



**AGENDA FOR THE BOARD OF COMMISSIONERS MEETING
THURSDAY, MAY 21, 2020 – 12:00 NOON
VIA TELECONFERENCE**

PURSUANT TO THE MARCH 16, 2020 NOTICE ISSUED BY THE OFFICE OF THE TEXAS ATTORNEY GENERAL AND IN ACCORDANCE WITH APPLICABLE PORTIONS OF THE TEXAS OPEN MEETINGS ACT, THIS MEETING IS BEING HELD VIA TELEPHONE CONFERENCE.

**THIS WILL CHANGE: Call-in Number is: 1-214-459-3653; Meeting ID: 960-386-711
If listening via computer, this Pass Code is needed: FWHS**

- I. Regular Session – Call to Order.**
- II. Public Comments:** On checking-in, the moderator will ask if you have a question or comment. You may also fill out a public comment registration form before Noon on Wednesday, May 20, 2020 at this link: <https://www.fwhs.org/public-notice-meetings/>
Please limit comments to three (3) minutes.
- III. Consent Agenda:** The Statutory Consent Agenda includes non-controversial and routine items that the Board may act upon with a single vote. A Board member may pull any item from the Consent Agenda for discussion and action as part of the Regular Agenda.

CLICK ON RED TABS IN THIS AGENDA TO ACCESS THE PACKET MATERIALS.

- A. Approval of the Minutes from the Regular Meeting on April 16, 2020. TAB 1
 - B. Correspondence, Articles and Briefs from various print and electronic sources from the previous month. TAB 2
 - C. Monthly Status Reports – TAB 3-8
 - 1. Executive Department: President’s Report; Human Resources, Communications & Procurement
 - 2. Assisted Housing: Department Summary, Forecasting Tool
 - 3. Development: Department Summary
 - 4. Asset Management: Affordable Housing Site Reports
 - 5. Finance & Administration: Department Summary, Budget & Grants Variance, HCV Key Performance, Investment Portfolio,
 - 6. Housing Operations & Client Services: Department Summary, Job Development; Homeownership, Family Self-Sufficiency, Special Programs
- IV. Regular Agenda:** The Board will individually consider & take action on any or all of the following items.
- A. Report on efforts to maintain operations of FWHS during the COVID-19 pandemic. Oral Report
 - B. Development and Asset Management Presentation including Update on Butler Electric Service Outage and RAD Properties. Oral Report

- C. Consider a resolution authorizing the President to adopt any or all COVID-19 HUD Waivers and Alternative Requirements. [2020.08] TAB 9
 - D. Consider a resolution approving the execution of a contract for Accounting and Finance budgeting software services. [2020.09] TAB 10
 - E. Consider a resolution executing an interlocal agreement with Dallas Housing Authority for IT Services Procurement. [2020.10] TAB 11
 - F. Consider a resolution executing an interlocal agreement with Dallas Housing Authority for services related to the Housing Choice Voucher Program. [2020.11] TAB 12
 - G. Consider a resolution approving the loan payoff for the Knights of Pythias Apartments. [2020.12] TAB 13
 - H. Consider a resolution approving the loan payoff for Cambridge Court Apartments. [2020.13] TAB 14
 - I. Consider a resolution approving a Memorandum of Understanding for Harmon Homes. [2020.14] TAB 15
 - J. Consider a resolution approving a Memorandum of Understanding for Additional Services for the Demolition/Abatement of Cavile Place Apartments with McCormick, Baron, Salazar. [2020.15] TAB 16
- V. **Adjourn.**



MINUTES

BOARD OF COMMISSIONERS MEETING FORT WORTH HOUSING SOLUTIONS

PURSUANT TO THE MARCH 16, 2020 NOTICE ISSUED BY THE OFFICE OF THE TEXAS ATTORNEY GENERAL AND IN ACCORDANCE WITH APPLICABLE PORTIONS OF THE TEXAS OPEN MEETINGS ACT, THIS MEETING IS BEING HELD VIA TELEPHONE CONFERENCE.

A Regular Meeting of the Board of Commissioners of Fort Worth Housing Solutions was held at the FWHS Administrative Office Board Room, 1201 East 13th Street, Fort Worth, TX 76102, Fort Worth, TX at 12:00 Noon. on Thursday, the 16th Day of April, 2020. Roll call of the Commissioners was as follows:

PRESENT: Terri Attaway, Chair, presiding
Richard M. Stinson, Vice Chair
Brittany Hall, Commissioner
Michael Ramirez, Commissioner
Danny Scarth, Commissioner

ABSENT: None.

Also present on the teleconference were Mary-Margaret Lemons, President; Heather Raiden, General Counsel; Brian Dennison, Sr. VP of Development & Asset Management; Tyler Arbogast, VP of Development; Sellarstean Mitchell; VP Assisted Housing; Riza Nolasco, VP Finance & Administration; Sonya Barnette, VP of Housing Ops & Client Services; Melanie Kroeker, Human Resources Director; Kelvin Noble, Procurement Director; Margaret Ritsch, Public Affairs Director; Sylvia Hartless, Sr. Staff Attorney; Jose Torres, Controller; Lanesha Davis, Special Programs Manager; Ruben Renteria, Inspections Supervisor; Ravonda Thompson, Customer Service Supervisor; Annie Nelson, Operations Supervisor; Melvlyn Brown, Development Manager; Jeanine Charles, Procurement Assistant; Lachelle Goodrich, EnVision Center Coordinator; Ramon Guajardo Sr., Ramel Company; Kurt Joye, IT Manager & Teleconference Moderator; and Chris Key, Executive Assistant.

I. REGULAR SESSION – CALL TO ORDER.

Terri Attaway, Chair called the regular meeting to order at 12:00 Noon. The Chair called the roll for the other four Commissioners and all answered “present”.

II. ELECTION OF A CHAIRPERSON AND VICE CHAIRPERSON TO SERVE FOR THE ENSUING YEAR.

MOVED TO NOMINATE TERRI ATTAWAY FOR CHAIRPERSON AND
RICHARD M. STINSON FOR VICE CHAIRPERSON: Ramirez

MOTION SECONDED: Scarth

COMMISSIONERS POLLED: Stinson – Aye

Scarth – Aye
Hall – Aye
Ramirez – Aye

MOTION CARRIED UNANIMOUSLY.

III. PUBLIC COMMENTS/PRESENTATIONS/CERTIFICATES/ANNOUNCEMENTS.

(Note: There were two inquiries about the public comment section, but the questions were handled by staff prior to the meeting.) Commissioner Stinson welcomed Commissioner Scarth back since he has missed some meetings.

IV. CONSENT AGENDA: The statutory consent agenda includes non-controversial and routine items that the Board may act upon with a single vote.

A. Consideration of the Minutes from the Regular and Annual Meetings held on February 16, 2020.

B. Communications and Correspondence.

C. Monthly Status Reports.

Consent Agenda:

MOVED FOR APPROVAL: Scarth
MOTION SECONDED: Stinson
COMMISSIONERS POLLED: Hall – Aye
Scarth – Aye
Stinson – Aye
Ramirez – Aye

MOTION CARRIED UNANIMOUSLY.

V. REGULAR AGENDA:

A. REPORT ON EFFORTS TO MAINTAIN OPERATIONS OF FWHS DURING THE COVID-19 PANDEMIC.

Ms. Lemons presented this report and will present the rest of the Board items instead of switching back and forth between staff, so that the teleconference run more efficiently.

Response to the pandemic by FWHS began with a meeting on March 16 of all senior staff and preliminary planning began and continued through all of March 17. Some parts of the plan included eliminating public access to the building, limiting communication with clients to email or other means not involving personal contact; posting the pandemic operation plan on the website; and working with other Housing Authorities throughout the state to present a consistent reaction.

The recent upgrade to cloud-based storage has proved very helpful. Staff are able to log into the FWHS system and work from home. Although no in-person inspections can be carried out there is a way to do some of that work remotely. There is an online-system in place for clients to report changes in income from job losses or hour cutbacks. So far 382 responses have been received. Commissioner Scarth pointed out that the crisis has yielded some good lessons to use in the future. With technology, FWHS can be accessible 24-hours a day; seven days a week to clients.

Trade organizations such as CLPHA, NAHRO and PHADA have been active to promote HUD programs to be part of the COVID-19 Relief Bill. HUD has adjusted its requirements to include waivers for requirements that would be difficult or impossible to complete without physical contact between staff, clients and/or other partners. There will be no scoring for PHAS or SEMAP this year. Two months of HAP and Operating subsidy will be available and possibly more. The impact on the ability of housing authorities to do their jobs is estimated to be minimal so far.

FWHS staff is working with partners and property management companies to address their concerns. There is already a state-wide moratorium on evictions. Persons who cannot pay their rent will still owe that amount but a payback schedule will be arranged. Evictions for criminal activity can still be processed.

B. DEVELOPMENT AND ASSET MANAGEMENT PRESENTATION.

Ms. Lemons reported that there were two recent RAD closings; The Henderson and Aventine Apartments. This leaves just Cambridge Court to close and hopefully that will happen soon. FWHS is relocating Cavile residents and currently only 29 households are left on the property. Even though the COVID-19 crisis slowed the relocation, staff is still trying to help clients relocate safely.

Development plans for Cowan Place and East First Street continue. The award notification for the CNI Implementation Grant has not been announced yet.

C. CONSIDER A RESOLUTION REVISING THE HOUSING CHOICE VOUCHER PROGRAM ADMINISTRATIVE PLAN MODIFYING PREFERENCES AND ELIMINATING A SET-ASIDE OF VOUCHERS FOR A PROGRAM THAT HAS ENDED. [Agenda Item 2020.05, Resolution No. 3043]

MOVED FOR APPROVAL: Ramirez
MOTION SECONDED: Stinson
COMMISSIONERS POLLED: Ramirez – Aye
Stinson – Aye
Scarth – Aye
Stinson – Aye
Hall – Aye

MOTION CARRIED UNANIMOUSLY.

FWHS received 200 Mainstream vouchers that target a specific population of people who are under 62 years of age with a disability. The resolution will allow Assisted Housing to give preference to people transitioning out of homelessness into permanent supportive housing who meet the guidelines for Mainstream. This resolution also ends a set-aside of vouchers for a program that has ended.

