, Austin, Texas, 78723
Phone 512.761.6161 | Fax 512.761.6167
capitalahousing.com | info@capitalahousing.com

May 5, 2021

To Whom It May Concern:

Capital A Housing is the developer for the projects of the Travis County Supportive Housing Collaborative, whose members are A New Entry, Austin Area Urban League, Caritas of Austin, Family Eldercare, Integral Care, LifeWorks, and SAFE Alliance. Each of these non-profits is developing their own multi-family project with 100% of the units dedicated to homelessness response housing for individuals coming off the Coordinated Entry list. The project in this application is one of those projects.

Because these projects are intended to provide supportive housing to individuals with often high levels of service-needs, the service budgets for these projects are substantial. Across all 468 units of homelessness response housing in the Collaborative member's projects, the total estimated services budget is approximately \$9 million annually.

Participating in the Collaborative gives this project access to one-time and ongoing funds generated by other projects in the Collaborative's portfolio. We are currently engaged in negotiations with the Housing Authority of Travis County that would generate substantial payment-in-lieu-of-taxes (PILOT) for multiple sites that also include market-rate housing. We currently project that the PILOT funds available to the Collaborative members would be \$1.6 million annually, or ~\$3,400 per unit, per year, for each of the Collaborative's project's units.

Additionally, because these projects are all projected to be debt-free, any excess building revenue – which would increase substantially if these projects secure project-based vouchers – would also be available for support services. The Collaborative members are also seeking contracts for support services with local governments, HACA, etc.

Beyond ongoing sources of funding, Collaborative projects are expected to generate \$7 million - \$12 million in one-time cash payments from private development partners.

In sum, these projects can expect a minimum of \$3,400 per year in ongoing payments for support services, plus access to a \$7-\$12 million one-time fund that can be used to cover gaps in support service budgets. Altogether, this substantially reduces the risk of unfunded service budgets for these projects, though fundraising efforts do continue.

Thank you,

A handwritten signature in blue ink, appearing to read "Conor Kenny", is written over a light blue horizontal line.

Conor Kenny
Principal

Supportive Service Budget

NAME OF PROJECT

Rosewood II

<u>Sources</u>	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Total</u>
Travis County Supportive Housing Collaborative Site Partner Tax Donation	\$205,128	\$205,128	\$205,128	\$615,385
5% Resident Service Fee from Project Cash Flow	\$23,218	\$23,682	\$24,156	\$71,056 w/out vouchers
20% Resident Service Fee from Project Cash Flow	\$150,754	\$153,769	\$156,844	\$461,367 w/ vouchers
APH Service Contract w/out vouchers	\$685,561	\$740,719	\$788,602	\$3,816,923
APH Service Contract w/vouchers	\$558,025	\$610,632	\$655,914	\$3,426,612
TOTALS	\$913,907	\$969,530	\$1,017,886	\$4,503,364

<u>Uses</u>	<u>Year 1</u>	<u>Year 2</u>	<u>Year 3</u>	<u>Total</u>
Peer Support	\$0	\$0	\$0	
Case Managers	\$199,680	\$209,664	\$220,147	\$629,491
Service Coordinator	\$49,920	\$52,416	\$55,037	\$157,373
Program Manager	\$62,400	\$65,520	\$68,796	\$196,716
24-Hour Desk Clerks	\$166,440	\$174,762	\$183,500	\$524,702
TOTAL STAFFING	\$478,440	\$502,362	\$527,480	\$1,508,282
Fringe Benefits (Taxes, Benefits, Worker's Comp, Retirement)	\$143,532	\$160,756	\$168,794	\$473,081
TOTAL SALARIES AND FRINGE	\$621,972	\$663,118	\$696,274	\$1,981,364
ANY OTHER SUPPORTIVE STAFF POSITIONS	\$100,000	\$105,000	\$110,250	\$315,250
Program Supplies	\$48,535	\$50,962	\$53,510	\$315,250
HMIS	\$2,400	\$2,400	\$2,400	\$315,250
Short-Term Financial Assistance	\$54,000.00	\$56,700.00	\$59,535.00	\$630,500
Indirect/Admin (10%)	\$87,000.00	\$91,350.00	\$95,917.50	\$945,750
Other				
TOTAL	\$913,907.00	\$969,529.59	\$1,017,886.07	\$4,503,363.57
Cost per Unit	\$15,231.78			

Unit Mix

PSH	60
Rapid Rehousing	
Other	
TOTAL	60

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 5 – Property Info

5a. Appraisal

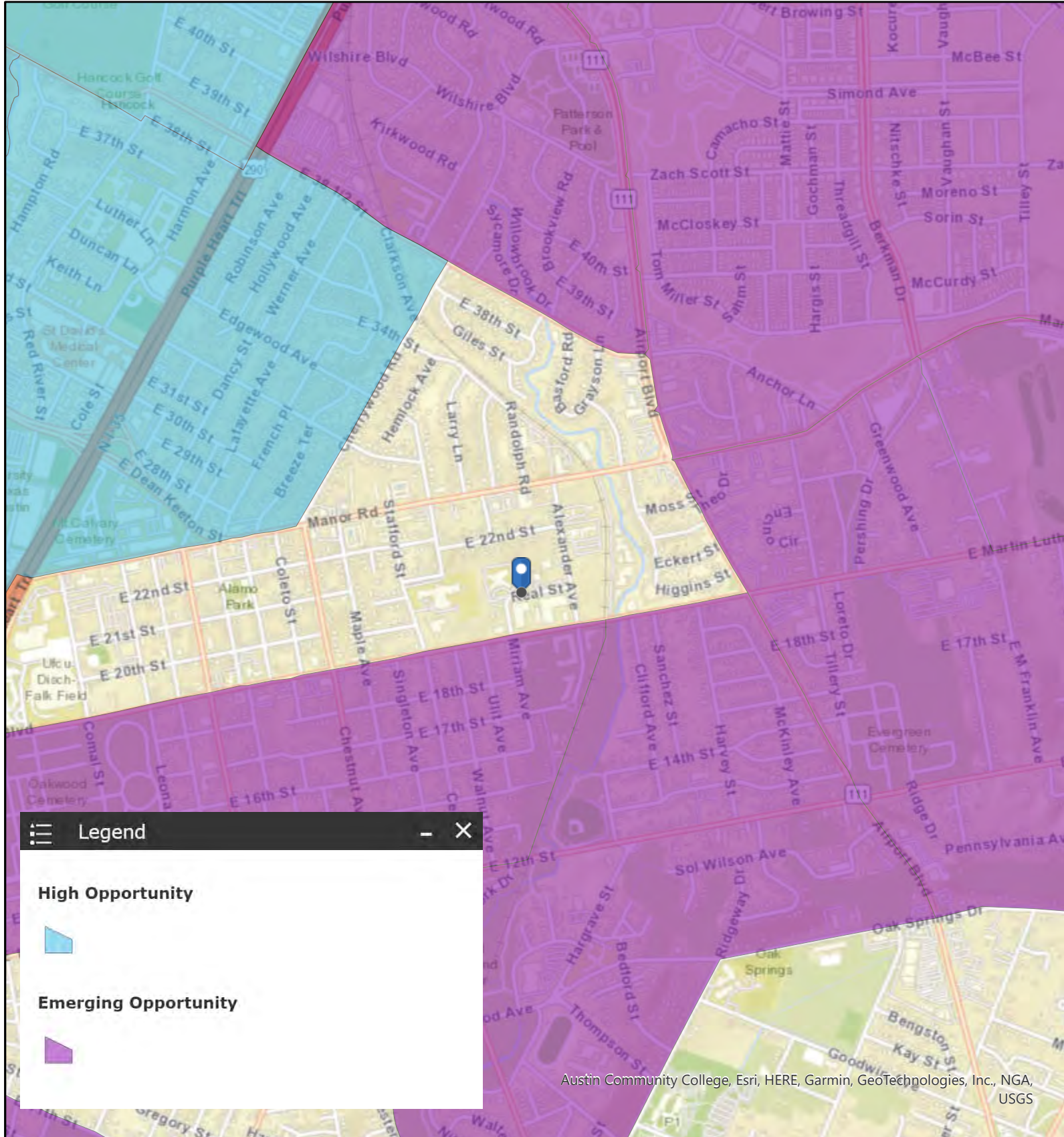
**N/A - No acquisition costs
included in Development
Budget**

