

# BRACEWELL

May 24, 2021

**VIA EMAIL: commissionerscourt@hctx.net**

Harris County Commissioners Court  
1001 Preston Street  
Houston, Texas 77002

Re: Harris County Housing Finance Corporation - Commissioners Court Approval of Multifamily Housing Governmental Note (City Parc at West Oaks Apartments) in one or more series

Enclosed is the agenda letter for the captioned project and note, requesting that the item be placed on the agenda for the June 8, 2021 Commissioners Court meeting. The public hearing was held May 3, 2021, and no comments were received from the public.

Please let me know if you need anything else or have any questions concerning the documents included with the request.

Very truly yours,



Elizabeth Bowes  
Partner

Enclosures

cc: Victoria Ozimek  
Rene.Martinez@csd.hctx.net  
Randy.Keenan@cao.hctx.net

**Elizabeth P. Bowes**  
Partner

T: +1.512.542.2104 F: +1.800.404.3970  
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AUSTIN CONNECTICUT DALLAS DUBAI HOUSTON LONDON NEW YORK SAN ANTONIO SEATTLE WASHINGTON, DC

#8062316.1

# BRACEWELL

May 24, 2021

**VIA EMAIL: commissionerscourt@hctx.net**

Harris County Commissioners Court  
1001 Preston Street  
Houston, Texas 77002

Re: Harris County Housing Finance Corporation Multifamily Housing Governmental Note (City Parc at West Oaks Apartments)

By resolution adopted on February 10, 2021, the Board of Directors of Harris County Housing Finance Corporation (the "Corporation") declared its intent to issue its multifamily housing revenue bonds or notes in one or more series (the "Notes") to finance the acquisition and rehabilitation by Houston Leased Housing Associates X, LLLP, the general partner of which is Houston Leased Housing Associates GP X, LLC, or by another entity constituting a wholly-owned affiliate or related person thereto, of a multifamily residential rental development known as City Parc at West Oaks Apartments, and located within the County at 3443 Addicks Clodine Road, Houston, Texas 77082. A public hearing was held on May 3, 2021, with respect to Notes to be issued in an amount not to exceed \$22,650,000, in satisfaction of the requirements of Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"). It is currently expected that the transaction will close in August 2021.

Commissioners Court is respectfully requested to approve the issuance of Notes by the Corporation for the development following the May 3, 2021, public hearing, solely for the purposes of Section 147(f) of the Code. Please place this request for consideration of approval on the June 8, 2021, Commissioners Court agenda.

This request to Commissioners Court includes copies of the notice of the May 3, 2021, public hearing; the report of the May 3, 2021, public hearing; and the resolution to be adopted by Commissioners Court approving the Notes and the development. Also enclosed are certificates to be executed by the appropriate officers of the County upon adoption of the resolution. For convenience, County signature pages have been provided in a separate pdf file.

Thank you for your assistance and please do not hesitate to contact me at 512.542.2104, should any additional information be required or should there be any questions with respect to this request.

Very truly yours,



Elizabeth Bowes  
Partner

Enclosures

cc: Neal Route  
David D'Amelio  
Jeff Drennan

#8062323.1

**Elizabeth P. Bowes**  
Partner

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RESOLUTION APPROVING THE ISSUANCE OF MULTIFAMILY HOUSING  
REVENUE BONDS OR NOTES BY HARRIS COUNTY HOUSING FINANCE  
CORPORATION TO FINANCE ACQUISITION AND REHABILITATION OF CITY  
PARC AT WEST OAKS APARTMENTS BY HOUSTON LEASED HOUSING  
ASSOCIATES X, LLLP

WHEREAS, the Harris County Housing Finance Corporation (the “Issuer”) was created by the Commissioners Court of Harris County, Texas (the “County”) pursuant to the provisions of the Texas Housing Finance Corporations Act, as amended, formerly Article 1269I-7, Vernon's Annotated Texas Civil Statutes, and now codified as Texas Local Government Code, Chapter 394 (the “Act”); and