D. CONSIDER A RESOLUTION EXECUTING AN AGREEMENT WITH NELROD COMPANY TO OBTAIN INSPECTION SERVICES FOR SITES OWNED BY FWHS. [Agenda 2020.06, Resolution No. 3044]

MOVED FOR APPROVAL: Ramirez
MOTION SECONDED: Scarth
COMMISSIONERS POLLED: Stinson – Aye
Hall – Aye
Scarth – Aye
Ramirez– Aye

MOTION CARRIED UNANIMOUSLY.

FWHS is required to perform inspections at all sites however, HUD regulations prevent FWHS staff from inspecting sites that are FWHS-owned. A contract for inspections of FWHS-owned sites will be executed with Nelrod, a Fort Worth company. FWHS has worked with Nelrod in the past for training and other initiatives.

E. CONSIDER A RESOLUTION MODIFYING THE CONTRACT WITH CVR ASSOCIATES FOR PLANNING AND CONSULTING SERVICES. [2020.07] [Agenda 2020.07, Resolution No. 3045]

MOVED FOR APPROVAL: Scarth
MOTION SECONDED: Hall
COMMISSIONERS POLLED: Scarth – Aye
Stinson – Aye
Hall – Aye
Ramirez– Aye

MOTION CARRIED UNANIMOUSLY.

Extra expense will be incurred because FWHS has now been chosen as a CNI grant finalist. As an example, HUD officials from DC came to Fort Worth for a detailed site tour and several briefings with various partners of the CNI Implementation Grant. This cost would not have been incurred had the FWHS bid not made the short list. The CVR representative for the FWHS application, Melanie Campbell, fortunately lives in the area so her travel was minimal.

There may be further expense incurred if FWHS is awarded the grant but the amount requested at this time should carry the agency through to a point when the CNI grant funds are accessible. At that time a separate procurement request for implementation of the grant scope would be issued.

MOVED FOR APPROVAL: Ramirez
MOTION SECONDED: Scarth
COMMISSIONER POLLED: Stinson – Aye
Hall – Aye
Scarth – Aye
Ramirez– Aye

MOTION CARRIED UNANIMOUSLY.

VI. ADJOURN.

The meeting was adjourned by the Chair at 12:27 p.m.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date



FWHS COMMUNICATIONS COVER SHEET

Board Meeting Date: May 21, 2020

Subject: TAB 2

COMMUNICATIONS:

TAB 2

Letters –

1. Letter of April 23, 2020 from HUD announcing that Fort Worth Housing Solutions (FWHS) is the recipient of a 35M 2019 Choice Neighborhood Implementation Grant.
2. Letter of March 13, 2020 (received on May 13, 2020) from HUD regarding FWHS award of Continuum of Care (COCC) grant funds.

Newspaper, magazine, e-zine, etc. articles/press releases –

1. Press release of April 23, 2020 from HUD announcing the recipients of the 2019 Choice Neighborhood Implementation Grants.
2. Article and picture from the April 24, 2020 Fort Worth Star-Telegram regarding FWHS receiving a 2019 CNI Grant.
3. E-news brief from the May 1, 2020 City of Fort Worth News Page regarding FWHS a portion of the 2020 CARES (Coronavirus Aid, Relief and Economic Security) Act funding.



U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT
WASHINGTON, DC 20410-5000

ASSISTANT SECRETARY FOR
PUBLIC AND INDIAN HOUSING

4/23/2020

Ms. Mary-Margaret Lemons
President
Fort Worth Housing Solutions
1201 13th Street
Fort Worth, TX 76102

The Honorable Betsy Price
Mayor
City of Fort Worth
200 Texas Street
Fort Worth, TX 76102

SUBJECT: Fiscal Year 2019 Choice Neighborhoods Implementation Grant Submission

Dear Ms. Lemons and Mayor Price:

Congratulations! I am pleased to inform you that Fort Worth Housing Solutions and the City of Fort Worth, Texas have been selected to receive a Fiscal Year 2019 Choice Neighborhoods Implementation Grant in the amount of \$35,000,000 to support the Transformation Plan developed for the Stop Six neighborhood. The Department looks forward to working with you to implement this grant. I commend you for your efforts to develop a viable, feasible approach to planning for neighborhood transformation. For your information, enclosed are the scores earned for each rating factor in your application.

As you know, Choice Neighborhoods Implementation Grants are intended to direct resources to improve outcomes related to the three core goals of Housing, People, and Neighborhood. The implementation of a Choice Neighborhoods Transformation Plan is a great responsibility. HUD officials will provide feedback on your Transformation Plan, which is subject to negotiation and HUD approval. Accordingly, it will be essential for you to work closely with HUD officials to ensure that the final plan is positioned for great success. You may expect HUD to work with you to refine your Critical Community Improvements, Supportive Services, and Housing Plans to incorporate applicable program rules and national best practices. Finally, given the complexities of managing a grant with multiple partners and multiple sources of financing, HUD will request that your team identifies a full-time project manager who will have access to key decision makers.

You will soon receive a letter that will provide you with detailed information about your grant. You will also be assigned to a HUD Grants Management Team, who will contact you shortly.

Again, please accept my sincere congratulations. I wish you every success.

Sincerely,

A handwritten signature in black ink, appearing to be "R. Hunter Kurtz", with a long horizontal line extending to the right.

R. Hunter Kurtz
Assistant Secretary for Public and Indian Housing



U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT
WASHINGTON, DC 20410-7000

OFFICE OF ASSISTANT SECRETARY
FOR COMMUNITY PLANNING AND DEVELOPMENT

March 13, 2020

Ms. Mary-Margaret Lemons
President
Fort Worth Housing Solutions
PO Box 430
Fort Worth, TX 76101

Dear Ms. Lemons:

Congratulations! The U.S. Department of Housing and Urban Development (HUD) is delighted to inform you that the project application(s) that your organization submitted for funding under the Fiscal Year (FY) 2019 Continuum of Care (CoC) Program was selected for a total of \$3,165,447.

The CoC Program is an important part of HUD's mission. CoCs around the country will continue to improve the lives of men, women, and children through their local planning efforts and through the direct housing and service programs funded under the FY 2019 CoC Program Competition. Projects like those of your organization, funded through the CoC program, continue to demonstrate their value by improving accountability and performance every year.

Enclosed are details of the conditional funds for your award(s) that lists: the name(s) of the individual project(s); the project number(s); and the specific amount(s) for the conditionally selected application. HUD's local field office staff will provide instructions for the next steps, including guidance on completing the Technical Submission process.

If you wish to appeal this decision, you have until April 27, 2020, 5pm EST. See Section X of the FY 2019 CoC Program Competition NOFA for more details.

HUD commends your organization's work and encourages it to continue to strive for excellence in the fight to end homelessness.

Sincerely,

A handwritten signature in black ink, appearing to read "John Gibbs", is placed over a light gray rectangular background.

John Gibbs
Assistant Secretary, Acting
Office of Community Planning and Development

Enclosure

Enclosure

TX0106L6T011912
SPC 1 2019-2020
\$1,576,246

TX0108L6T011912
SPC 2 2019-2020
\$1,223,915

TX0337L6T011908
SPC 6 2019-2020
\$185,219

TX0345L6T011906
Change 2019-2020
\$180,067

Total Amount: **\$3,165,447**

HUD AWARDS \$130 MILLION TO REVITALIZE FOUR NEIGHBORHOODS

Federal investments expected to attract more than a \$1.5 billion in additional funding for neighborhood reinvestment

WASHINGTON - Today, the U.S. Department of Housing and Urban Development (HUD) announced four communities across the country will receive a combined \$130 million to redevelop severely distressed public housing and to revitalize surrounding neighborhoods. Provided through HUD's Choice Neighborhoods Initiative, these grants, and the more than \$1.5 billion they will stimulate from other sources, will transform long-struggling neighborhoods and distressed HUD-assisted housing. Read more about these transformation plans.

Secretary Carson announced that the following communities will receive Choice Neighborhoods grants to implement their neighborhood transformation plans:

Fiscal Year 2019 Choice Neighborhoods Implementation Grants		
Awardee(s)	Target Neighborhood	Amount
Fort Worth Housing Solutions / City of Fort Worth, TX *	Stop Six	\$35,000,000
Housing Authority of the City of Los Angeles/City of Los Angeles, CA *	Watts	\$35,000,000
Housing Authority of the City of Winston-Salem/City of Winston-Salem, NC	North East Winston ("Newside")	\$30,000,000
Philadelphia Housing Authority/City of Philadelphia, PA *	Sharswood/Blumberg	\$30,000,000

*** Located in an Opportunity Zone**

"Today's Choice Neighborhoods awards will provide a transformational investment in these neighborhoods," said Secretary Carson. "Even during the Coronavirus outbreak, HUD is continuing to direct support to those communities that need it most."

"The recipients of the Choice Neighborhoods awards have an opportunity to revitalize communities and create more safe and decent housing," said Assistant Secretary Kurtz. "As the Office of Public and Indian Housing works with grantees to address the immediate COVID-19 situation, we are excited to work with grantees to plan for the future."

HUD's *Choice Neighborhoods Initiative* leverages significant public and private dollars to support locally driven strategies that address struggling neighborhoods with distressed public or HUD-assisted housing through a comprehensive approach to neighborhood transformation. Local leaders, residents, and stakeholders, such as public housing authorities, cities, schools, police, business owners, nonprofits, and private developers, come together to create and implement a plan that revitalizes distressed HUD housing and addresses the challenges in the surrounding neighborhood. The program helps communities transform neighborhoods by revitalizing severely distressed public and/or assisted housing and catalyzing

critical improvements in the neighborhood, including vacant property, housing, businesses, services and schools.

Choice Neighborhoods is focused on three core goals:

1. Housing: Replace distressed public and assisted housing with high-quality mixed-income housing that is well-managed and responsive to the needs of the surrounding neighborhood.
2. People: Improve outcomes of households living in the target housing related to employment and income, health, and children's education.
3. Neighborhood: Create the conditions necessary for public and private reinvestment in distressed neighborhoods to offer the kinds of amenities and assets, including safety, good schools, and commercial activity, that are important to families' choices about their community.

The four awardees will create 3,641 new mixed-income units as part of an overall effort to revitalize neighborhoods. Based on information provided in the applications for funding, for every \$1 in Choice Neighborhoods funds, the awardees will leverage an additional \$12 in public and private financing for their project proposals. Together, these four communities self-report leveraging an initial \$1.58 billion through other public/private sources to magnify their impact. Three of the awarded communities are also designated Opportunity Zones, attracting further federal investments.