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 5 – Property Info

5b. Property Maps



Legend

- High Opportunity
- Emerging Opportunity

Austin Community College, Esri, HERE, Garmin, GeoTechnologies, Inc., NGA, USGS



Real Opportunity Value

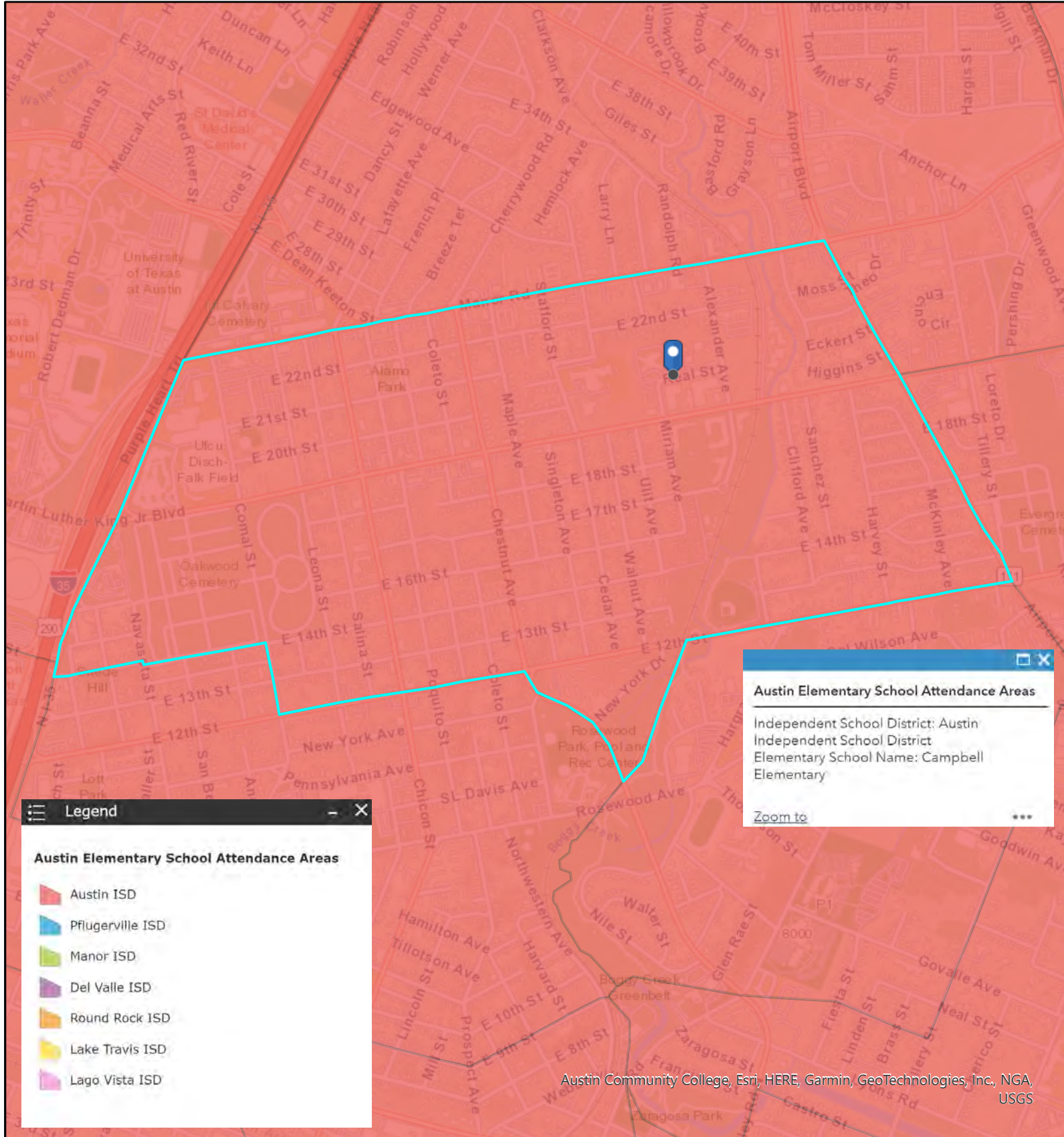


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08 April 2022 ArcGIS Web AppBuilder

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Real Elementary School



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08 April 2022 ArcGIS Web AppBuilder

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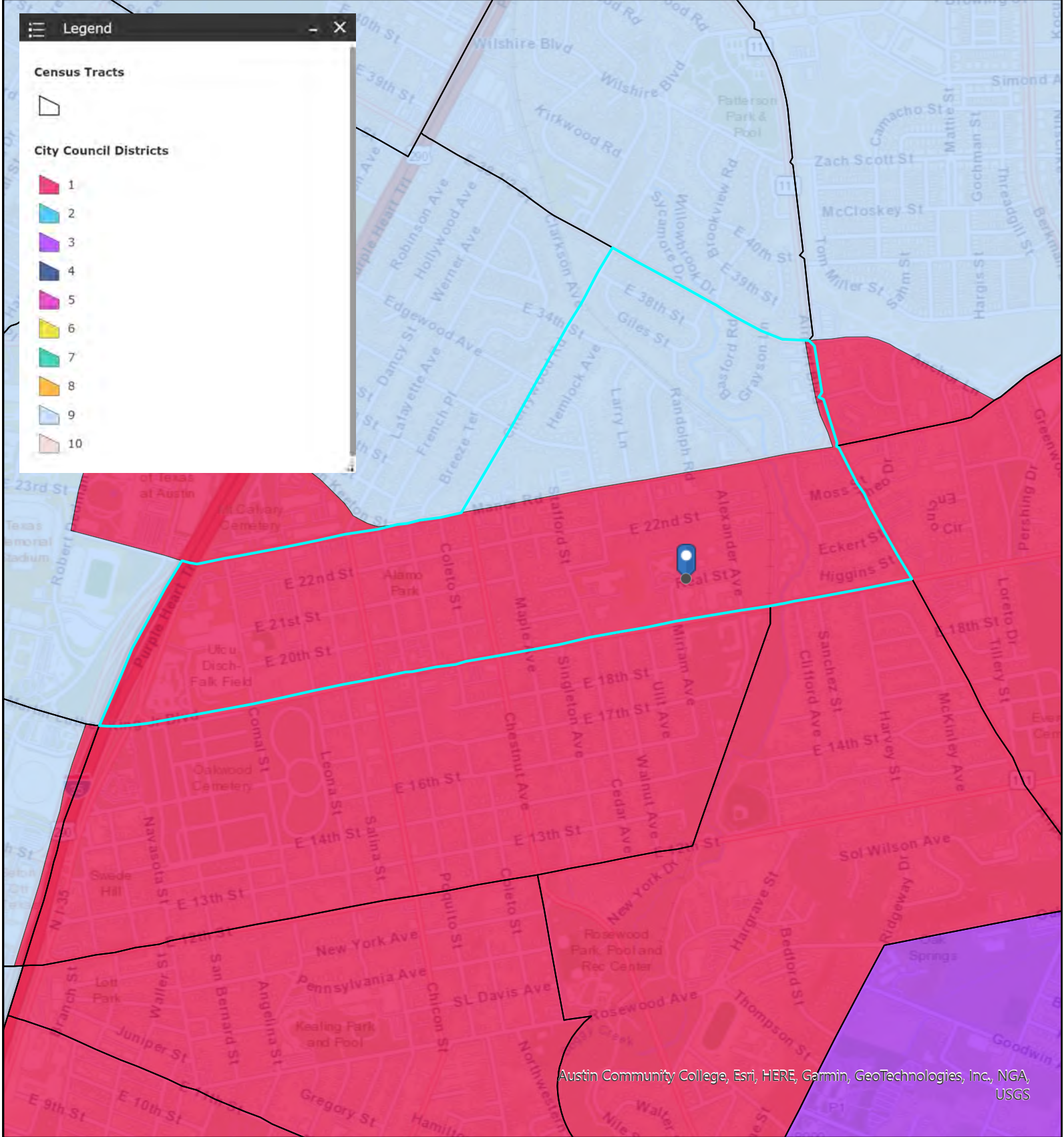
Legend