WHEREAS, by resolution adopted on February 10, 2021, the Issuer declared its intent to issue its revenue bonds or notes to finance the acquisition and rehabilitation of a multifamily residential rental development known as City Parc at West Oaks Apartments, containing approximately 168 units, and located within the County at 3443 Addicks Clodine Road, Houston, Texas 77082 (the “Development”), and to be owned by Houston Leased Housing Associates X, LLLP (the “Owner”); and

WHEREAS, pursuant to Section 147(f) of the Internal Revenue Code of 1986, as amended (the “Code”), the Issuer has conducted a public hearing following reasonable public notice (a copy of which notice is attached hereto as Exhibit A) with respect to the Development and an issue of multifamily housing revenue bonds or notes to be issued by the Issuer in one or more series of tax-exempt bonds or notes in an aggregate principal amount not to exceed \$22,650,000 to finance a portion of the costs of acquisition, rehabilitation and equipping of the Development (the “Bonds”) and has submitted to the County a Report of Public Hearing describing the comments, if any, received at such hearing, a copy of which report is attached hereto as Exhibit B; and

WHEREAS, in order to satisfy the requirements of Section 147(f) of the Code, it is necessary for the County to approve the Bonds and the Development after the public hearing has been held; and

WHEREAS, it is deemed necessary and advisable that this Resolution be adopted;

THEREFORE, BE IT RESOLVED BY THE COMMISSIONERS COURT OF HARRIS COUNTY, TEXAS THAT:

Section 1. The Commissioners Court specifically approves the Bonds, which are to be issued in one or more series in the maximum aggregate principal amount not to exceed \$22,650,000, and the Development described in Exhibit A hereto, pursuant to Section 147(f) of the Code.

Section 2. The approval herein given is in accordance with the provisions of Section 147(f) of the Code, and is not to be construed as any undertaking by the County, and the Bonds shall never constitute an indebtedness or pledge of the County, or the State of Texas, within the meaning of any constitutional or statutory provision, and the holders of the Bonds shall never be paid in whole or in part out of any funds raised or to be raised by taxation or any other revenues of the Issuer, the County, or the State of Texas except those revenues assigned and pledged by the Issuer in the trust indenture that will be executed and delivered in connection with the Bonds.

Section 3. The County Judge, the County Commissioners and County Clerk of the County and the other officers of the County are hereby authorized, jointly and severally, to execute and deliver such endorsements, instruments, certificates, documents, or papers necessary and advisable to carry out the intent and purposes of this Resolution.

PASSED AND APPROVED this \_\_\_\_\_.

\_\_\_\_\_  
County Judge

(SEAL)

ATTEST:

\_\_\_\_\_  
County Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney

PASSED AND APPROVED this \_\_\_\_\_.

\_\_\_\_\_  
County Judge

(SEAL)

ATTEST:

\_\_\_\_\_  
County Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney

PASSED AND APPROVED this \_\_\_\_\_.

\_\_\_\_\_  
County Judge

(SEAL)

ATTEST:

\_\_\_\_\_  
County Clerk

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney

**Exhibit A**

**NOTICE OF PUBLIC HEARING**

**HARRIS COUNTY HOUSING FINANCE CORPORATION  
MULTIFAMILY HOUSING REVENUE BONDS  
(CITY PARC AT WEST OAKS APARTMENTS)**

Notice is hereby given of a telephonic public hearing to be held by Harris County Housing Finance Corporation (the “Issuer”) on May 3, 2021, at 10:00 a.m. Interested parties may join the public hearing on the date and the time indicated above by dialing +1.866.226.4650 (US Toll Free) and, when prompted, entering the access code 240 966 898#.