Choice Neighborhoods builds on the successes of HUD's *HOPE VI Program*, linking housing improvements with a wide variety of public services and neighborhood improvements to create neighborhoods of opportunity. Choice Neighborhoods is HUD's signature place-based program, which supports innovative and inclusive strategies that bring public and private partners together to help break the cycle of intergenerational poverty.

###

HUD's mission is to create strong, sustainable, inclusive communities and quality affordable homes for all. More information about HUD and its programs is available at www.hud.gov and <https://espanol.hud.gov>.

For information about [Opportunity Zones](https://opportunityzones.hud.gov/) visit: <https://opportunityzones.hud.gov/>

You can also connect with HUD on [social media](#) and follow Secretary Carson on [Twitter](#) and [Facebook](#) or sign up for news alerts on [HUD's Email List](#).



Fort Worth Star-Telegram

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HUD gives Fort Worth \$35M to bolster Stop Six project

BY LUKE RANKER
lranker@star-telegram.com

FORT WORTH
One of the last vestiges of public housing in Fort Worth — Cavile Place — will be redeveloped into nearly 1,000 mix-income

townhouses and apartments thanks to a \$35 million federal investment announced Thursday.

The money from the U.S. Department of Housing and Urban Development should spur nearly \$345 million in activity in the Stop Six neighborhood with

the hope that the hodgepodge of vacant lots will transform into a bustling community, according to Fort Worth Housing Solutions.

The housing authority, a developer and consultants have spent much of the past year meeting with Stop Six and Cav-

ile Place residents about the potential to reinvigorate the area. The 300 units at the 1950s-era Cavile Place will be shuttered, and the project will be bulldozed as the housing authority looks to place 990 townhomes and apartments across Stop Six with a focus on mixing

income levels.
The \$35 million federal Choice Neighborhood grant that Fort Worth Housing Solutions won locks the housing authority into providing homes first to former Cavile Place residents before opening the doors to others.
Mary-Margaret Lemons, president of Fort Housing Solutions, called the announcement “a great day.” The novel coronavirus outbreak created some anxiety the project would be delayed.
“We been working for, gosh,

SEE STOP SIX, 8A

FROM PAGE 1A STOP SIX

10 years to come up with a plan for Cavile Place,” she said. “We kept hitting the same roadblock and that was finding funding.”
Like with Butler Place near downtown Fort Worth, the housing authority has been transferring residents to homes around the city using low-income housing vouchers. About 22 residents remain in Cavile, Lemons said. Once they find homes elsewhere, demolition will begin with the goal to start construction on the first phase in

2021.
The project is divided in six phases, each with a mix of housing for various incomes and commercial space. The first phase will focus on low-income senior housing, she said.
In addition to the 300 units for former Cavile Place residents, 351 will be for those making roughly 60% of the area’s median income. They wouldn’t qualify for a housing voucher but also don’t make enough to afford a market rate apartment. Less than 300 units

would be rented at market rate.
Once completed, the area around Cavile Place will look quite a bit different.
Designs from St. Louis-based McCormack Baron Salazar, a developer that specializes in building mixed-income housing in urban neighborhoods, show buildings lining Amanda and Rosedale with a mix of shops at street level and apartments above. The hope is development will anchor future growth and bring stores and restaurants to the east Fort Worth neighborhood.
The existing Cavile Place lot will be developed

into a mix of townhouse-style homes and walk-up apartment buildings. A new “community hub” will open at the corner of Avenue G and Liberty Street that will be home to a U.S. Department of Housing and Urban Development EnVision Center, a one-stop-shop of sorts for residents to find resources like job training and health care. It will replace the HUD center at the Martin Luther King Jr. Community Center.
“Winning the Choice Neighborhood Initiative grant is a game-changer that will transform the face of Stop Six and the entire Southeast Fort Worth area,” Council-

woman Gyna Bivens said in a statement. “This grant allows Fort Worth Housing Solutions and the City of Fort Worth to jointly focus beyond simply replacing housing units after Cavile is demolished, to also focus on those things that provide a sense of neighborhood, such as schools, community policing, faith institutions and commercial development like a grocery store.”
More funding will be needed.
The city may commit up to \$14 million in future bond money for improvements to the community center and a little more than \$11 million for housing, city officials said in

October when the housing authority applied for the HUD grant. Fort Worth Housing Solutions requested about \$25 million for streets, sidewalks and other infrastructure but the city could only commit to about \$1.5 million at the time. The city plans to spend roughly \$15 million on other infrastructure in Stop Six.
Luke Ranker:
817-390-7747, @lukeranker

City of Fort Worth E-News (Excerpt)

Fort Worth Housing Solutions receives CARES Act funding

Posted May 1, 2020

The U.S. Department of Housing and Urban Development (HUD) will award \$748,234 to Fort Worth Housing Solutions to support its work in assisting Fort Worth residents through HUD's Housing Choice Voucher Program. These funds come directly from the Coronavirus Aid, Relief and Economic Security (CARES) Act, the third coronavirus relief package signed into law.

"Many public housing agencies on the frontlines of ensuring that all in our communities are safe and with shelter have seen their own resources impacted by the coronavirus pandemic, as have the low-income families, seniors and those with disabilities who they serve," U.S. Rep. Kay Granger of Fort Worth said.

"I'm happy to see that the Housing Authority of Fort Worth (now Fort Worth Housing Solutions) is receiving nearly \$750,000 to help support the health and safety of the individuals and families receiving assistance through HUD's Housing Choice Voucher Program. These grants will provide the Housing Authority of Fort Worth with the added resources it needs to keep our most at-risk populations healthy and safe throughout these trying times."



FWHS MONTHLY STATUS REPORTS COVER SHEET

Board Meeting Date: May 21, 2020

Subject: TABS 3-8

STATUS REPORTS:

Department Reports

- | | |
|---|--------------|
| 1. Executive Department | TAB 3 |
| a. President's Report | |
| b. Human Resources | |
| c. Procurement | |
| d. Public Affairs | |
| 2. Assisted Housing (Vouchers & Admissions) | TAB 4 |
| a. Department Summary | |
| b. Forecasting Tool | |
| 3. Development | TAB 5 |
| a. Department Summary | |
| 4. Asset Management | TAB 6 |
| a. Affordable Housing Portfolio | |
| b. AH Site Programs and Occupancy Report | |
| c. AH Site Inspections | |
| 5. Finance & Administration (Accounting, Finance, IT) | TAB 7 |
| a. Department Summary | |
| b. Budget and Grants Variance | |
| c. HCVP Key Performance | |
| d. Investment Portfolio | |
| 6. Housing Operations & Client Services | TAB 8 |
| a. Special Programs, Job Development, FSS | |
| b. Low Income Housing Activities | |

PRESIDENT'S REPORT

April 1-30, 2020



Federal, State, Regional & Local Government Meetings:

- HUD Local COVID-19 Teleconference
- HUD Local Teleconference regarding Legal Aid Correspondence
- COFW Public Art Projects via Webex
- COFW Stop Six Cavile Coordination Meeting via Webex
- HUD Local Teleconference regarding Continued Ops during COVID-19 (Two meetings)
- HUD DC Teleconference regarding Waivers

Other Meetings:

- Cavile Place CNI (Cowan) Skype Meeting w/ McCormack Baron Salazar (Weekly)
- TCHC Teleconferences Regarding COVID-19 Response for Homeless Persons (Twice Weekly)
- Palladium Conversion Skype Mtg w/ PNC
- CLPHA COVID-19 Coordination Teleconference (Twice Weekly)
- Exec Staff for Department Update via Webex (Weekly)
- Hillside Board Meeting via Zoom
- Cowan Place Update Site Plan w/ BBPTX via Skype
- AATC Board Meeting via Zoom
- Stallion Pointe Update on Security w/ LDG via teleconference
- Targeted Medical Model Design for Homeless Persons via Uberconference
- Cavile Relocation Pre-Meeting & Meeting via teleconference
- Butler Relocation Teleconference w/ CVR
- FWHS Staff Webex Meeting Just to Check-in
- AATC Meeting to Discuss Available Rental Assistance
- Continuum of Care Board Meeting via Uberconference
- FW Black Chamber of Commerce Teleconference on Business Opportunities

Conferences/Events/Trainings or Continuing Education:

- AATC COVID-19 Legal Webinar
- Interviews (2) with Communications Manager via Webex
- Discussion of Communications Manager Interview via Webex
- NAA Zoom Webinar for Paycheck Protection for Rental Housing Industry
- Development Department Discussion w/ Human Resources

Human Resources Report

Period Ending April, 2020

Fort Worth Housing Solutions			
New Hires	Position	Start Date	Department
Terminations	Position	Term Date	Department
Nicole McLane	Business Manager	04/06/2020	Cavile
Reassignments, Transfers & Promotion	From Position	To Position	Department(s)
Lachelle Goodrich	Envision Center Coordinator	Interim Business Manager	Cavile
FMLA and LOA	Department	Return to Work	Position
Daphne Jennings	Special Program	5/20/2020	Housing Counselor
Amanda Banks	Special Program	TBD	Housing Clerk
FWHS NUMBER OF EMPLOYEES: 96			

Communications Report -- May 2020



- Developed messaging related to COVID-19 and agency operations for residents, voucher participants and community partners across channels: telephone (Resident Hotline), website, social media, e-newsletters.
- Compiled online job board, list of local emergency resources for families.
- Created digital, interactive versions of Housing Choice Voucher and Special Programs briefings and Good Tenant Good Neighbor training.
- Prepared video slideshow about working remotely for employees.
- Landlord marketing: sent e-blast to AATC membership to recruit landlords for FUP and Mainstream vouchers.
- Sent digital newsletter to 2,042 clients with information about rent, eviction moratorium, staying healthy and BHEF scholarships; 61.3% opened e-newsletter (more than 3X the average open rate for government agency).
- Collaborated with City of Fort Worth to produce a 10-minute Butler Place history video project that is wrapping up. FWHS Communications will work with the city and community partners to promote the video.
- Public Affairs Director Margaret Ritsch wrapped up the 2019 Annual Report and a landlord training module before leaving FWHS on May 14 for an opportunity to teach at Washington State University. We wish Margaret the best in her new adventure.
- Kristin Sullivan, a longtime Fort Worth resident and communications professional joined FWHS as Communications Manager on May 4. She can be reached at ksullivan@fwhs.org and across social media channels.

