

**THIRD AMENDMENT TO AGREEMENT BETWEEN HARRIS COUNTY AND  
SUNRISE LOFTS LLC, FOR THE SUNRISE LOFTS PROJECT**

RECITALS

WHEREAS, HARRIS COUNTY, a body politic and corporate under the laws of the State of Texas, herein called “Grantee” and **SUNRISE LOFTS, LLC** herein called “Subrecipient” and “Maker” entered into an Agreement on June 8, 2021, to a Community Development Block Grant (CDBG-DR) Disaster Recovery Project in a manner satisfactory to the Grantee and consistent with any standards required as a condition of providing these funds. Such project included construction of the Sunrise Lofts Project for the purpose of providing permanent supportive housing; and

WHEREAS, on July 20, 2021, Commissioners Court approved a First Amendment that amended said Agreement CDBG-DR Round 1 funds “Exhibit D, Budget” through decreasing the following budget line items: Acquisition line item by \$349,405, Site Work line item by \$2,112,000, and Other Construction line item by \$33,988 and reallocating to budget line-item Direct Construction increase by \$2,477,392, with the total amount of CDBG-DR funds remaining at \$15,384,737. The First Amendment also amended said Agreement HOME funds “Exhibit D, Budget” through decreasing Direct Construction budget line item by \$2,834,961 and reallocating the following budget line items to increase Site Work line item by \$1,398,000, Other Construction line item by \$378,175, General Soft Costs line item by \$790,099, Construction Financing line item by \$65,000, and Permanent Loan Financing line item by \$37,856, with the total amount of HOME funds remaining at \$4,427,477. The total amount of all funding for this project is now \$26,176,788 due to increases in the Leveraging budget line items.

WHEREAS, On November 9, 2021, the Commissioners Court approved a Second Amendment that amended said Agreement HOME funding years. Sunrise Lofts Project HOME funding years were revised to the following: HOME 2017 CHDO (\$442,952.90), HOME 2018 CHDO (\$640,685.85), HOME 2018 EN (\$1,505,660.97), and HOME 2019 EN (\$1,838,178.00). The total amount of HOME funding for this project will be \$4,427,477.72. The total amount of CDBG-DR funds will remain \$15,384,738. The total amount of all funding for this project will be \$26,176,787.72. In addition, (i.) Commissioner’s Court approved an increase to the Acquisition Line-Item under CDBG-DR Leverage by \$21,904 and increase the City of Houston HOME Funds Acquisition Line-Item by \$49,000; (ii) approve an increase to the Site Work Line-Item Under Harris County CDBG-DR by \$385,000 and decrease the Harris County HOME Funds (2018) Line-Item by \$385,000; (iii) approve a decrease to the Harris County CDBG-DR Direct Construction Line-Item by \$601,845, increase the Harris County HOME Funds (2018) to the Direct Construction Costs Line-Item by \$385,000, and increase the Harris County HOME Funds (2019) to the Direct Construction Costs Line-Item by \$6,012; (iv) approve an increase to Harris County CDBG-DR Other Construction Costs Line-Item by \$216,845 and decrease the Harris County HOME (2019) Funds Line-Item by \$216,845; (v) approve a decrease in City of Houston HOME Funds from the General Softs Costs Line-Item by \$49,000 and increase Harris County HOME Funds (2019) by \$210,833 and increase Harris County HOME Funds (2017) by \$2,641; (vi) approve a decrease to the Harris County HOME Funds (2017) from the Construction Financing Line Item by \$2,641.

WHEREAS, the parties now desire to revise the HOME funding years to the following: HOME 2018 (\$525,897.54), HOME 2019 (523,799.94), 2021 CHDO (\$578,469.04), 2021 CHDO (578,469.04),

2022 CHDO (\$788,148.30), and 2023 CHDO (\$823,848.00). The total amount of HOME funding for this project will remain unchanged at \$4,427,477.72. The total amount of CDBG-DR funds will remain \$15,384,738. The total amount of all funding for this project will be \$26,176,787.72. In addition, parties now desire to revise the unit description in the agreement, moving the six one-bedroom 50%-80% AMI units to studio units, to bring it into conformance with the approved Harris County Construction drawings.

NOW, THEREFORE, Harris County, Nonprofit, and the Subrecipient and Maker do mutually agree as follows:

### TERMS

#### **I.**

The Parties understand and agree, said understanding and agreement also being of the absolute the essence of this Third Amendment is that no additional funds are being appropriated under this Third Amendment.

#### **II.**

“Exhibit D, Budget” attached to the Master Agreement is replaced entirely. The amended Exhibit D, Budget is attached hereto and shall be known as “Exhibit D -1”. All references to Exhibit D will now refer to D-1.


#### **III.**

It is expressly understood and agreed that the Master Agreement is incorporated herein by reference. In the event of any conflict between this Third Amendment to the Agreement and the original Agreement, the terms of this Third Amendment shall govern. All other conditions between the parties shall remain in full force and effect. All other terms of the Master Agreement shall remain in full force and effect as originally written.  
and subsequently amended.

*Signatures to Follow on the Next Page*

IN WITNESS WHEREOF, the Parties have executed this Third Amendment to Agreement this \_\_\_\_\_ day of \_\_\_\_\_ 2024.