The hearing is regarding the issuance of the above-named bonds by the Issuer, which may be issued pursuant to a plan of finance in one or more series, in an amount not to exceed \$22,650,000 (the “Bonds”). The Bonds will be issued as exempt facility bonds for a qualified residential rental project pursuant to section 142(a)(7) of the Internal Revenue Code of 1986, as amended (the “Code”). Such qualified residential rental project is commonly known as City Parc at West Oaks Apartments (the “Development”) and is located at 3443 Addicks Clodine Road, Houston, Texas 77082. The owner and principal user of the Development will be Houston Leased Housing Associates Owner X, LLLP (or a related person or affiliate thereof).

All interested persons are invited to express their views with respect to the Development and the issuance of the Bonds. Questions or requests for additional information may be directed to Victoria Ozimek, Bracewell LLP, 111 Congress Avenue, Suite 2300, Austin, Texas 78701 (telephone: (512) 542.2103). Any interested persons unable to attend the hearing, but who would like to express their views on the Development and the issuance of the Bonds, may submit their views in writing to Ms. Ozimek prior to the date scheduled for the hearing.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Code and Revenue Procedures 2020-21 and 2020-49 issued by the Internal Revenue Service.

**Exhibit B**

**CERTIFICATE OF PUBLIC HEARING OFFICER**  
**REGARDING PUBLIC HEARING (INTERNAL REVENUE CODE § 147(f))**

HARRIS COUNTY HOUSING FINANCE CORPORATION  
MULTIFAMILY HOUSING REVENUE BONDS  
(CITY PARC AT WEST OAKS APARTMENTS)

I, the undersigned, do hereby make and execute this certificate in connection with the issuance of the above-referenced obligations (collectively, the “Bonds”) by the Harris County Housing Finance Corporation (the “Issuer”).

I hereby certify as follows:

1. I am the duly appointed hearing officer for the public hearing that was held in connection with the issuance of the Bonds at the time and place indicated in the Notice of Public Hearing attached to the Affidavit of Publication attached hereto as **Attachment I**. Representatives of the developer of the facilities to be financed therewith (the “Project”) were in attendance at the public hearing.
1. No fewer than 7 days before the date of the public hearing, notice of the public hearing was published in a newspaper of general circulation available to residents of the City of Houston, Texas, as evidenced by the Affidavit of Publication attached hereto as **Attachment I**.
3. All interested parties were provided a reasonable opportunity to express their views regarding the Bonds and the Project. No such persons made comments except as is set forth on **Attachment II** hereto.
4. After giving all interested persons a reasonable opportunity to express their views regarding the Bonds and Project, the public hearing was declared closed.

[Remainder of Page Intentionally Left Blank]



WITNESS MY HAND this 3<sup>rd</sup> day of May, 2021.



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Victoria Ozimek  
Hearing Officer

Attachment I - Affidavit of Publication

Attachment II - Names and Comments of Persons Attending Public Hearing

**ATTACHMENT I**  
**AFFIDAVIT OF PUBLICATION**

[Attached]

[illegible]

Product

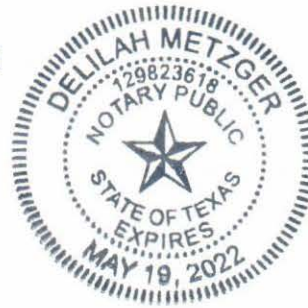
Date

Class

Page

Victoria Bond A R Clark  
NEWSPAPER REPRESENTATIVE

Sworn and subscribed to before me, this 19th Day of April A.D. 2021



[Signature]  
Notary Public in and for the State of Texas

## NOTICE OF PUBLIC HEARING

HARRIS COUNTY HOUSING FINANCE CORPORATION  
MULTIFAMILY HOUSING REVENUE BONDS  
(CITY PARC AT WEST OAKS APARTMENTS)

Notice is hereby given of a telephonic public hearing to be held by Harris County Housing Finance Corporation (the "Issuer") on May 3, 2021, at 10:00 a.m. Interested parties may join the public hearing on the date and the time indicated above by dialing +1.866.226.4650 (US Toll Free) and, when prompted, entering the access code 240 966 898#.