Media Highlights:

- “HUD Awards \$35 Million to Fort Worth Neighborhood Revitalization,” NBC5/KXAS, April 23, 2020. <https://www.nbcdfw.com/news/local/hud-awards-35-million-to-fort-worth-neighborhood-revitalization/2357171/>
- “A great day’: \$35 million will help restore this Fort Worth Neighborhood,” Fort Worth Star-Telegram, April 24, 2020. <https://www.star-telegram.com/news/local/fort-worth/article242236631.html>
- “Persevering for the East Side: Religious and nonprofit groups pull together to feed a pandemic-ravaged but undaunted Stop Six community,” Fort Worth Weekly, April 26, 2020. <https://www.fweekly.com/2020/04/26/persevering-for-the-east-side/>
- “Historic Fort Worth neighborhood receives \$35 million HUD grant,” Fox 4/KDFN, April 27, 2020. <https://www.fox4news.com/news/historic-fort-worth-neighborhood-receives-35-million-hud-grant>
- “Fort Worth Neighborhood Wins \$35 million HUD grant,” Fort Worth Business Press, April 24, 2020. https://fortworthbusiness.com/news/fort-worth-wins-35-million-for-stop-six-revitalization/article_fc988d5c-8645-11ea-a389-afbd75e1c953.html

**FWHS Procurement Department Summary
April 2020**

Department	Requestor's Name	Description	Current Status	Expected Board Date	Last Update
D & AM	Melvlyn	Tasks for Eng. Services	RPCA's & Enviro Screen tasks from the approved vendor(s) pool to date for all RAD projects (all projects still on-going as needed basis).	N/A	5/11/2020
D & AM	Doug	Tasks for Design Architect	Procurement awaits to receive specs & drawings from the architect and Doug Bell in the D & AM Dept.	N/A	5/11/2020
D & AM	Jerry	IFB for Waterproofing / Sealant at Hunter Plaza	D & AM is working with Architect firm since (January 2019) on a scope of services, drawings & specs to be provided to Procurement for a solicitation, thereafter. User dept. is waiting on funding approval to proceed with the design work.	N/A	5/11/2020
D & AM	Doug	Disposition of Appliances	Four (4) lots were placed on GovDeals for auction. Auction started 9/20/2019. Ended 10/8/2019. Two (2) scrap lots at Butler sold. Two (2) lots at Cavile were reauctioned on 10/22/2019, one (1) lot sold. Working with user department to auction last lot at Cavile.		5/7/2020
D & AM	Brian	Construction RFP	Procurement reviewing list of items/services to bid received from D & AM Dept., Procurement to assist D & AM on how to prepare applicable scope of services for an RFP, thereafter. (on hold per D & AM Dept.)	N/A	5/11/2020
D & AM	Doug	SOB for ADA Handrail Replacement @ Cambridge Court	Solicitation issued 10/31/2019. Prebid 11/6/19. Bids due date 11/19/2019. No bids were received. Working with user department to obtain a revised scope. Item will be re-bid in 2020.		5/7/2020
D & AM	Doug	IFB for Remodel @ Boys & Girls Club - Cavile	Project canceled by User Department	N/A	5/7/2020
D & AM	Brian	Real Estate Broker Services	Waiting for user department's approval for a contract extension. Initial term has expired. Contract modifications will be released once approval is provided.	NA	5/11/2020
HR	Melanie	Automatic Mailer System	Procurement team is working with user department on reviewing various options to either purchase or lease a new mailing system for FWHS. The United States Postal Service will decommission the current mailer system 12/31/2020.	NA	5/7/2020
D & AM	Brian	Beach Street Roof	Project canceled and will be re-bid at a later date	NA	5/7/2020
HR	Melanie	Employee Benefits Broker & Advisory Svcs	RFP released on 3/24/2020. Proposals four (4) proposals received on 4/23/2020. Evaluations are due 5/12/2020	June	5/7/2020
D & AM	Brian	Aventine Roof Repairs	IFB canceled due to insufficient scope of work. Project will be re-bid once D&AM provide a revised scope of work		5/7/2020
D & AM	Brian	Candletree Roof Replacement	Advertised 4/20/2020. Addendum 1 sent 5/ 7/20. Bids due date 5/28/2020	June	5/7/2020
D & AM	Brian	Aventine Storm Drain Improvements	IFB to be released 5/12/20; Remote Prebid meeting 5/20/20; Bids due June 11	July	5/7/2020
Procurement	Kelvin	Konica Minolta	Departmental copier being revised/renewed under a DIR cooperative agreement	NA	5/7/2020
IT Dept	Kurt	Visitor Management System (VMS)	Pending Award Letters to Greetly, waiting on Demo Appointment to be set.	NA	5/7/2020
HR	Melanie	Salary Analysis	Evaluation period has started will end on May 19.	June	5/7/2020
Accounting and Finance	Jose Torrez	Budget Software	Questica was the selected firm pending board approval.	May	5/11/2020

Assisted Housing Program Monthly Report

Month Ending: April 30, 2020

	HCV	%	MAINSTREAM	%	CTPV	%
Allocated	5,104		100		298	
Leased	4,470	87.58%	100	100%	202	67.79%
GENDER						
Male	624	14%	27	27%	24	12%
Female	3,923	88%	73	73%	178	88%
RACE						
Black	3,545	79%	71	71%	172	85%
White	949	21%	29	29%	28	14%
Asian	41	0.9%	0	0%	1	0%
Nat American	12	0.3%	0	0%	1	0%
ETHNICITY						
Hispanic	392	9%	6	6%	24	12%
DISABLED						
Disabled Under 61	1,089	24%	67	67%	33	16%
Disabled 61 Over	921	21%	33	33%	16	8%
AGE						
18-35	1,089	24%	10	10%	103	51%
36-61	2,336	52%	57	57%	72	36%
Over 61	1,122	25%	33	33%	27	13%
AVG INCOME	\$12,224		\$13,036		\$ 10,050	

Activities

Managed and implemented COVID-19 operational changes
 Worked with Communications Department to establish several platforms for virtual functions
 Hosted Family Unification Program Kick-Off Meeting with partners
 Met with Workforce Solutions concerning services for Transitioning Foster Young Adults
 Finalized plans for Interlocal Agreement with DHA for Independent Entity Services
 Finalized Cavile Relocation Reports
 Participated in HUD's Two Year Tool training
 Participated in HUD's Landlord Recruitment Webinar
 Participated in Emphasys MyHousing Webinar
 Initiated plans to implement software for inspections and other HCVP functions
 Continued work with the implementation of MyHousing for online recertifications
 Continued work with the implementation of Documents Management system
 Participated in employment interviews for Communications Manager

TX004 HCV Leasing and Spending Projection

				Utilization Report:				UtilizationReport				Print	TYT Guide	TYT Videos	
PHA Name	Housing Authority of Fort Worth	PHA Number	TX004				Save	Access Additional Tools	Disclaimer						
ACC/Funding Information				Funding Proration/Offset Levels		Program Projection Variables				Leasing and Spending Outcomes: Current and Following Year Projections					
ACC	Current Year (2020)	Year 2 (2021)	Year 3 (2022)	HAP		Success Rate	70%	Annual Turnover Rate	9.2%	2020		2021			
Beginning ACC Vouchers	5,761	5,761	5,761	Year 2 (2021) Rebenchmark	100.0%				PIC EOP % as of 3/31/2020 (451 EOPs): 9.21%	UML % of ACC (UMA)	87.4%	85.6%			
Funding Components	Current Year (2020)	Year 2 (2021)	Year 3 (2022)	Year 3 (2022) Rebenchmark	100.0%	Time from Issuance to HAP Effective Date (Current: 2.28 months)				HAP Exp as % All Funds	93.9%	92.7%			
Initial BA Funding (net offset)	\$45,100,686	\$43,247,077	\$42,695,404	Year 2 (2021) % 'Excess' Reserves Offset	25.0%	% leased in 30 days	18%		Total Earned Income (Annual)	HAP Exp as % of Eligibility only	95.9%	98.7%			
Offset of HAP Reserves	\$0	\$0	\$0	Year 3 (2022) % 'Excess' Reserves Offset	0.0%	% leased in 30 to 60 days	40%	3.31.2020	\$29,673,735	End of Year Results					
Set Aside Funding	\$0			Administrative Fees		% leased in 60 to 90 days	38%		\$27,904,909	4.30.2020	Projected 12/31 Total HAP Reserves	\$2,819,506	\$3,371,179		
New ACC Units Funding	\$0	\$0	\$0	Year 1 (2020)	79.0%	% leased in 90 to 120 days	4%		Using 3/31 data, a 5% decrease in earned income means a ___ increase in the PUC.	HAP Reserves as % of ABA (Start: 2.1%)	6.3%	7.8%			
Total ABA Funding Provided	\$45,100,686	\$43,247,077	\$42,695,404	Year 2 (2021)	80.0%	% leased in 120 to 150 days	0%	3.31.2020		"Excess" Reserves Subject To Offset	\$0	\$1,641,296			
PHA Income	\$15,173	\$0							1.1%	End of Year 3 Results (2022)					
Total Cash-Supported Prior Year-End Reserves	\$950,724	\$2,819,506	\$3,371,179	HUD-Held Reconciliation Cash Sufficiency Check					1.0%	4.30.2020	\$6,926,223	16.2%	Projected Total HAP Reserves ===== Reserves % BA		
				HUD-established CYE HHR	\$67,833		HUD-established CYE HHR								
Total Funding				HUD-estimated Net Excess Cash	\$882,891	\$886,150	PHA-Held Cash 12/31/2019 (VMS)		Administrative Fees Analysis		See Detail	2020	2021		
Total Funding Available	\$46,066,583	\$46,066,583	\$46,066,583	HUD-Reconciled	\$950,724	\$953,983	HUD-Reconciled (Cash Capped)	CARES Act Admin Fees	<= 7,200 UMLs (No Proration)	> 7,200 UMLs (No Proration)	Admin Fees Earned (PY: \$3,650,150)	\$3,678,382	\$3,649,151		
				Lower of H17/I17 (May Override)	\$950,724		Lower of H17/I17 (May Override)		\$733,744	\$81.33	\$75.91	Expense	\$4,043,866	\$4,159,092	
				HUD-Reconciled Excess Cash v PHA RNP (12/31/2019)								Expense %	109.9%	114.0%	
				HUD v. PHA difference: (\$3,259.00) or 0% of Eligibility	\$886,150	<--VMS EOY RNP ===== EOY Excess Cash -->	\$882,891			TX004 has a cost per UML of \$58.97 compared to its Earnings/UML & Size peer group of \$55.00 (a difference of 6.7%) and its state peer group (of all PHAs in the state) of \$52.57 (a difference of 10.9%).	Based on the most recent, official (end of fiscal year) UNP, TX004 has a projected 2020 Calendar Year-End (CYE) UNP of (\$477,661) (or -13% of CY 2020 Earned Admin Fees) and a 2021 CYE UNP of (\$987,602) (or -27.1% of CY 2021 Earned Admin Fees).				