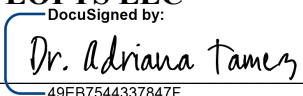
ATTEST:

By:  \_\_\_\_\_  
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Name: Ricardo Rodriguez

Title: Director of Development

**SUNRISE LOFTS LLC**

By:  \_\_\_\_\_  
DocuSigned by: 49EB7544337847F...

Name: Dr. Adriana Tamez

Title: CEO  
Dr. Adriana Tamez  
President and Chief Executive Officer

APPROVED AS TO FORM:

HARRIS COUNTY

CHRISTIAN D. MENEFE

County Attorney

By: *Gina Boul*

GINA BOUL

Assistant County Attorney

By: \_\_\_\_\_

LINA HIDALGO

County Judge

**EXHIBIT D - 1**

**BUDGET**  
**Sunrise Lofts, LLC Borrower**  
**SUNRISE LOFTS PROJECT**  
**Maximum Amount to be Paid Under this Agreement**

It is expressly agreed and understood that the total amount to be paid by Lender and under this Agreement shall not exceed TWENTY-SIX MILLION ONE HUNDRED SEVENTY-SIX THOUSAND SEVEN HUNDRED EIGHTY-SEVEN DOLLARS AND 00/100 (\$26,176,787) as certified available by the Harris County Auditor and evidenced by the issuance of a Purchase Order from the Harris County Purchasing Agent.

Description	Harris County CDBG-DR Funds	Harris County HOME Funds (2017)	Harris County HOME Funds (2018)	Harris County HOME Funds (2019)	City of Houston HOME Funds	CDBG-DR Leveraging	TOTAL
Acquisition	\$ 3,610,595	\$ -	\$ -	\$ -	\$ 1,560,000	\$ 21,904	\$ 5,192,499
Off-Site	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Site Work	\$ 385,000	\$ -	\$ 1,013,000	\$ -	\$ -	\$ -	\$ 1,398,000
Direct Construction	\$ 8,983,464	\$ -	\$ 786,210	\$ 1,118,890	\$ -	\$ -	\$ 10,888,564
Other Construction	\$ 1,558,787	\$ -	\$ -	\$ 161,330	\$ -	\$ 494,284	\$ 2,214,401
General Soft Costs	\$ -	\$ 342,737	\$ 347,136	\$ 557,958	\$ -	\$ 1,656,142	\$ 2,903,973
Construction Financing	\$ -	\$ 62,359	\$ -	\$ -	\$ -	\$ 348,230	\$ 410,589
Permanent Loan Financing	\$ -	\$ 37,856	\$ -	\$ -	\$ -	\$ -	\$ 37,856
Syndication	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Reserves	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 572,441	\$ 572,441
Developer Fees	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,711,572	\$ 1,711,572
<b>Subtotal</b>	<b>\$ 14,537,846</b>	<b>\$ 442,952</b>	<b>\$ 2,146,346</b>	<b>\$ 1,838,178</b>	<b>\$ 1,560,000</b>	<b>\$ 4,804,573</b>	<b>\$ 25,329,895</b>
CSD Management and Oversight and HCED Inspections	\$ 726,892						\$ 726,892
Construction Manager (Fixed \$120,000)	\$ 120,000						\$ 120,000
<b>Total</b>	<b>\$ 15,384,738</b>	<b>\$ 442,952</b>	<b>\$ 2,146,346</b>	<b>\$ 1,838,178</b>	<b>\$ 1,560,000</b>	<b>\$ 4,804,573</b>	<b>\$ 26,176,787</b>
<b>SOURCES (PERMANENT)</b>		<b>AMOUNT</b>					
Harris County CSD CDBG-DR Funds		\$ 15,384,738.00					
Harris County HOME Funds		\$ 4,427,476.00					
City of Houston HOME Funds		\$ 1,560,000.00					
CDBG-DR Leveraging		\$ 4,804,573.00					
<b>Total Sources</b>		\$ 26,176,787.00					
<b>Total Uses</b>		\$ 26,176,787.00					

ORDER OF COMMISSIONERS COURT  
Authorizing Amendment to Loan Agreement

The Commissioners Court of Harris County, Texas, convened at a meeting of said Court at the Harris County Administration Building in the City of Houston, Texas, on the \_\_\_\_\_ day of \_\_\_\_\_, 2024 with the following members present except \_\_\_\_\_.

A quorum was present when, among other business, the following was transacted:

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Commissioner \_\_\_\_\_ introduced an order and made a motion that the same be adopted. Commissioner \_\_\_\_\_ seconded the motion for adoption of the order. The motion, carrying with it the adoption of the order, prevailed by the following vote:

	Yes	No	Abstain
Judge Hidalgo	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Ellis	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Garcia	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Ramsey	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>
Comm. Briones	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>

The County Judge thereupon announced that the motion had duly and lawfully carried and that the order had been duly and lawfully adopted. The order thus adopted as follows:

- Section 1:

The Harris County Judge is authorized to execute the Third Amendment to the loan agreement between Harris County and Sunrise Lofts LLC, for the Sunrise Lofts Project. The Third Amendment to the Agreement is attached hereto and made a part hereof for all purposes.
- Section 2.

HCCSD and its Executive Director, or his/her designee, are authorized to take such actions and execute such other documents as they deem necessary or convenient to carry out the purposes of this order.