Census Tracts



City Council Districts

-  1
-  2
-  3
-  4
-  5
-  6
-  7
-  8
-  9
-  10



Austin Community College, Esri, HERE, Garmin, GeoTechnologies, Inc., NGA, USGS



Real Census Tract & Council District



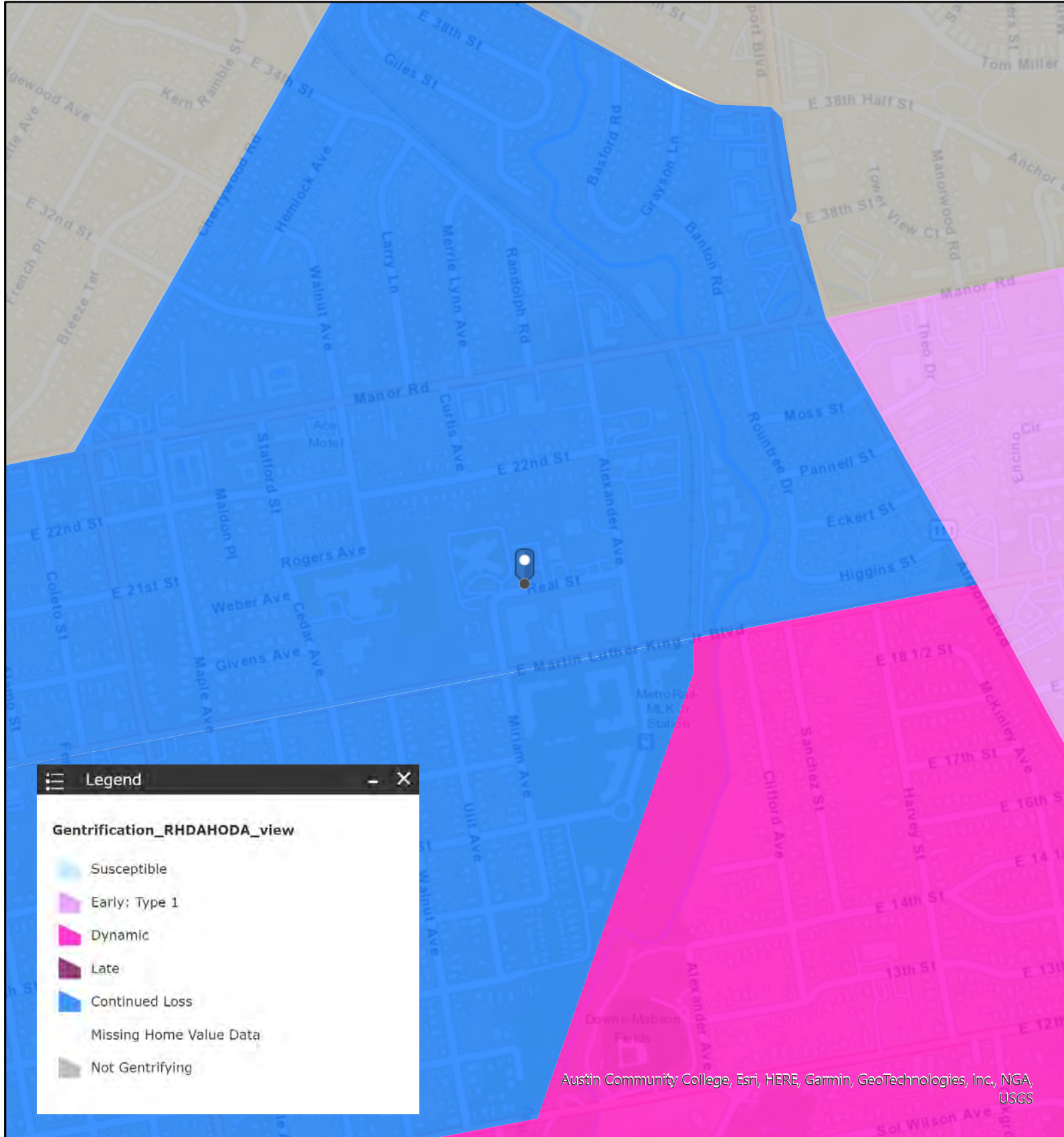
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Legend

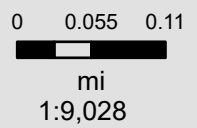
Gentrification_RHDAHODA_view

- Susceptible
- Early: Type 1
- Dynamic
- Late
- Continued Loss
- Missing Home Value Data
- Not Gentrifying

Austin Community College, Esri, HERE, Garmin, GeoTechnologies, Inc., NGA, USGS



Real Gentrification Value



08 April 2022 ArcGIS Web AppBuilder

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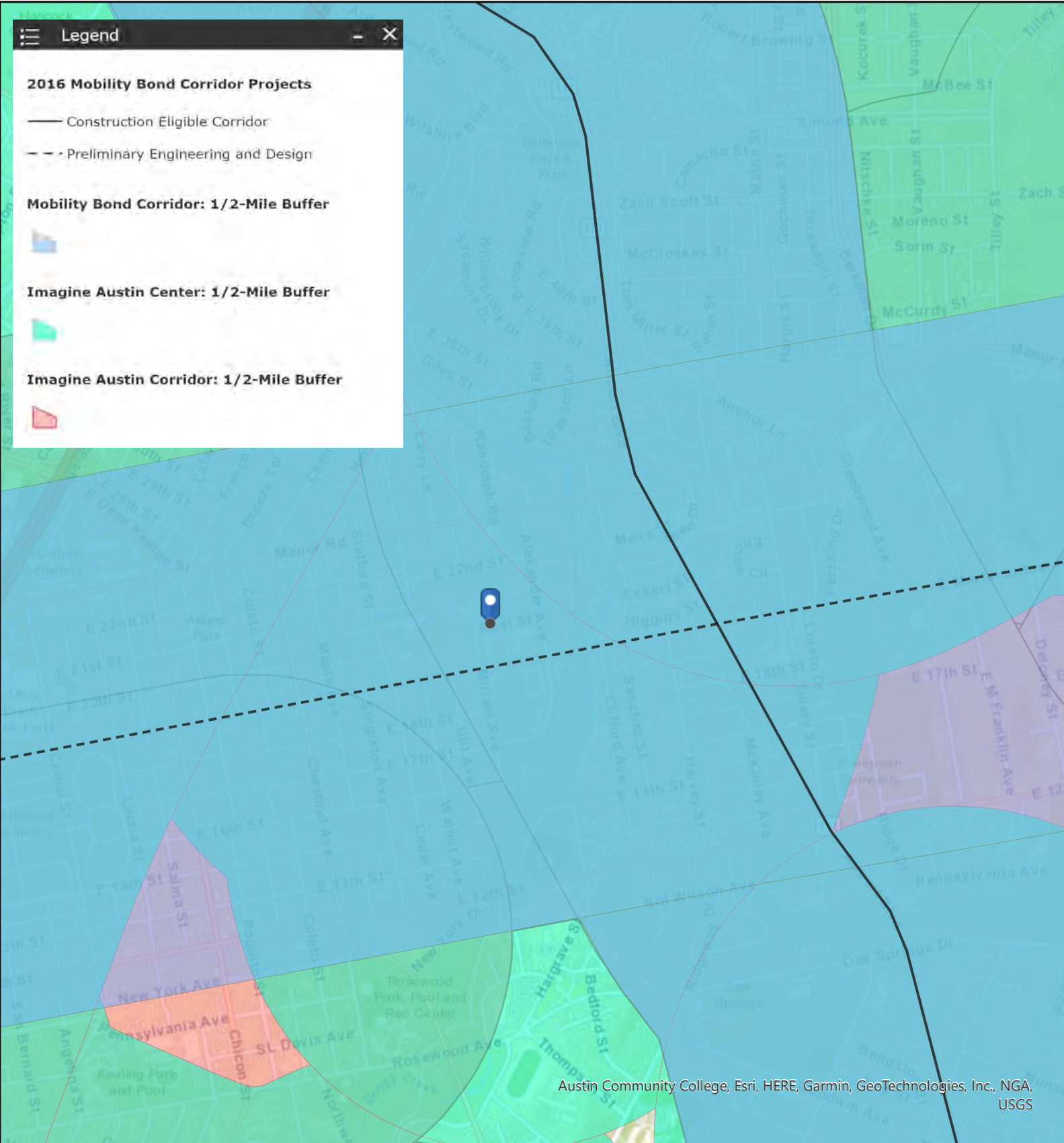
2016 Mobility Bond Corridor Projects