TX004 HCV Leasing and Spending Projection

	2020	UMAs	Actual UMLs	Actual HAP	Vouchers Issued/Projected To Be Issued	Other Planned Additions/ Reductions	New Leasing from Issued Vouchers	Estimated Attrition	UMLs: Actual/Projected	HAP: Actual/Projected	PUC: Actual/Projected	Manual PUC Override	Cumulative % Annual Leased	Cumulative % Eligibility Expended	Monthly UML %	Monthly ABA Expended %	
	Jan-20	5,761	4,885	\$3,355,016					4,885	\$3,354,913	\$687		84.8%	89.3%	84.8%	89.3%	
	Feb-20	5,761	4,902	\$3,519,008	30				4,902	\$3,518,385	\$718		84.9%	91.4%	85.1%	93.6%	
	Mar-20	5,761	4,926	\$3,429,481	45				4,926	\$3,435,253	\$697		85.1%	91.4%	85.5%	91.4%	
	Apr-20	5,761	5,025	\$3,559,401	30				5,025	\$3,583,616	\$713		85.7%	92.4%	87.2%	95.3%	
	May-20	5,761	5,055	\$3,591,755	65				5,055	\$3,641,351	\$720		86.1%	93.3%	87.7%	96.9%	
	Jun-20	5,761	0	\$0	65	22	29	-38.8	5,068	\$3,654,232	\$721	\$721	86.4%	94.0%	88.0%	97.2%	
	Jul-20	5,761	0	\$0	50	22	36	-38.9	5,086	\$3,667,676	\$721		86.7%	94.5%	88.3%	97.6%	
	Aug-20	5,761	0	\$0	50	12	43	-39.0	5,102	\$3,678,853	\$721		86.9%	94.9%	88.6%	97.9%	
	Sep-20	5,761	0	\$0	50	2	39	-39.2	5,104	\$3,680,412	\$721		87.1%	95.2%	88.6%	97.9%	
	Oct-20	5,761	0	\$0	50	2	35	-39.2	5,102	\$3,679,081	\$721		87.2%	95.5%	88.6%	97.9%	
	Nov-20	5,761	0	\$0	50	2	35	-39.2	5,100	\$3,677,458	\$721		87.3%	95.7%	88.5%	97.8%	
	Dec-20	5,761	0	\$0	50	2	35	-39.1	5,097	\$3,675,847	\$721		87.4%	95.9%	88.5%	97.8%	
	Total	69,132	24,793	\$17,454,662	535	69	252	-273.4	60,451	\$43,247,077	\$715		87.4%	95.9%			
	2021																
	Jan-21	5,761				2	35	-39.1	5,095	\$3,674,249	\$721		88.4%	102.0%	88.4%	102.0%	
	Feb-21	5,761				2	29	-39.1	5,087	\$3,668,120	\$721		88.4%	101.9%	88.3%	101.8%	
	Mar-21	5,761				2	15	-39.0	5,064	\$3,651,942	\$721		88.2%	101.7%	87.9%	101.3%	
	Apr-21	5,761				2	1	-38.9	5,029	\$3,626,298	\$721		88.0%	101.4%	87.3%	100.6%	
	May-21	5,761				2	0	-38.6	4,992	\$3,599,841	\$721		87.7%	101.1%	86.7%	99.9%	
	Jun-21	5,761				2	0	-38.3	4,956	\$3,573,587	\$721		87.4%	100.8%	86.0%	99.2%	
	Jul-21	5,761				2	0	-38.0	4,920	\$3,547,535	\$721		87.1%	100.5%	85.4%	98.4%	
	Aug-21	5,761				2	0	-37.8	4,884	\$3,521,682	\$721		86.8%	100.1%	84.8%	97.7%	
	Sep-21	5,761				2	0	-37.5	4,848	\$3,496,028	\$721		86.5%	99.8%	84.2%	97.0%	
	Oct-21	5,761				2	0	-37.2	4,813	\$3,470,571	\$721		86.2%	99.4%	83.5%	96.3%	
	Nov-21	5,761				2	0	-36.9	4,778	\$3,445,309	\$721		85.9%	99.1%	82.9%	95.6%	
	Dec-21	5,761				2	0	-36.7	4,743	\$3,420,241	\$721		85.6%	98.7%	82.3%	94.9%	
	Total	69,132	0	\$0	0	23	80	-457.1	59,208	\$42,695,404	\$721		85.6%	98.7%			
	SPVs: Additional SPV leasing should focus on the 39 unleased VASH vouchers and the 68 unleased FUP vouchers. FINANCIAL: Beginning Year: Cash & Investments (VMS) of \$1,306,604 compares to RNP (VMS) of \$1,306,604. Current: VMS Cash & Investments of \$1,306,604 compares to VMS RNP plus UNP of \$1,306,604. PBVs: Currently, the PHA reports 234 leased PBVs, for a leased PBV rate of 100%. Additional leasing should focus on the 1 unleased PBVs, for which the PHA is making vacancy payments on 0. Finally, the PHA reports 28 PBVs under AHAP. Most importantly, the Two-Year Tool is not a problem to be solved, but a reality to be experienced.															Comments (PHA VMS Comments in Note)	
	Graphs																

**FORT WORTH HOUSING SOLUTIONS
DEVELOPMENT & ASSET MANAGEMENT DEPARTMENT (DAM)**

For the Month Ending: April 30, 2020

DEVELOPMENT ACTIVITIES

COVID-19 Planning:

1. April 2020 was FWHS first full month of operations under the Covid-19 protocols. Close attention was paid to each property, specifically its staff, tenants and communication to address any health or safety issues.
2. Specific attention was given to the Senior properties including property safety, resident medications, food supplies, and daily communication to be certain no resident went without the basic living necessities.
3. Management monitored tenant rent billed, rent paid, payment arrangements for those who could not pay, and assisting those residents to programs for support with rent and utility assistance.
4. Aside from the properties under construction and excluding Butler and Cavile, the property portfolio was consistent at 94% occupancy and 91% total collected.

RAD INITIATIVES		
<u>Site</u>	<u>HAP Start Date</u>	<u>Notes</u>
Cambridge Court	Projected 07/1/2020	Pending approval from FNMA to continue RAD conversion

BUTLER RAD CONVERSIONS		
<u>Site</u>	<u>HAP Start Date</u>	<u>Notes</u>
Patriot Pointe	Delayed HAP	Under construction
Stallion Ridge	Delayed HAP	Under construction

PERMANENT LOAN CONVERSIONS [COMPLETED]		
<u>Site</u>	<u>Closing Date</u>	<u>Notes</u>
Alton Park	April 2020	
Palladium Fort Worth	April 2020	
Campus	06/20/2020	Anticipated Closing Date
Standard at Boswell	06/20/2020	Anticipated Closing Date

**FORT WORTH HOUSING SOLUTIONS
DEVELOPMENT & ASSET MANAGEMENT DEPARTMENT (DAM)**

For the Month Ending: April 30, 2020

WORKFORCE HOUSING INITIATIVES			
<u>Site</u>	<u>Developer</u>	<u>Units</u>	<u>Status</u>
Standard River District	Ojala	293	Under Construction
The Holston	AMTEX	264	Under Construction

AFFORDABLE HOUSING INITIATIVES			
<u>Site</u>	<u>Developer</u>	<u>Units</u>	<u>Status</u>
Patriot Pointe	LDG	220	Under Construction
Stallion Ridge	LDG	204	Under Construction

PROPERTIES IN PIPELINE			
<u>Site</u>	<u>Developer</u>	<u>Units</u>	<u>Status</u>
Cowan Place	MBS	122	9% LIHTC

Other Development Activities:

1. All property inspections – REAC, UPCS, TDHCA, Investor, etc. – have passed; meeting or exceeding FWHS expectations. Currently all inspections have been placed on hold due to COVID-19.
2. There is one remaining RAD transaction in place, Cambridge Court. DAM is working with the lender, the investor, and Fannie Mae for their approval to convert.
3. DAM and MBS (McCormack Baron Salazar) are working on all components for the demolition of Cavile Place Apartments including but not limited to an RFP for a demolition contractor, environmental and abatement, and all items associated with a safe demolition of the property.
4. FWHS has been awarded the CNI grant for Cavile / Stop Six. The project team – FWHS, our CNI Consultant (CVR Associates), Development Partner (McCormack Baron Salazar) and Co-Lead Applicant (the City of Fort Worth) are collectively working toward project kickoff.
5. FWHS met with the Director and senior members of TDHCA to discuss the Choice Neighborhoods Implementation (CNI) grant status and expectations. FWHS will continue ongoing dialog and processes to establish a “set aside” for LIHTC transactions related to the CNI grant.
6. Application for 9% LIHTC for Cowan Place (120-unit senior project) – the first phase of the CNI redevelopment plan – was submitted to TDHCA with co-developer MBS. Based on preliminary scoring, FWHS and MBS are currently evaluating our options to structure and finance the project. One option under consideration is to change tracks from the 9% LIHTC application and apply for 4% LIHTC.