The hearing is regarding the issuance of the above-named bonds by the Issuer, which may be issued pursuant to a plan of finance in one or more series, in an amount not to exceed \$22,650,000 (the "Bonds"). The Bonds will be issued as exempt facility bonds for a qualified residential rental project pursuant to section 142(a)(7) of the Internal Revenue Code of 1986, as amended (the "Code"). Such qualified residential rental project is commonly known as City Parc at West Oaks Apartments (the "Development") and is located at 3443 Addicks Clodine Road, Houston, Texas 77082. The owner and principal user of the Development will be Houston Leased Housing Associates Owner X, LLLP (or a related person or affiliate thereof).

All interested persons are invited to express their views with respect to the Development and the issuance of the Bonds. Questions or requests for additional information may be directed to Victoria Ozimek, Bracewell LLP, 111 Congress Avenue, Suite 2300, Austin, Texas 78701 (telephone: (512) 542.2103). Any interested persons unable to attend the hearing, but who would like to express their views on the Development and the issuance of the Bonds, may submit their views in writing to Ms. Ozimek prior to the date scheduled for the hearing.

This notice is published and the above-described hearing is to be held in satisfaction of the requirements of Section 147(f) of the Code and Revenue Procedures 2020-21 and 2020-49 issued by the Internal Revenue Service.

**ATTACHMENT II**

**NAMES AND COMMENTS OF PERSONS  
EXPRESSING THEIR VIEWS AT PUBLIC HEARING**

None.

CERTIFICATE FOR RESOLUTION

THE STATE OF TEXAS       §  
  §  
COUNTY OF HARRIS       §

I, the undersigned, County Clerk of Harris County, Texas (the "Unit"), do hereby certify as follows:

1.       The Commissioners Court (the "Governing Body") of the Unit convened in regular session by video conference and telephone conference pursuant to the March 16, 2020, action by the Governor of the State of Texas under Section 418.016 of the Texas Government Code suspending certain provisions of the Texas Open Meetings Act; on June 8, 2021 (the "Meeting"), and the roll was called of the duly constituted members of the Governing Body, to-wit:

Lina Hidalgo	County Judge
Rodney Ellis	Commissioner, Precinct 1
Adrian Garcia	Commissioner, Precinct 2
Tom S. Ramsey, P.E.	Commissioner, Precinct 3
R. Jack Cagle	Commissioner, Precinct 4

All of such persons were present, except the following absentees: \_\_\_\_\_  
\_\_\_\_\_, thus constituting a quorum. Whereupon a written:

RESOLUTION APPROVING THE ISSUANCE OF MULTIFAMILY HOUSING  
REVENUE BONDS OR NOTES BY HARRIS COUNTY HOUSING FINANCE  
CORPORATION TO FINANCE ACQUISITION AND REHABILITATION OF CITY  
PARC AT WEST OAKS APARTMENTS BY HOUSTON LEASED HOUSING  
ASSOCIATES X, LLLP

(the "Resolution") was duly moved and seconded and, after due discussion, said motion, carrying with it the adoption of the Resolution, prevailed and carried by the following votes:

AYES: \_\_\_\_\_ NOES: \_\_\_\_\_ ABSTENTIONS: \_\_\_\_\_

2.       A true, full and correct copy of the Resolution is attached to and follows this Certificate; the Resolution has been duly recorded in the minutes of the Meeting; the above and foregoing paragraph is a true, full, and correct excerpt from the minutes of the Meeting pertaining to the adoption of the Resolution; the persons named in the above and foregoing paragraph are the duly elected, qualified and acting members of the Governing Body; each of such members was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting, and that the Resolution would be introduced and considered for adoption at the Meeting, and each of such members consented, in advance, to the holding of the Meeting for such purpose; and the Meeting was open to the public, and public notice of the time, place, and purpose of the Meeting was given, all as required by Chapter 551, Texas Government Code and the March 16, 2020 action by the Governor of the State of Texas under Section 418.016, Texas Government Code, suspending certain provisions of the Texas Open Meetings Act.