- Construction Eligible Corridor
- - - Preliminary Engineering and Design

Mobility Bond Corridor: 1/2-Mile Buffer

Imagine Austin Center: 1/2-Mile Buffer

Imagine Austin Corridor: 1/2-Mile Buffer



Austin Community College, Esri, HERE, Garmin, GeoTechnologies, Inc., NGA, USGS



Real Mobility Bond & Imagine Austin



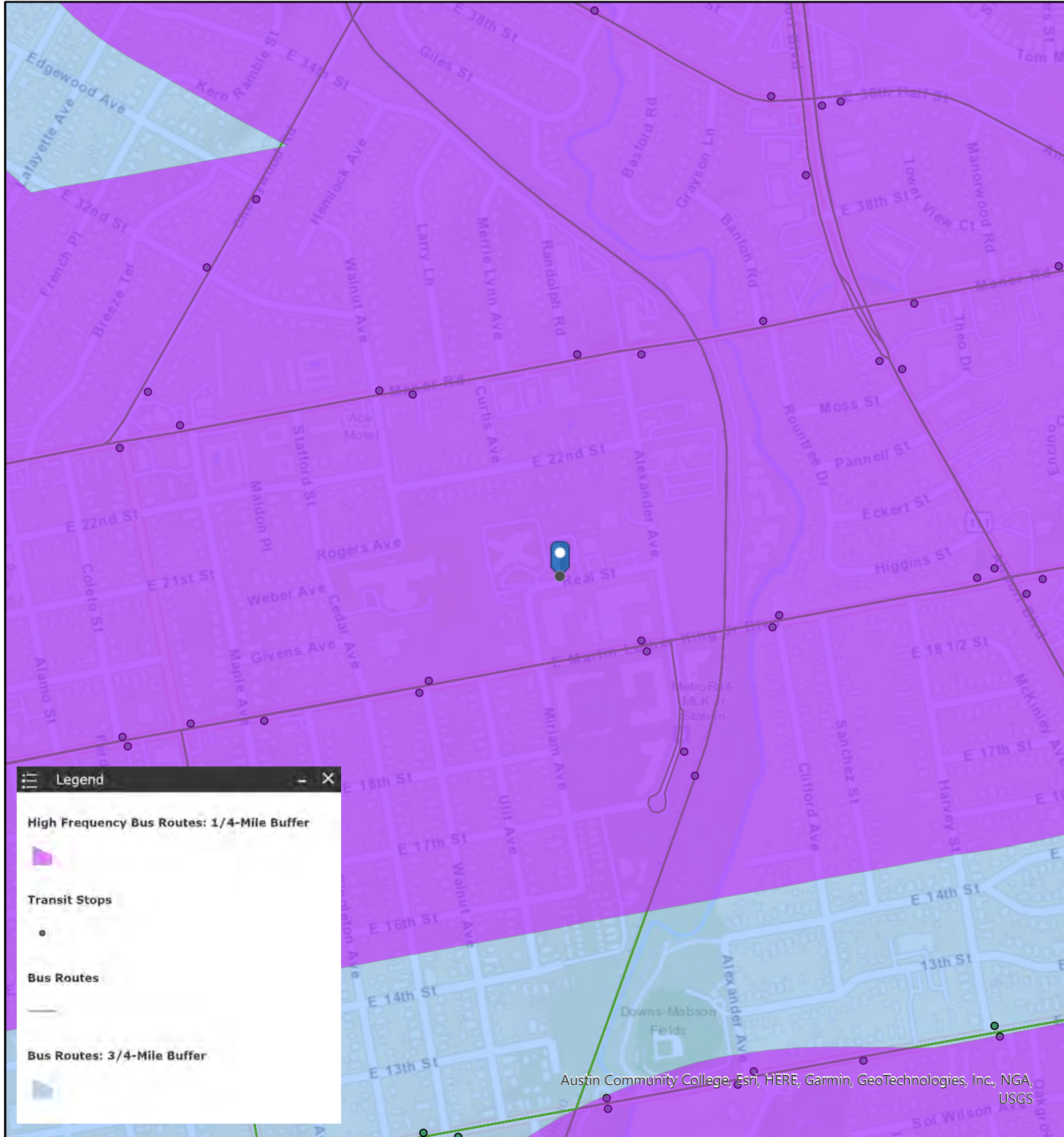
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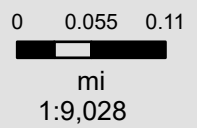
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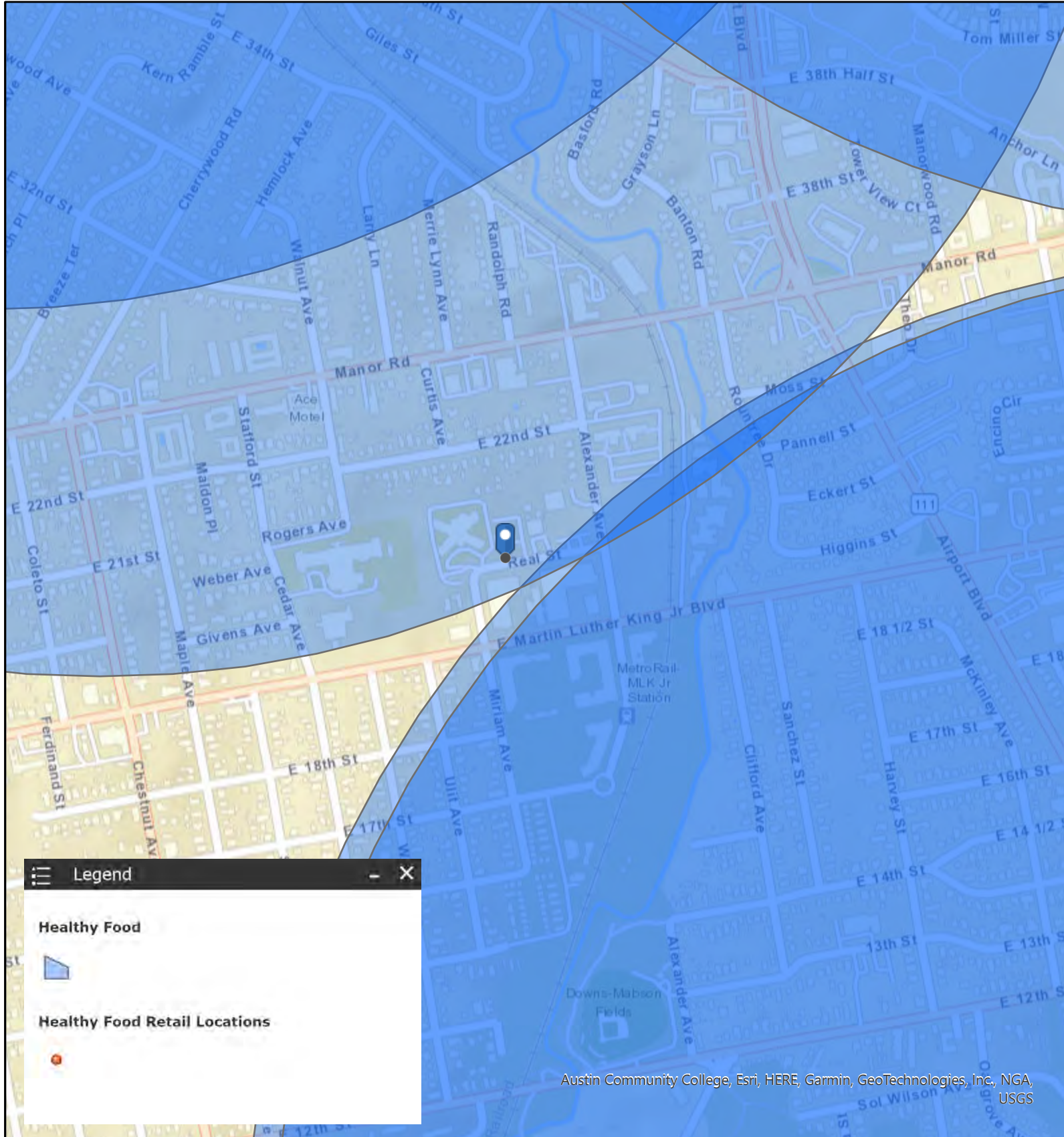


Real Transit



08 April 2022 ArcGIS Web AppBuilder

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Austin Community College, Esri, HERE, Garmin, GeoTechnologies, Inc., NGA, USGS



Real Healthy Food



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08 April 2022 ArcGIS Web AppBuilder

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City of Austin Regulatory Floodplains

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.

0 200 400 Feet



Prepared: 4/8/2022

Address

Contour

Index

Intermediate

Parcel

Fully Developed Floodplain

COA Fully Developed 25-Year

COA Fully Developed 100-Year

COA Master Plan 25-Year

COA Master Plan 100-Year

100-Year (Detailed-AE)

100-Year (Shallow-AO,AH)

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 5 – Property Info

5c. Zoning Verification Letter

**Rosewood II has applied
for Affordability Unlocked
Certification and will
forward upon approval**



Property Profile Report

General Information

Location: **2826 REAL ST**
Parcel ID: **0212120229**
Grid: **MK23**

Planning & Zoning

*Right click [hyperlinks](#) to open in a new window.

Future Land Use (FLUM): **Single Family, Specific Regulating District**

Regulating Plan: [MLK TOD](#)

Zoning: **TOD-NP**

Zoning Cases: [C14-01-0150](#)
[C14-2008-0031](#)
[NPA-2008-0008_01](#)

Zoning Ordinances: **020110-17**
[20090312-027](#)
[20090312-030](#)

Zoning Overlays: **ADU Approximate Area Reduced Parking
Residential Design Standards: LDC/25-2-Subchapter F
Transit Oriented Development: MLK BLVD
Selected Sign Ordinances**

Neighborhood Plan: [ROSEWOOD](#)

Infill Options: **Mixed Use Building Infill Option, Secondary Apartment Infill
Option, Small Lot Amnesty Infill Option**

Neighborhood Restricted Parking Areas: --

Mobile Food Vendors: --

Historic Landmark: --

Urban Roadways: **Yes**

Zoning Guide

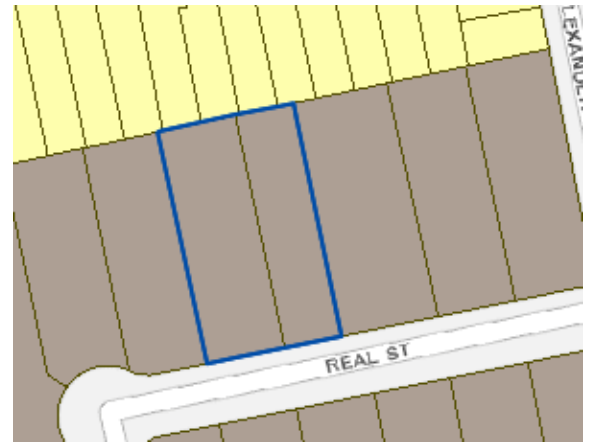
The [Guide to Zoning](#) provides a quick explanation of the above Zoning codes, however, the [Development Assistance Center](#) provides general zoning assistance and can advise you on the type of development allowed on a property. Visit [Zoning](#) for the description of each Base Zoning District. For official verification of the zoning of a property, please order a [Zoning Verification Letter](#). General information on the [Neighborhood Planning Areas](#) is available from Neighborhood Planning.