Fort Worth Housing Solutions REO Schedule

Portfolio as of 2020

#	Property	Property Address	Housing Programs	PM Company	Units	HTC HOME	PH RAD	PBV 80%	MKT
1	Alton Park	5712 Azle Ave, 76106	4% 2017, RAD	Mayfair	195	142	15	28	10
2	Aventine Apartments	5551 N Tarrant Pkwy, 76244	4% 2004	Orion	240	204	36	0	0
3	Avondale Apartments	13101 Avondale Farms Dr, (Haslet) 76052	9% 2014, RAD, MKT	Mayfair	160	79	25	40	16
4	Butler Place Addition **	1201 Luella St, 76102	PH	Quadco	412	0	412	0	0
5	Cambridge Court Apartments	8124 Calmont Ave, 76116 8125 Calmont Ave, 76116	9% 2005/2008, PH	Pace	330	297	33	0	0
6	Campus Apartments	4633 Campus Dr, 76119	4% 2017, RAD	Mayfair	224	175	15	22	12
7	Candletree Apartments	7425 S Hulen St, 76133	9% 2006, HOME, RAD	Pace	216	172	44	0	0
8	Carlyle Crossing Apartments	6300 Vega Dr, 76133	NSP, Affordable	Pace	138	138	0	0	0
9	Cavile Place Apartments **	1401 Etta St, 76105	PH	Quadco	300	0	300	0	0
10	Fair Oaks Apartments	4401 Quail Trail, 76114	Senior, RAD	Pace	76	0	76	0	0
11	Fair Park Apartments	4400 Fair Park Blvd, 76115	RAD	Pace	48	0	48	0	0
12	Henderson, The	1000 Henderson St, 76102	PFC: 50% Mrkt, 50% Aff @ 80% AMI	Grey Star	194	0	19	79	96
13	Highpoint Urban Living	650 S Main St, 76104	PFC: 50% Mrkt, 50% Aff @ 80% AMI	Grey Star	227	0	0	114	113
14	Hillside Apartments	300 Crump St, 76102	9% 1995	Pace	172	110	0	0	62
15	Holston, The	3301 Westport Pkwy, 76177	PFC: 50% Mrkt, 50% Aff @ 80% AMI		264	0	0	133	131
16	HomeTowne at Matador Ranch	8500 Crowley Rd, 76134	4% 2007, Senior	Pace	198	198	0	0	0
17	Hunter Plaza Apartments	605 W 1st St, 76102	4% 2014, RAD, HOME, MKT	Pace	164	60	25	30	49
18	Knights of Pythias	303 Crump St, 76102	HOME, Affordable	Pace	18	10	0	0	8
19	Overton Park Townhomes	5501 Overton Ridge Blvd, 76132	4% 2001, PH	Pace	216	162	54	0	0
20	Palladium Fort Worth	9520 Club Ridge Dr, 76108	9% 2017, RAD	Omnium	150	77	15	0	58
21	Patriot Pointe	2151 SE Loop 820, 76119	4% 2018, RAD, MKT	Capstone	220	166	22	22	10
22	Pavilion at Samuels, The	1120 Samuels Ave, 76102	9% 2005/2008, HOME	Pace	36	36	0	0	0
23	Post Oak East Apartments	3888 Post Oak Blvd, (Euless) 76040	HTC, Affordable	Orion	246	246	0	0	0
24	Prince Hall Gardens	4820 E Berry St, 76105	9% 2010, 4% 2018	Monroe	76	76	0	0	0
25	Reserve at McAlister	432 Archbury Rd, 76028	9% 2013, MKT, RAD, Senior	MVRPM	124	90	22	0	12
26	Sabine Place Apartments	1215 Terminal Rd, 76106	4% 2017	Monroe	72	72	0	0	0
27	Scattered Sites **	(various)	PH	Quadco	16	0	16	0	0
28	Sedona Village	6201 Balanced Rock Dr, 76131	9% 2010, RAD, Senior	Versa	172	146	11	15	0
29	Siddons Place	250 E Pennsylvania Ave, 76104	9% 1996, RAD	Pace	152	140	12	0	0
30	Silversage Point at Western Center	1800 Western Center Blvd, 76131	9% 2012, MKT, RAD	MVRPM	120	97	23	0	0
31	Springs, The (Hill & Glen)	3100 Hamilton Ave, 76107 3200 St Juliet St, 76107	9% 1993 (both)	Capstone	430	0	0	0	0
32	Stallion Pointe	9053 S Race St, 76140	4% 2016, RAD, MKT	Capstone	264	199	15	25	25
33	Stallion Ridge	9128 Crimson Lane, 76140	4% 2019, RAD, MKT	Capstone	204	153	20	20	11
34	Standard at Boswell	8861 Old Decatur Rd, 76179	9% 2016, RAD, 811 (10)	Capstone	128	106	12	0	10
35	Standard River District	5200 White Settlement Rd, 76114	PFC: 50% Mrkt, 50% Aff @ 80% AMI		293	0	0	147	146
36	Villas by the Park Apartments	2450 E Berry St, 76105	4% 2001, NSP	Pace	172	145	27	0	0
37	Villas of Eastwood Terrace	4700 E Berry St, 76105	HOME, Affordable, Senior	Pace	160	147	13	0	0
38	Villas on the Hill Apartments	5713 Lincoln Terrace Dr, 76107	9% 2009, Exchange Funds (TDHCA)	Pace	72	72	0	0	0
39	Wind River Apartments	8725 Calmont Ave, 76116	9% 2008, PH	Pace	168	134	34	0	0
40	Woodmont Apartments	1021 Oak Grove Rd, 76115	4% 2009, HOME	NRP	252	252	0	0	0
					7,319		998	675	769

+ NOTE: Fort Worth Affordability, Inc.

** Public Housing Units being converted

FWHS/ASSET MANAGEMENT
PROGRAMMING – APRIL 2020

Property	PMC	Total Units	PH	RAD	Affordable	PBV	HOME	Market	Vacant	Occupied	Percentage Occupied
Alton Park	Mayfair	195		15		28		9	14	181	92.85%
Aventine	Allied Orion	240		36	240				5	235	97.9%
Avondale	Mayfair	160		25	79	40		16	7	153	68.3%
Butler	FWHS	412	412							104	25.2%
Cambridge	Pace	330	33		297				43	287	87.0%
Campus	Mayfair	224		15	175	22		12	13	211	94.2%
Candletree	Pace	216		44	172		11		9	207	95.8%
Carlyle	Pace	138			138				9	129	93.5%
Cavile	FWHS	300	300							29	9.7%
Dixon @ Stonegate	Lincoln	58		58					1	57	98.3%
Fair Oaks	Pace	76		76					6	70	92.1%
Fair Park	Pace	48		48					3	45	93.8%
Harmon Sr	Capstone	172		12	112	10		16	18	154	95.9%
Henderson	Greystar	194		19	79			96	13	181	93.3%
Highpoint	Greystar	227			114			113		0	0%
Hillside	Pace	172			110			67	7	165	95.9%
Hunter Plaza	Pace	164		25	60	30	14	49	14	150	91.5%
KOP	Pace	18			10		10	8	4	14	77.8%
Hometowne	Pace	198			198		10		8	190	96.0%
Overton	Pace	216		54	162				5	211	97.7%
Palladium	Omnium	150		15	92			58	5	145	96.7%
Patriot Pointe	Under Construction	220		22		22	166	10		0	0%
Pav Samuels	Pace	36					4		3	33	91.7%
POE	Allied Orion	246			216				11	235	95.5%
Prince Hall	Monroe	76							5	71	93.4%
Res McAlister	MVAH	124		22	90			12	6	118	95.2%
Sabine	Monroe	72							4	68	94.4%
Scattered Sites	FWHS	16	16						0	16	100%
Sedona	Wind River	172		11	161	15			4	168	97.7%
Siddons	Pace	152		12	140				13	139	91.4%
Silversage	MVAH	120		23	97				1	119	99.2%
Springs	Capstone	430							23	407	95.6%
Stallion Pointe	Capstone	264		15	188	25		25	10	254	96.2%
Stallion Ridge	Under Construction	204		20	153	20		11		0	0%
Standard Boswell	Capstone	128		12	106			10	1	127	99.2%
Sycamore Ctr	Ellington	47							18	29	61.7%
The Holston (Phase I)	Under Construction	264			133			131		0	0%
The Standard at River District	Under Construction	293				147		146		0	0%
Villas by the Park	Pace	172		27	172				12	160	93.0%
Villas of Eastwood	Pace	160		13	160				1	159	99.4%
Villas on the Hill	Pace	72			70	2	4		2	70	97.2%
Wind River	Pace	168		34	134		14		15	153	91.1%
Woodmont	NRP	252			252				10	242	96.0%
Total		7596	761	653	4110	361	233	789	323	5486	

FWHS/ASSET MANAGEMENT
Annual Inspections – April 2020

PROPERTY	PMC	YTD Inspections REAC	YTD Inspections TDHCA	YTD Inspections OTHER	Grade/Score
Alton Park	Mayfair		11/7/2019-Onsite Review		Complete-all clear
Alton Park	Mayfair		11/21/2019-UPCS		Complete-all clear
Alton Park	Mayfair		11/21/2019-Final Construction Insp		Pending Close-out
Aventine	Allied Orion				
Avondale	Mayfair				
Butler	FWHS	2/5/2020			84b
Butler	FWHS	3/5/2020			66c
Cambridge	Pace	3/6/2020			78b
Campus	Mayfair		11/14/2019-Final Construction Insp		Pending Corrections
Campus	Mayfair		4/16/2020-Desk Review		Pending Results
Campus	Mayfair		11/13/2019-UPCS		Pending Close-out
Candletree	Pace				
Carlyle	Pace				
Cavile	FWHS	2/27/2020			88c
Dixon @ Stonegate	Lincoln				
Fair Oaks	Pace				
Fair Park	Pace				
Harmon Sr	Capstone				
Henderson	Greystar				
Highpoint	Greystar				
Hillside	Pace		3/11/2020-UPCS		
Hunter Plaza	Pace		2/25/2020-UPCS		Pending Close-out
KOP	Pace				
Hometowne	Pace				
Overton	Pace				
Palladium	Omnium		3/27/2020 – Desk Review		Pending Results
Patriot Pointe	Capstone				
Pav Samuels	Pace				
POE	Allied Orion				
Prince Hall	Monroe				
Res McAlister	MVAH				
River District					
Sabine	Monroe				
Scattered Sites	FWHS	2/5/2020			84b
Sedona	Wind River				
Siddons	Pace		3/10/2020-UPCS		Pending Corrections
Silversage	MVAH				
Springs	Capstone				
Stallion Pointe	Capstone				
Stallion Ridge					
Standard Boswell	Capstone				
Sycamore Ctr	Ellington	2/13/2020			79c
Villas by the Park	Pace				
Villas of Eastwood	Pace				
Villas on the Hill	Pace				
Wind River	Pace		3/5/2020-UPCS		Pending Corrections
Wind River	Pace		4/15/2020-Desk Review		No Findings
Woodmont	NRP				