SIGNED AND SEALED this \_\_\_\_\_.

Teneshia Hudspeth  
County Clerk, Harris County

By: \_\_\_\_\_  
County Clerk,  
Harris County

(SEAL)



SIGNED AND SEALED this \_\_\_\_\_.

Teneshia Hudspeth  
County Clerk, Harris County

By: \_\_\_\_\_  
County Clerk,  
Harris County

(SEAL)

SIGNED AND SEALED this \_\_\_\_\_.

Teneshia Hudspeth  
County Clerk, Harris County

By: \_\_\_\_\_  
County Clerk,  
Harris County

(SEAL)

## GENERAL CERTIFICATE OF HARRIS COUNTY

We, the undersigned, the County Judge of Harris County, Texas and the County Clerk of Harris County, Texas (the "County"), make this certification for the benefit of all persons interested in the proceedings of the Harris County Housing Finance Corporation (the "Corporation") related to the issuance of the Corporation's Multifamily Housing Governmental Note (City Parc at West Oaks Apartments) Series 2021, in one or more series (collectively, the "Governmental Note") hereby certify on behalf of the Commissioners Court (the "Governing Body") of the County that:

1. On February 10, 2021, and all times since (i) the following persons, each of whom resides within the County, have been duly appointed by the Governing Body of the County and constitute the members of the Board of Directors of the Corporation and (ii) as indicated below, certain of the directors are the duly appointed, qualified and acting officers of the Corporation for the offices set forth opposite their names:

<u>Directors</u>	<u>Offices</u>
W.F. Burge III	President
Steven C. Krueger	Vice President
David Corpus	Secretary/Treasurer
J. Downey Bridgwater	Director
Charles M. Lusk III	Director
Daphne Lemelle	Director
Mary L. Ramos	Director
Elias De La Garza	Director
Jason McLemore	Director

2. The Governing Body of the County has not created a "joint housing finance corporation" within the meaning of the Texas Housing Finance Corporations Act, as amended (the "Act").

3. The Governing Body has approved the Corporation's Articles of Incorporation by resolution adopted on June 9, 1980 and has approved Articles of Amendment to the Corporation's Articles of Incorporation by resolutions adopted on July 17, 1980, March 1, 1988 and September 18, 2001. The Governing Body has not approved any other amendments to the Corporation's Articles of Incorporation.

4. The Governing Body has not amended the Corporation's Articles of Incorporation to change the structure, organization, programs or activities of the Corporation, nor has the Governing Body terminated the Corporation as set forth in Section 394.016(c) of the Act or otherwise, nor has the Governing Body taken any action to limit the effectiveness of the resolution adopted by the Corporation authorizing the Governmental Note or to otherwise affect the transaction.

5. The Attorney General of the State of Texas is hereby authorized to date this Certificate on and as of the date of his approval of the Governmental Note, and this Certificate and the matters herein certified shall be deemed for all purposes to be true, accurate and correct on and as of that date and on and as of the date of delivery of the Governmental Note, unless the County through an authorized officer shall notify the Attorney General and the Corporation in writing to the contrary prior to either of such dates.

WITNESS OUR HANDS AND THE OFFICIAL SEAL OF THE GOVERNING BODY this

\_\_\_\_\_.

\_\_\_\_\_  
County Judge

\_\_\_\_\_  
County Clerk

(SEAL)

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney

WITNESS OUR HANDS AND THE OFFICIAL SEAL OF THE GOVERNING BODY this

\_\_\_\_\_.

\_\_\_\_\_  
County Judge

\_\_\_\_\_  
County Clerk

(SEAL)

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney

WITNESS OUR HANDS AND THE OFFICIAL SEAL OF THE GOVERNING BODY this

\_\_\_\_\_.

\_\_\_\_\_  
County Judge

\_\_\_\_\_  
County Clerk

(SEAL)

APPROVED AS TO FORM:

\_\_\_\_\_  
County Attorney