Environmental

Fully Developed Floodplain: **No**
FEMA Floodplain: **No**
Austin Watershed Regulation Areas: **URBAN**
Watershed Boundaries: **Boggy Creek**
Creek Buffers: **No**
Edwards Aquifer Recharge Zone: **No**
Edwards Aquifer Recharge Verification Zone: **No**
Erosion Hazard Zone Review Buffer: **No**

Political Boundaries

Jurisdiction: **AUSTIN FULL PURPOSE**
Council District: **1**
County: **TRAVIS**
School District: **Austin ISD**
Community Registry: **Austin Independent School District, Austin Lost and Found Pets, Austin Neighborhoods Council, Del Valle Community Coalition, East Austin Conservancy, Friends of Austin Neighborhoods, Homeless Neighborhood Association, MLK Jr. Blvd TOD Staff Liaison, Neighborhood Empowerment Foundation, Neighbors United for Progress, Preservation Austin, Rosewood Neighborhood Plan Contact Team, SELTexas, Sierra Club, Austin Regional Group**



Zoning Map



Current Imagery



Vicinity Map

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 5 – Property Info

5d. Proof of Site Control

SUBLEASE OPTION AGREEMENT

This SUBLEASE OPTION AGREEMENT ("Agreement") is entered into to be effective as of March 31, 2022 (the "Effective Date") by and between 2824/2826 Real Horizontal Investors, LP, a Texas limited partnership ("Sublandlord"), and Family Eldercare, Inc., a Texas not for profit corporation ("Subtenant").

RECITALS:

A. Sublandlord owns certain real property consisting of that parcel of real property located in Travis County, Texas, more particularly described on **EXHIBIT "A"** attached hereto (the "Property"), and all of the buildings, fixtures and other structures and improvements situated on the Property, among other rights associated therewith;

B. Sublandlord currently contemplates entering into (i) an Earnest Money Contract (the "PFC Contract") to sell the real property located in Travis County, Texas, more particularly described on **EXHIBIT "B"** attached hereto that includes the Property (the "Overall Site") to Travis County Facilities Corporation ("Travis County PFC") to convey the Overall Site to the Travis County PFC (the "PFC Conveyance"), (ii) a Lease Agreement with Travis County PFC of the Overall Site (the "PFC Lease") as more fully provided in a Memorandum of Understanding to be entered into by and among Travis County PFC, Sublandlord and Subtenant (the "MOU") and (iii) certain other Definitive Agreements as will be more particularly described in the MOU (the "Definitive Agreements").

Subtenant desires to have, and Sublandlord hereby grants to Subtenant, an option to sublease the Property and improvements, under the terms and conditions set forth herein.

NOW, THEREFORE, in consideration of the mutual covenants and agreements hereinafter set forth, the receipt and sufficiency of which are hereby acknowledged, the parties hereto hereby agree as follows:

1.1 Grant of Option to Sublease. Sublandlord hereby grants to Subtenant the exclusive right and sole option (the "Option") from the date hereof until December 31, 2022 (the "Option Period"), to elect to enter into a sublease for the sublease by Subtenant of the Property from Sublandlord on the terms and conditions set forth herein.

1.2 Notice of Exercise. The Option may be exercised by delivering written notice, no more than ninety (90) and no less than ten (10) days in advanced of exercise (the "Option Notice"), to Sublandlord, in the manner provided in Section 11.1 given during the Option Period stating that Subtenant shall sublease the Property in accordance with the terms and conditions of this Agreement effective as of the Closing Date. The date of such notice is referred to herein as the "Option Notice Date." In the event the Option Notice is not delivered prior to the expiration during the Option Period, then the right and option of Subtenant to sublease the Property from Sublandlord under or pursuant to this Agreement shall automatically expire at the conclusion of the Option Period. Subtenant may terminate this Option at any time upon written notice to Sublandlord. Upon such a termination, the Option price advanced for the month in which the termination takes place shall be retained by Sublandlord.

1.3 Option Price. Subtenant shall pay Sublandlord an option price as follows, during the Option Period, to the extent Subtenant desires to preserve the Option right: During that period commencing on the date hereof through the expiration of the Option Period, Subtenant shall pay to Sublandlord on the first day of each month, in advance, the amount of \$10.00 (or in the event this Option is not effective on the first day of a month, the proportion of that amount based on the number of days remaining in the first month hereof).

ARTICLE II SUBLEASE OF THE PROPERTY

2.1 Sublease of the Property. If the Option is exercised as set forth herein, Sublandlord agrees to sublease to Subtenant and Subtenant agrees to sublease from Sublandlord, the Property, in accordance with the terms, conditions and provisions set forth herein. The document into which the sublease rights shall be memorialized are referred to herein as the "Sublease."

2.2 Subject Clauses. The Sublease provided for in Section 2.1 hereof shall be made by Sublandlord subject to the following:

(a) all exceptions to title set forth in the Commitment (as hereinafter defined) or the Survey (as hereinafter defined);

(b) Any matters affecting the Property or the title thereto arising by virtue of the acts or omissions of Subtenant, its agents, employees, contractors, invitees or sub-subtenants; and

(c) The terms and conditions of the PFC Lease and the Definitive Agreements.

2.3 Closing. If the Option is exercised as set forth herein, the sublease of the Property by Sublandlord to Subtenant ("Closing") shall occur on that date identified in the Option Notice or such other date to which the parties may agree in writing ("Closing Date"), provided, however, the term of the Sublease shall not commence until following the expiration or termination of the current terms of the Leases encumbering the Property (the "Existing Leases"). The Closing shall take place at 10:00 a.m., Austin Time, on the Closing Date at the offices of the Subtenant, or at such other place as Sublandlord and Subtenant may agree in writing.

2.4 Title Commitment.

(a) At any time during the Option Period, the Subtenant shall be entitled to cause a title company of its choice (the "Title Company") to prepare a current commitment for subleasehold title insurance covering the Property to be delivered to Subtenant (a "Commitment"), and obtain a survey of the Property should it so chose, all at its cost (the "Survey").

ARTICLE III TERMS OF SUBLEASE

3.1 Terms of Sublease. The material terms of the Sublease are set forth on **EXHIBIT C** attached hereto. The parties each agree to use reasonable efforts to negotiate the terms of the Sublease

including negotiating any terms not set forth on **EXHIBIT C** necessary to consummate the transactions contemplated in the MOU in a reasonable and good faith manner.

To the extent (1) the parties cannot agree on the terms of the MOU or (2) Sublandlord and Travis County PFC do not or are unable to agree upon the terms of the MOU and the Definitive Agreements referenced thereto, or (3) if the PFC Conveyance has not occurred by the Closing Date, then, as their sole and exclusive remedy, either Sublandlord or Subtenant may terminate this Agreement, the Option herein provided shall terminate and any Option Notice previously given shall be deemed rescinded. **For the avoidance of doubt, the parties' intent is that if the transactions described in Recital B do not occur, this option shall terminate and Subtenant shall have no rights to the Property.**

ARTICLE IV LIEN MATTERS

4.1 Subordinations. To the extent the Property is encumbered by a mortgage prior to the exercise of the Option, upon Subtenant's delivery of the Option Notice, Sublandlord shall use commercially reasonable efforts to obtain from the Lender and Subtenant shall execute, if reasonably satisfactory thereto, a standard Subordination, Non-Disturbance and Attornment Agreement with the relevant lender. Should Sublandlord fail to obtain the Subordination, Non-Disturbance and Attornment Agreement, prior to the Closing Date, at Closing Subtenant shall be entitled to elect to (a) waive such obligation and consummate the Sublease without such instrument being in place, or (b) terminate this Option.

ARTICLE V COVENANTS OF SUBLANDLORD

5.1 Covenants of Sublandlord. Sublandlord hereby covenants and agrees with Subtenant:

(a) At all reasonable times during the Option Period, Sublandlord shall permit Subtenant and such persons as Subtenant may designate to undertake, at the sole cost, risk and expense of Subtenant, such reasonable investigations and inspections of the Property as Subtenant may desire.

(b) Except for the HATC PFC Conveyance, the PFC Lease Agreement and the other Definitive Agreements, Sublandlord may not sell, assign, transfer, convey or otherwise hypothecate any fee or other interest in the Property during the Option Period without the prior written consent of Subtenant. Subtenant acknowledges, however, the existence of the Existing Leases on the Property that expire before Subtenant intends to utilize the Property.