FORT WORTH HOUSING AUTHORITY – FINANCE AND ADMINISTRATION

Month Ended: April 30, 2020

ACCOUNTING AND FINANCE:

- **2019 Year-End Close Out/Audit**
 - Received follow up emails from HUD regarding the unaudited submission. Staff started the review of the items for resubmission. Weekly conference calls with the auditors continued as well as the uploading of audit documents to audit portals. The partnership audit processes also continued. Draft audits and tax returns started pouring in for review. Five partnership audits have been finalized so far.
- **CARES ACT Funds**
 - Started reviewing materials and attending webinars in order to understand what funds will flow to FWHS. Waiting for HUD instructions on the reporting requirements.
- **RAD – DUNS/SAM Registration**
 - Continued receiving notices about SAM registration renewals for all RAD properties. All registrations will be renewed timely to avoid any grant issues. The FWHS registration has just been renewed to mature on April 16, 2021.
- **Sources and Uses of Development Funds/RAD Initial Funding Tool**
 - Continued to make notes and to gather information for the FWHS sources and uses of development funds schedule. Continued to process payments to property management companies for initial and master lease funding for RAD properties.
- **Working Remotely**
 - The department continued to operate on staggered schedules brought about by the corona virus pandemic. Priorities were set and all staff members are doing their best to continue normal operations.
- **RAD Relocation Checks**
 - Accounts Payable continued to process relocation check requests from Resident Services. Relocation covers both Butler and Cavile public housing properties.
- **Budgeting Software**
 - Continued working with Procurement on this RFP process. The contract award will be presented to the board for approval during the May 2020 meeting.

INFORMATION TECHNOLOGY:

- **IT Plan Implementation**
 - **“My Housing Portal”**
 - Only the Applicant Portal and Wait List will be implemented very soon. Meetings with HCV staff regarding “set-ups” were scheduled. The Recertification portion will take a while due to the many steps that need to occur prior to running the system. Moving in the right direction to get it running as fast as possible.

FORT WORTH HOUSING AUTHORITY – FINANCE AND ADMINISTRATION

Month Ended: April 30, 2020

- **Infrastructure and Cloud Services**
 - Continued to monitor and resolve issues with the new system especially with regards to FWHS staff connecting to the system as they work remotely.
- **Electronic Document Management/Workflow Software**
 - Heavy duty scanners are needed for the implementation. IT now works with Procurement in purchasing this hardware equipment. IT has also reached out to the vendor, Global, for the possibility of scanning existing files instead of HCV staff doing it, to facilitate the process. This will aid the staff in working remotely.
- **EIV User Access**
 - Continued to assist the property management companies with RAD properties in accessing the EIV system; doing housekeeping with the EIV system.
- **Visitor Management System**
 - The RFP was published and responses were received. Procurement is in the process of setting up demo with vendors.
- **Internet Provider**
 - The selection of the provider still needs to be processed. IT is working with Procurement.
- **FWHS Cell Phone Devices**
 - The new devices and cases have been received. The staggered schedules and switch in carrier pose a bit of difficulty in issuing the devices to the users. IT is developing a plan on how it can assist each individual user. All devices will be distributed and the switch from Verizon to T-Mobile will be completed by end of May 2020.

QUADCO MANAGEMENT SOLUTIONS, INC.

- Continued to assist QuadCo with a few more wrapping up activities, including its audit process and paying its bills.
- QuadCo A/P continued under the FWHS accounting umbrella; now entering invoices into the system due to unavailability of managers at Butler and Cavile properties.
- Processed QuadCo mails that are now being forwarded to the admin office.
- IT continued to assist with the remaining systems administration tasks.

STAFF DEVELOPMENT/OTHERS:

- Texas NAHRO board meeting
- Capital One Bank training to prepare for the transition from JPMorgan Chase Bank
- Regular WebEx meetings with staff to stay on top of things

FORT WORTH HOUSING SOLUTIONS
CENTRAL OFFICE COST CENTER BUDGET VARIANCE SUMMARY
April 30, 2020

INCOME	2020 ORIGINAL BUDGET	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2019 BUDGET VARIANCE EXPLANATIONS
				FAV/(UNFAV) \$	FAV/(UNFAV) %	
Management Fees	1,877,510	625,837	425,431	(200,406)	-32.02%	Various Income not yet earned.
Fund Transfer From (To) Other Sources	5,086,415	1,695,472	897,126	(798,345)	-47.09%	Distribution to Cover COCC and HCV 2020 current Deficit
Fees for Service	-	0	-	-	0.00%	
Interest Earned	34,852	11,617	18,012	6,394	55.04%	Texpool Interest.
Other Income	427,490	142,497	98,584	(43,913)	-30.82%	Subsidy Holdback, 10% of actual is held back. HR Fees
Rental of Office Space	32,400	10,800	10,800	-	0.00%	TCHC rent.
TOTAL INCOME	7,458,667	2,486,222	1,449,953	(1,036,270)	-41.68%	

EXPENSES	2018 Original Budget	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2019 BUDGET VARIANCE EXPLANATIONS
				FAV/(UNFAV) \$	FAV/(UNFAV) %	
Administrative Expense	4,533,362	1,582,446	1,100,582	481,864	30.45%	Various expenses not yet incurred, i.e. audit cost, renewal of publication, renewal of licenses, & computer maintenance. Vacancies not yet filled.
Tenant Services	-	0	-	-	0.00%	
Utilities	115,655	38,552	34,400	4,152	10.77%	
Maintenance	168,644	56,231	61,145	(4,913)	-8.74%	
Protective Services	48,110	16,037	14,367	1,670	10.41%	
General Expense	1,020,067	353,203	239,459	113,743	32.20%	Various expenses not yet incurred.
Total Operating Expenses	5,885,839	2,046,469	1,449,952	596,517.16	29.15%	
Nonoperating Expenses	561,250	187,083	-	187,083	100.00%	Various IT Plan Equipment Additions and replacement not yet incurred.
TOTAL EXPENSES	6,447,089	2,233,552	1,449,952	783,600	35.08%	

NET INCOME	1,011,578	252,670	0	(252,677)	-100.00%	
Fund Transfer From/(To) Other Sources	(1,011,578)	(252,671)	(0)	252,677	100.00%	
NET	0	0	(0)	(0)		

**FORT WORTH HOUSING SOLUTIONS
ASSISTED HOUSING BUDGET SUMMARY
HOUSING CHOICE VOUCHER AND MAINSTREAM PROGRAMS
April 30, 2020**

INCOME	2020	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2020 BUDGET VARIANCE EXPLANATIONS
	ORIGINAL BUDGET			FAV/(UNFAV) \$	FAV/(UNFAV) %	
Admin Fees Earned	3,358,179	1,119,393	1,146,893	27,500	2.46%	79% proration rate
HAP Revenue	41,230,044	13,743,348	13,358,026	(385,323)	-2.80%	HAP revenue decrease due to under utilization on Tenant Protection Voucher
Other Income	85,732	28,577	36,942	8,365	29.27%	Other Income mainly from Fraud Recovery
TOTAL INCOME	44,673,955	14,891,318	14,541,860	(349,458)	-2.35%	
EXPENSES	2020	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2020 BUDGET VARIANCE EXPLANATIONS
	ORIGINAL BUDGET			FAV/(UNFAV) \$	FAV/(UNFAV) %	
Administrative Expenses	3,483,028	1,161,010	957,366	203,643	17.54%	A decrease due to vacant positions at beginning of year
Tenant Services	-	-	-	-	0.00%	
Utilities	-	-	-	-	0.00%	
Maintenance Expenses	69,261	23,087	14,921	8,166	35.37%	An decrease due to Inspections Fees
Protective Services	1,278	426	238	188	44.13%	
General Expenses	648,150	216,050	164,820	51,230	23.71%	
HAP Expense	41,230,044	13,743,348	13,358,026	385,323	2.80%	HAP expenses decrease due to under utilization on Tenant Protection Voucher.
Total Operating Expenses	45,431,761	15,143,921	14,495,371	648,550	4.28%	
Nonoperating Expenses	88,896	29,632	-	29,632	100.00%	
TOTAL EXPENSES	45,520,657	15,173,553	14,495,370	678,182	4.47%	
NET INCOME (LOSS)	(846,702)	(282,234)	46,490	333,660	118.22%	
Fund Transfer From/(To) Other Sources	846,702	287,182	-	(287,182)		No Transfer are needed
NET	-	-	46,490	46,490		

FORT WORTH HOUSING SOLUTIONS
CONTINUUM OF CARE GRANTS - APRIL 2020
PREPARED: 5/06/2020

CoC GRANT	Grant Authorized	Expiration Date	% Expended	Disbursement end Date	Months left to Expiration	% Disbursed	% Budgeted Rental Assistance	% Budgeted Operating Admin./Rental Assistance	% Supportive Services	% Budgeted Administrative
CoC 1	1,618,249	5/31/2020	87.2%	6/30/2020	1	87.2%	80.6%	11.0%	0.0%	8.4%
CoC 2	1,197,611	9/30/2020	55.2%	10/31/2020	5	55.2%	80.6%	11.0%	0.0%	8.4%
CoC 6	181,151	3/31/2021	6.0%	4/30/2021	11	6.0%	82.1%	11.2%	0.0%	6.7%
CoC 8	177,895	1/31/2021	16.3%	2/28/2021	9	16.3%	64.9%	8.8%	18.3%	8.0%
Total	3,174,906									

Grant Activity and Balances					
BLI Account		1040	1040	1050	1060
GL CODE		1410-903	1410-902	1410-16-902	1410-903
Description	Totals	Rental Assistance	Operating Admin./Rental Assistance	Supportive Services	Administrative
CoC 1					
Authorized	1,618,249	1,304,920	177,944	0	135,385
Disbursed	1,410,967	1,129,723	153,225	0	128,019
Balance	207,282	175,197	24,719	0	7,366
CoC 2					
Authorized	1,197,611	965,796	131,700	0	100,115
Disbursed	661,381	499,666	92,102	0	69,613
Balance	536,230	466,130	39,598	0	30,502
CoC 6					
Authorized	181,151	148,748	20,284	0	12,119
Disbursed	10,842	8,700	954	0	1,188
Balance	170,309	140,048	19,330	0	10,931
CoC 8					
Authorized	177,895	115,442	15,742	32,518	14,193
Disbursed	28,971	20,668	5,012	0	3,291
Balance	148,924	94,774	10,730	32,518	10,902