(d) Sublandlord shall take all reasonable actions required of it in order to properly effectuate the purpose and intent of this Agreement.

Subtenant will not, except as required by law, reveal to any third party not approved by Sublandlord (which approval shall not be unreasonably withheld, conditioned or delayed) the results of its inspections of the Property (other than its prospective lenders and investors, lenders, investors, advisors, partners, consultants, real estate brokers and attorneys who are advised by

Subtenant to hold the information in confidence), and upon Sublandlord's written request, Subtenant will promptly restore and/or repair any physical damage caused by such inspections to the Property or the Overall Site. Subtenant must furnish evidence reasonably satisfactory to the Sublandlord that Subtenant maintains not less than Two Million and 00/100 Dollars (\$2,000,000.00) of commercial general liability insurance which insures all activity relating to any tests or studies conducted on the Property by or on behalf of Subtenant. The evidence provided to Sublandlord shall reasonably confirm that such policy(ies) of insurance include a contractual liability endorsement which insures Subtenant's indemnity obligations hereunder, contains a waiver of subrogation and names Sublandlord as an additional insured.

SUBTENANT SHALL DEFEND, INDEMNIFY AND HOLD SUBLANDLORD AND ITS AGENTS HARMLESS FROM ANY DAMAGE, INJURY, LOSS, LIABILITY, COSTS, CLAIMS, DEMANDS, DAMAGES, ACTIONS, CAUSES OF ACTION, AND SUITS ARISING OUT OF OR IN ANY MANNER RELATED TO ANY ACTIONS BY SUBTENANT OR ITS AGENTS, EMPLOYEES, OR CONTRACTORS WITH RESPECT TO ITS INSPECTIONS OF THE PROPERTY, NOT INCLUDING THE COST OR EXPENSE ASSOCIATED WITH THE REMOVAL, REMEDIATION, INSTALLATION OF MONITORING WELLS OR OTHER SIMILAR REMEDIAL ACTIONS REQUIRED FROM ANY PRE-EXISTING ENVIRONMENTAL CONDITIONS DISCOVERED, BUT NOT EXACERBATED, BY ANY ENVIRONMENTAL TESTING CONDUCTED BY OR ON BEHALF OF THE SUBTENANT TO THE EXTENT PERMITTED HEREBY.

ARTICLE VI REPRESENTATIONS AND WARRANTIES

6.1 Representations and Warranties of Sublandlord. Sublandlord hereby represents and warrants to Subtenant as follows, it being expressly understood and agreed that all such representations and warranties are to be true and correct at the date of this Agreement and as of the Closing Date and will survive the Closing:

(a) Sublandlord has full right, power and authority to carry on its business and to own the Property and to execute, deliver and consummate this Agreement; and to sublease the Property to Subtenant under the terms of the Option set forth in this Agreement, subject to the Existing Leases.

(b) The execution of this Agreement by Sublandlord and the consummation and performance of this Agreement by Sublandlord have been duly authorized by the proper officers, directors, or partners (as appropriate) of Sublandlord, and no further authority is necessary on the part of Sublandlord for such execution, delivery, consummation and performance.

(c) The execution, delivery, consummation and performance of this Agreement by Sublandlord will not be in conflict with any agreement or instrument to which Sublandlord is a party, or constitute a default thereunder.

(d) There is no pending litigation or, to the best knowledge and belief of Sublandlord, threatened litigation which does or will affect the Property or the contemplated Sublease.

(e) There are no actions or proceeds pending or, to the best knowledge and belief of Sublandlord, threatened against Sublandlord before any court or administrative agency in any way connected with or relating to the Property, or affecting Sublandlord's ability to fulfill all of its obligations under this Agreement.

(f) Sublandlord has neither received notice nor, except as set forth in the Agreement, has knowledge that any governmental authority, or any employee or agent thereof, considers the Property to violate or have violated any ordinances, law or regulation or order of any governmental or any agency, body or subdivision thereof, or that any investigation has been commenced, or is contemplated, regarding such possible violation.

(g) Sublandlord is not in default in respect of any of its obligations or liabilities pertaining to the Property and there is no known existing state of facts or circumstances or condition or event which would constitute or result in any such default excepting solely the facts that notice has not been given or time for cure has not lapsed or both.

(h) Sublandlord has not (i) made a general assignment for the benefit of creditors; (ii) filed any voluntary petition in bankruptcy or suffered the filing of an involuntary petition by Sublandlord's creditors, unless such proceeding is dismissed or stayed within ninety (90) days after commencement thereof; (iii) suffered the appointment of a receiver to take possession of all or substantially all of Sublandlord's assets; or (iv) suffered the attachment or other judicial seizure of all, or substantially all, of Sublandlord's assets; or (v) admitted in writing its inability to pay its debts as they come due; (vi) made an offer of settlement, extension or composition to its creditors generally.

(i) No person, firm or entity, other than Subtenant, has any right to sublease or otherwise possess or occupy the Property or any part thereof.

ARTICLE VII CONDITIONS TO SUBTENANT'S OBLIGATION

7.1 Conditions to Subtenant's Obligation. If the Option is exercised, the obligation of Subtenant to sublease the Property at the Closing is conditioned upon the fulfillment of all of the conditions referred to in this Agreement (which may be waived in writing, in whole or in part, by Subtenant). Subtenant's obligation to sublease the Property is further conditioned on the following: The representations and warranties of Sublandlord as set forth herein shall be true and correct in all material respects; and Sublandlord shall have complied with and performed all material conditions, covenants and agreements required herein to be performed and complied with by Sublandlord as of the Closing.

ARTICLE VIII DAMAGE, DESTRUCTION OR CONDEMNATION

8.1 Damage, Destruction or Condemnation. If, during the Option Period, there shall occur any casualty or condemnation of any portion of the Property which Subtenant reasonably considers materially detrimental to Subtenant's use and occupancy of the Property under the Sublease,

Subtenant shall be entitled to elect at Closing (or anytime prior thereto) to either (a) consummate the Sublease at Closing, or (b) terminate this Option.

ARTICLE IX DELIVERIES AT CLOSING

9.1 Sublandlord's Obligations at Closing. Sublandlord shall deliver an executed version of the Sublease at Closing, as well as execute those documents reasonably requested by the Title Company should the Subtenant desire to obtain title insurance on its subleasehold interest in the Property, and to the extent Sublandlord is an entity a resolution of Sublandlord authorizing the sublease of the Property on the terms and conditions set forth in the Sublease.

9.2 Subtenant's Obligations at Closing. Subtenant shall deliver an executed version of the Sublease at Closing, as well as a resolution of Subtenant authorizing the sublease of the Property on the terms and conditions set forth in the Sublease.

ARTICLE X SUBLANDLORD'S DEFAULT/SUBTENANT'S REMEDIES

In the event that Sublandlord fails or refuses to comply in a timely manner with its obligations hereunder or is unable to do so as the result of its willful act or failure to act or, in the event that, at the Closing, any of Sublandlord's representations, warranties or covenants contained herein is not true or has been breached, or in the event that any condition precedent to Subtenant's obligations hereunder is not fully satisfied as herein required, the following remedies shall be available to be exercised by or on behalf of Subtenant, at the Subtenant's sole election, as its sole and exclusive alternative remedies:

(a) to terminate the Option by giving Sublandlord timely written notice of such election prior to or at the Closing, and thereupon the Option shall terminate, and, at the election of the Subtenant, the Sublease shall terminate and all parties shall be relieved and resubleased of all further obligations, claims and liabilities hereunder;

(b) to waive, prior to or at the Closing, as applicable, the applicable objection or condition and proceed to consummate the Sublease contemplated hereby in accordance with the remaining terms hereof; or

(c) to enforce specific performance of Subtenant's rights hereunder and Sublandlord's obligations under this Option.

ARTICLE XI GENERAL PROVISIONS

11.1 Notices. Any notices to be given hereunder shall be given by (a) placing the notice in the United States mail, certified or registered, properly stamped, (b) delivered by fax transmission or e-mail, (c) delivered by overnight delivery service, or (d) by personal delivery, in each case addressed

to the location shown below or such other addresses as the respective party may direct in writing to the other, or to such address.

Such notice shall be deemed effective (i) two (2) days after such placing in the mail when delivered by U.S. Mail service, (ii) on the day actually delivered by an overnight delivery service, (iii) upon receipt when delivered by e-mail or confirmation of the completion of the fax (electronic or otherwise) when delivered by fax, or (iv) upon such personal delivery:

Subtenant: Family Eldercare, Inc.
1700 Rutherford Lane
Austin, Texas 78754
Attention: Kent Herring

With a copy to: Macdonald Resnevic, PLLC
3755 S. Capital of Texas HWY, Suite 145
Austin, Texas 78704
Attn: Cory Macdonald
Telephone: (512) 579-0087
E-Mail: cmacdonald@mrfirm.legal

Sublandlord: 2824/2826 Real Horizontal Investors, LP
1023 Springdale Road, Suite 1J
Austin, Texas 78721
Attn: Michael Bernstein
Telephone: (832) 217-5662
E-Mail: michael@thegeysergroup.com

With a copy to: Hornberger Fuller Garza & Cohen Incorporated
The Quarry Heights Building
7373 Broadway, Suite 300
San Antonio, Texas 78209
Attention: Andrew S. Cohen, Esq.
Tel. (210) 271-1715
Fax (210) 271-1740
E-mail: acohen@hfgtx.com

11.2 Governing Law. ANY SALE AND PURCHASE OF THE PROPERTY UNDER THE PROVISIONS OF THIS EXHIBIT SHALL BE GOVERNED BY AND SUBJECT TO THE LAWS OF THE STATE OF TEXAS.

11.3 Time of Essence. Time is of the essence in the performance of each party's obligations under the Option.

11.4 Further Acts. Each Subtenant and Sublandlord agrees to perform or cause to be performed at the Closing or after the Closing any and all such further acts as may be reasonably necessary to consummate the transactions contemplated hereby.

11.5 Construction of Agreement. This Agreement shall not be construed more strictly against one party than against the other merely by virtue of the fact that it may have been prepared by legal counsel for one of the parties, it being recognized that both Sublandlord and Subtenant have contributed substantially and materially to the preparation of this Agreement.

11.6 Severability. If any one or more of the provisions of this Agreement, or the applicability of any such provision to a specific situation, shall be held invalid or unenforceable, such provision shall be modified to the minimum extent necessary to make it or its application valid and enforceable, and the validity and enforceability of all other provisions of this Agreement and all other applications of any such provision shall not be affected thereby.

11.7 Counterpart Execution. This Agreement may be executed in several counterparts, each of which shall be fully executed as an original and all of which together shall constitute one and the same instrument.

11.8 Nonwaiver. Except as otherwise specifically provided for hereunder, no party shall be deemed to have waived any of its rights hereunder unless such waiver is in writing and signed by the party waiving such right. Except as otherwise specifically provided for hereunder, no delay or omission by any party in exercising any right shall operate as a waiver of such right or of any other right. A waiver on any one occasion shall not be construed as a bar to, or waiver of, any right or remedy on any future occasion.

11.9 Entire Agreement. This Agreement (including all Exhibits) constitutes the entire understanding between Sublandlord and Subtenant with respect to the subject matter of this Agreement, and supersedes all negotiations, prior discussions, prior agreements, and understandings relating to such subject matter. No material representation, warranty, covenant, agreement, promise, inducement or statement, whether oral or written, has been made by Sublandlord or Subtenant and relied upon by other that is not set forth in this Agreement or in the instruments referred to in this Agreement, and Sublandlord and/or Subtenant shall not be bound by or liable for any alleged representation, warranty, covenant, agreement, promise, inducement, or statement not set forth in this Agreement.

11.10 Amendment. This Agreement may not be altered or amended, nor any rights provided for in this Agreement waived, except by an instrument in writing executed by the party or parties to be charged with such amendment or waiver. No waiver of any term, provision, or condition of this Agreement, in any one or more instances, shall be deemed to be, or construed as, a further or continuing waiver of any such term, provision, or condition or as a waiver of any other term, provision, or condition of this Agreement.

11.11 Assignment. Subtenant may assign this Agreement to a single purpose entity of which Subtenant is the sole member and formed for the purposes of subleasing the Property. No

other assignment of Subtenant's rights hereunder shall be permitted without Sublandlord's prior written consent.

[SIGNATURE PAGES FOLLOW]

This Option Agreement is executed to be effective as of the date first set forth above.

SUBTENANT:

Family Eldercare, Inc., a Texas not for profit corporation

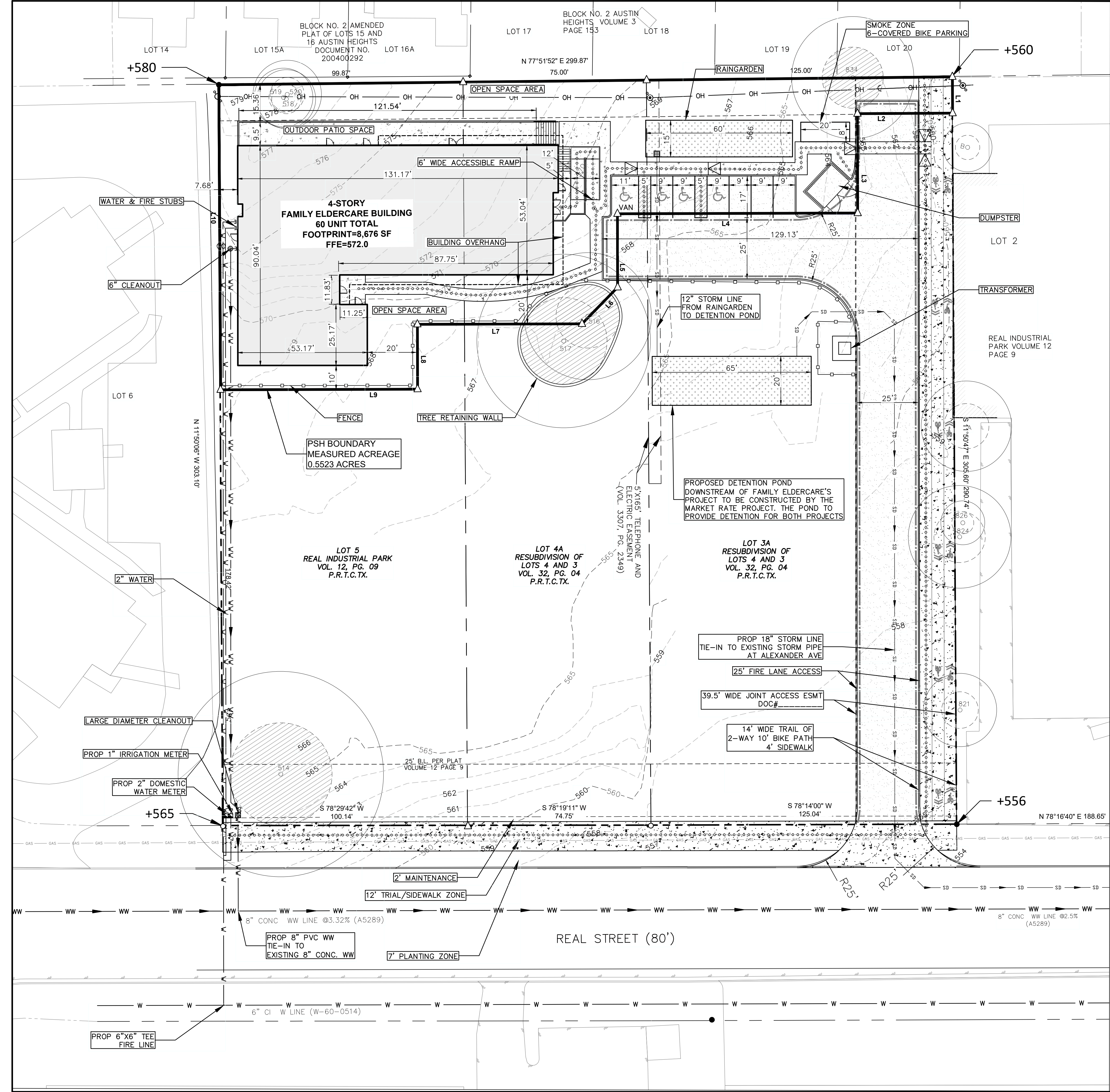
DocuSigned by:
Kent Herring
By: _____
Name: Kent Herring
Title: Chief Executive officer

SUBLANDLORD:

2824/2826 Real Horizontal Investors, LP,
A Texas limited partnership

By: Real Horizontal Investors GP, LP
DocuSigned by:
Matt McDonnell
By: _____
Name: Matt McDonnell
Title: authorized person

EXHIBIT A
SUBLEASE PROPERTY



TREE LIST

Tag No.	Description
R 513	12" and 18" Hackberry
514	42" Live Oak
R 515	15" Spanish Oak
516	26" Live Oak
517	11" and 30" Live Oak
518	12" Mesquite
519	12" Mesquite
520	14" Mesquite
R 521	14" Cedar Elm
R 522	34" Arizona Ash
R 820	9" Hackberry
R 821	15" Live Oak
R 822	10" American Elm
R 823	15" Hackberry
824	10" and 16" Hackberry
826	9" Hackberry
R 828	12" Hackberry
R 829	13" American Elm
R 830	9" Hackberry
R 831	9" Hackberry
R 832	9" Hackberry
R 833	16" Live Oak
834	25" American Elm
A	7" and 15" American Elm
B	10" Bradford Pear

R: REMOVE

LINE	BEARING	DISTANCE
L1	S 11°04' E	14.86'
L2	S 78°12'41" W	38.91'
L3	S 11°39'42" E	40.65'
L4	S 78°19'20" W	98.22'
L5	S 11°40'40" E	30.07'
L6	S 32°45'34" W	20.85'
L7	S 78°19'20" W	67.29'
L8	S 11°40'40" E	26.53'
L9	S 78°19'15" W	80.53'
L10	N 11°50'06" W	124.68'

- NOTE:**
- PERMANENT SUPPORTIVE HOUSING (PSH) SITE AREA IS 0.5523 ACRES.
 - NO PORTION OF THE SITE IS WITHIN FEMA 100-YR FLOODPLAIN.
 - PLAN MATERIALLY ADHERES TO ALL APPLICABLE ZONING, SITE DEVELOPMENT, AND BUILDING CODE ORDINANCES.
 - THIS PROJECT HAS SUBMITTED FOR AFFORDABILITY UNLOCKED CERTIFICATE ORDINANCE 20190509-027.
 - PARKING REQUIREMENT BASED ON CITY OF AUSTIN AFFORDABILITY UNLOCKED ORDINANCE WHICH WAIVES MINIMUM PARKING REQUIREMENTS OTHER THAN TO PROVIDE THE GREATER OF:
 - (A) ONE ACCESSIBLE PARKING SPACE;
 - (B) THE NUMBER OF ACCESSIBLE SPACES REQUIRED BASED ON 100% OF WAIVED REQUIREMENT; OR
 - (C) THE NUMBER OF ACCESSIBLE SPACES REQUIRED UNDER ADA OR FHM.

UNIT MIX SUMMARY TABLE

Unit Type	Unit SF	Number of Units	Mobility Units	HVI Units
Efficiency	363 SF	60	3	2
Total Units		60	3	2

SITE INFORMATION TABLE

Total Site Area (PSH & Market Rate)	91,356 SF	2.097 Acre
Net Site Area (NSA)	91,356 SF	2.097 Acre
PSH Site Area	24,060 SF	0.5523 Acre
Existing Land Use	Miscellaneous Industrial	
Proposed Land Use	Multi-Family Residential	
Existing Zoning	TOD-NP	
Minimum Site Area	N/A	
Gross Floor Area	34,704 SF	0.8 Acre
Building Coverage	8,676 SF	0.2 Acre
Impervious Cover (See IC Table)	14,008 SF	0.3 Acre
Open Space Area	2,500 SF	0.1 Acre
Floor-To-Area Ratio	1.44	
Building Height	52.5'	
Foundation Type	Slab on Grade	

IMPERVIOUS COVER SUMMARY TABLE

PSH Site Area	24,060 SF		0.5523 Acres	
	Existing to Remain	Existing to be Removed	Proposed Addition	Proposed Net
Building Footprint	-	205	8,676	8,676
Parking & Driveway	-	2,304	1,768	1,768
Sidewalk & Others	-	-	3,564	3,564
Total (SF)	-	2,509	14,008	14,008
Total (AC)	0.00	0.06	0.32	0.32
Total (%)	0.0%	10.4%	58.2%	58.2%

PARKING SUMMARY TABLE

Land Use	Quantity	Parking Ratio	Required Spaces
Efficiency Unit	60	1	60
SUBTOTAL			
100% Parking Reduction Under Affordability Unlocked, Except ADA			0
Total Parking Required			0
ADA Accessible Parking			3
ADA Van Accessible Parking			1
Standard Parking			3
Total Parking Provided			7
Total Bike Parking Provided			6

LEGEND

- BOUNDARY / RIGHT OF WAY
- EASEMENT / SETBACK
- CURB / EDGE OF PAVEMENT
- ACCESSIBLE ROUTE (ADA)
- FIRE LANE STRIPING
- RETAINING / SCREENING WALL
- COURTYARD AREA
- GRASSCOTE PAVERS
- PAVEMENT / ASPHALT
- CONCRETE SIDEWALK
- STORM DRAIN LINE
- WATER LINE
- WASTEWATER LINE
- WATER METER
- WATER VALVE
- FIRE HYDRANT
- WASTEWATER MANHOLE
- WASTEWATER CLEANOUT
- BACKFLOW PREVENTER
- STORM DRAIN MANHOLE
- STORM DRAIN CURB INLET
- STORM DRAIN AREA INLET
- TRANSFORMER
- AIR CONDITIONER UNIT
- UTILITY LIGHT
- GUY WER
- DUMPSTER
- SIGN
- BICYCLE RACK
- PARKING BUMPER
- ACCESSIBLE PARKING (ADA)
- CROSSWALK



THE LOCATION OF EXISTING UNDERGROUND UTILITIES ARE SHOWN IN AN APPROXIMATE WAY ONLY. THE CONTRACTOR SHALL DETERMINE THE EXACT LOCATION OF ALL EXISTING UTILITIES BEFORE COMMENCING WORK. HE AGREES TO BE FULLY RESPONSIBLE FOR ANY AND ALL DAMAGES WHICH MIGHT BE OCCASIONED BY HIS FAILURE TO EXACTLY LOCATE AND PRESERVE ANY AND ALL UNDERGROUND UTILITIES.

ROSEWOOD II
2824, 2826 REAL ST. AUSTIN, TEXAS 78722

TDHCA SITE PLAN

CIVILITUDE ENGINEERS & PLANNERS

5110 LANCASTER CT. AUSTIN, TX 78723 FIRM REG # F12469
PHONE 512 761 6161 FAX 512 761 6167 INFO@CIVILITUDE.COM

JOB NO: **A621**

DGN BY: **NMH**

DWN BY: **MD**

RVW BY: **NMH**

11919

08/31/2022

SHEET NO. **1** OF **1**

**EXHIBIT B
OVERALL SITE PROPERTY**

Parcel 1

2824 Real Street, Austin, Texas 78722

Lot 4A, RESUBDIVISION OF LOTS 3, 4 AND LOT 5, OUTLOT 48, DIVISION B, REAL INDUSTRIAL PARK, Travis County, Texas.

AND

Parcel 2

2826 Real Street, Austin, Texas 78722

Lot 3A, RESUBDIVISION OF LOTS 3 AND 4, REAL INDUSTRIAL PARK, according to the map or plat thereof, recorded in Volume 32, Page 4, Plat Records, Travis County, Texas.

EXHIBIT C
MATERIAL TERMS OF THE SUBLEASE

Term	From exercise of Option for a term of forty-five (45) years.
Renewal Terms	Forty-five (45) years.
Monthly Rental	\$0
Permitted Use	The operation of supportive housing within the Sublease Improvements.
Fees and Expenses	Utility expenses and regular maintenance of the property shall be the obligation of Subtenant, while timely payment of taxes related to the property shall continue to be the obligation of the Subtenant.
Sublandlord's Work	
Sublandlord Improvements	None.
Subtenant Improvements	<p>Subtenant shall construct affordable units (the "Sublease Improvements") on the Property and operate such rental units meeting the affordability requirements specified in the final, agreement MOU.</p> <p>Subtenant shall be entitled to make necessary improvements to the property related to and in pursuit of the Permitted Use of the property, subject to the Sublandlord's reasonable approval, which will not be unreasonably withheld, conditioned or delayed.</p>
Parking	The parking on the subleased property shall be for the exclusive use of Subtenant and its guests, invitees and customers.
Security Deposit	Sublandlord will not require Subtenant to provide a security deposit in connection with the Sublease.
Permits and Zoning	To the extent necessary, Sublandlord must cooperate with Subtenant's permitting and execute applications, certifications, documents as may be required by the applicable jurisdiction for the Permitted Use, if any.
Assignment, subletting and mortgages	Subtenant may assign, subsublease, mortgage or encumber its interest in the sublease to entities under the common control with Subtenant entity, without Sublandlord's consent. Subtenant may assign or subsublease to a nonprofit, tax-exempt member of the Travis County Supportive Housing Collaborative, or another suitable nonprofit, tax-exempt entity with experience managing similar projects, with Sublandlord's consent, which will not be unreasonably withheld, conditioned or delayed.

Insurance	Subtenant shall maintain in place full replacement cost property insurance and general liability insurance policies during the term of the Sublease in amounts acceptable to Sublandlord.
Non-Disturbance	Within twenty (20) days after the commencement of the Term, Sublandlord will provide Subtenant a non-disturbance agreement from each lender that is the beneficiary of a deed of trust covering the Property, which non-disturbance agreement will be in a form reasonably acceptable to Subtenant. Subtenant may terminate the Sublease if Sublandlord fails to timely deliver the aforementioned non-disturbance agreement.
MOU Terms	All other terms or provisions applicable to the Sublease Agreement set forth in the final, agreed MOU.

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 5 – Property Info

5e. Phase I ESA

SUBMITTED UNDER SEPARATE COVER

**ROSEWOOD II
AUSTIN, TEXAS**

ATTACHMENT TABS

Attachment 5 – Property Info

5f. SHPO

**NOT
APPLICABLE**