FORT WORTH HOUSING SOLUTIONS
HCC / HHSP / DH GRANTS - APRIL 2020
PREPARED: 5/06/2020

GRANT	Grant Authorized	Expiration Date	% Expended	Reimbursed end Date	Months left to Expiration	% Reimbursed	% Budgeted Rental Assistance	% Budgeted Administrative
HCC	700,000	8/31/2020	9.3%	9/30/2020	4	80.4%	86.9%	13.1%
HHSP	449,747	8/31/2020	75.1%	9/30/2020	4	65.3%	95.1%	4.9%
DH	715,000	9/30/2020	56.8%	10/31/2020	5	49.2%	91.9%	8.1%
Total	1,864,747							

Grant Activity and Balances			
GL CODE		4715	4110-4540
Description	Totals	Rental Assistance	Administrative
HCC			
Authorized	700,000	607,970	92,030
Reimbursed	563,084	512,882	50,202
Balance	136,916	95,089	41,828
HHSP			
Authorized	449,747	427,690	22,057
Reimbursed	293,601	278,971	14,630
Balance	156,146	148,719	7,427
DH			
Authorized	715,000	657,048	57,952
Reimbursed	352,092	321,178	30,914
Balance	362,908	335,870	27,038

542,828

HCC - Healthy Community Collaborative
HHSP - Homeless Housing & Services Program
DH - Directions Home

FORT WORTH HOUSING SOLUTIONS
ROSS GRANTS - APRIL 2020
PREPARED: 5/06/2020

ROSS GRANT	Grant Authorized	Expiration Date	% Expended	Disbursement end Date	Months left to Expiration	% Disbursed	% Budgeted Project Coordinator	% Budgeted Training Cost	% Budgeted Administrative Costs
2018 ROSS	242,000	4/14/2021	77.5%	5/14/2021	12	77.5%	86.8%	0.8%	12.4%
2018 ROSS FSS *	360,000	12/31/2020	30.1%	1/31/2021	8	30.1%	100.0%	0.0%	0.0%
Total	602,000								

Grant Activity and Balances				
BLI Account		1168	1268	1868
GL CODE		1410	1410	1410
Description	Totals	Project Coordinator	Training Costs	Administrative Costs
2018 ROSS				
Authorized	242,000	210,000	2,000	30,000
Disbursed	187,591	172,454	2,000	13,137
Balance	54,409	37,546	0.00	16,863
2018 ROSS FSS				
Authorized	360,000	360,000	0	0
Disbursed	108,217	108,217	0	0
Balance	251,783	251,783	0	0

PREPARED: 5/06/2020

CoC GRANT	Grant Authorized	Obligation End Date	Months Left to Obligate	% Obligated	Disbursement end Date	Months left to Disburse	% Disbursed	% Budgeted Soft Cost	% Budgeted Hard Cost
2015 CFP	1,111,814	4/12/2020	0	100.0%	4/12/2022	24	92.8%	54.0%	46.0%
2016 CFP	1,150,560	4/12/2021	12	100.0%	4/12/2023	36	33.3%	10.0%	90.0%
2017 CFP	1,185,285	8/15/2020	4	100.0%	8/15/2022	28	12.6%	38.0%	62.0%
2018 CFP	1,979,629	5/28/2021	13	29.0%	5/28/2023	37	30.0%	34.0%	66.0%
2019 CFP	1,699,358	4/15/2022	24	0.0%	4/15/2024	48	0.0%	N/A	NA
2020 CFP	1,468,960	3/25/2023	35	0.0%	3/25/2025	59	0.0%	N/A	N/A
Total	8,595,606								

[illegible]

**FORT WORTH HOUSING SOLUTIONS
SPECIAL PROGRAMS BUDGET SUMMARY
VASH AND MOD REHAB (SRO) PROGRAMS
April 30, 2020**

	INCOME	2020	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2020 BUDGET VARIANCE EXPLANATIONS
		ORIGINAL BUDGET			FAV/(UNFAV) \$	FAV/(UNFAV) %	
1	Admin Fees Earned	295,777	98,592	95,703	(2,889)	-2.93%	79% proration rate and a fix rate of \$79.54 for Mod-Rehab Unit leased
2	HAP Revenue	2,509,571	836,524	829,838	(6,685)	-0.80%	HAP Revenue as expected for the beginning of the year leasing.
3	Other Income	-	-	989	989	0.00%	
4	TOTAL INCOME	2,805,348	935,116	926,530	(8,586)	-0.92%	
5							
6							
7							
8	EXPENSES	2020 ORIGINAL BUDGET	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2020 BUDGET VARIANCE EXPLANATIONS
					FAV/(UNFAV) \$	FAV/(UNFAV) %	
9	Administrative Expenses	237,413	79,138	66,376	12,761	16.13%	Not all positions are filled.
10	Tenant Services	-	-	-	-	0.00%	
11	Utilities	-	-	-	-	0.00%	
12	Maintenance Expenses	23,371	7,787	7,512	274	3.52%	Expected to be disbursed at budgeted throught the year.
13	Protective Services	-	-	-	-	0.00%	
14	General Expenses	48,592	16,197	13,770	2,427	14.99%	
15	HAP Expense	2,509,571	836,524	829,838	6,685	0.80%	HAP expenses disbursed within a reasonable range.
16	Total Operating Expenses	2,818,947	939,645	917,497	22,148	2.36%	
17	Nonoperating Expenses	-	-	-	-	0.00%	
18	TOTAL EXPENSES	2,818,947	939,645	917,497	22,148	2.36%	
19							
20							
21							
22	NET INCOME	(13,599)	(4,529)	9,034	(13,563)	-299.45%	
23							
24	Fund Transfer From COCC	13,599	4,529	-	4,529		No Transfers are needed
25							
26	NET	-	-	9,034	(9,034)		

FORT WORTH HOUSING SOLUTIONS
OTHER FUNDS - BUDGET VARIANCE SUMMARY
April 30, 2020

INCOME	2020 ORIGINAL BUDGET	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2020 BUDGET VARIANCE EXPLANATIONS
				FAV/(UNFAV) \$	FAV/(UNFAV) %	
Ground Lease	-	0	-	-	0.00%	
Management Fees	-	0	-	-	0.00%	
Reserve Utilization & Other Fees	524,250	131,063	-	(131,063)	-100.00%	
Oil & Gas Lease	21,744	5,436	1,990	(3,446)	-63.38%	
Interest Earned	585,447	146,362	217,580	71,219	48.66%	
Other Income	76,264	19,066	-	(19,066)	-100.00%	
Dwelling Rent	-	0	-	-	0.00%	
Gain/Loss	-	0	-	-	100.00%	
Developer Fee	1,044,021	261,006	-	(261,006)	-100.00%	
Developer Fee Transfer	(1,044,021)	(261,006)	-	261,006	100.00%	
TOTAL INCOME	1,207,707	301,926	219,571	(82,355)	-27.28%	

EXPENSES	2020 Original Budget	YTD MONTH BUDGET	YTD MONTH ACTUAL	YTD MONTH VARIANCE		2020 BUDGET VARIANCE EXPLANATIONS
				FAV/(UNFAV) \$	FAV/(UNFAV) %	
Administrative Expense	165,870	41,468	60,309	(18,842)	-45.44%	
Tenant Services	-	0	-	-	0.00%	
Utilities	390	97	54	43	44.59%	
Maintenance	28,806	7,202	8,363	(1,161)	-16.12%	
Protective Services	-	0	-	-	0.00%	
General Expense	856	213	(323)	537	251.83%	
Total Operating Expenses	195,922	48,979	68,403	(19,424)	-39.66%	
Nonoperating Expenses	-	0	-	-	0.00%	
TOTAL EXPENSES	195,926	48,979	68,403	(19,424)	-39.66%	

NET INCOME	1,011,781	252,948	151,168	(62,932)	-24.88%	
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Fund Transfer From/(To) Other Sources	-	0	-	-	0.00%	
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NET	1,011,781	252,948	151,168	(62,932)		

Fort Worth Housing Solutions
Housing Choice Voucher Program
Key Performance Indicators - January 1, 2020 to December 31, 2020

Calendar Year - 2018	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	YTD
HCV Administrative Account:													
Unrestricted Net Position	(37,739)	(3,203)	(15,220)	(20,720)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(37,739)
Other Income													-
Operating Expenses	(269,098)	(314,267)	(309,885)	(307,317)									(1,200,567)
Monthly Operating Income	299,905	299,905	298,765	298,765									1,197,340
Fraud Recovery	3,729	2,345	5,619	3,480									15,173
Transfers													-
Year to Date Net Operating Income (Deficit)	(3,203)	(15,220)	(20,720)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)	(25,792)
Calendar Year - 2018	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	YTD
HCV HAP Account:													
Restricted Net Position	886,150	1,178,403	1,305,277	1,492,758	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	886,150
ABA at Beginning of Month	3,643,540	3,643,537	3,611,344	3,720,136									14,618,557
Program Reserves @ Beginning of Month													-
PHA Income	3,729	2,345	5,619	3,480									15,173
Total HAP Funds Available at Beginning of Month											-	-	-
Monthly HAP Payments	(3,355,016)	(3,519,008)	(3,429,481)	(3,559,401)									(13,862,907)
Transfers													
HAP Funds Remaining at End of Month (Deficit)	1,178,403	1,305,277	1,492,758	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973	1,656,973
Targets and Statistics	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	YTD
HAP													
Monthly - Average HAP Expenses	3,465,727	3,465,727	3,465,727	3,465,727									13,862,907
Calendar Year to Date - Target HAP Payments	3,838,882	3,838,882	3,838,882	3,838,882									15,355,528
Calendar Year to Date Variance - Actual to Target	373,155	373,155	373,155	373,155	-	-	-	-	-	-	-	-	1,492,621
Accumulative % of HAP Expenses	90%	90%	90%	90%	0%	0%	0%	0%	0%	0%	0%	0%	90%
Leasing													
Year to Date - Target Vouchers Leased	5,761	5,761	5,761	5,761									23,044
Calendar Year to Date - Vouchers Leased	4,881	4,899	4,918	4,984									19,682
Calendar Year to Date Variance - Actual to Target	(880)	(862)	(843)	(777)	-	-	-	-	-	-	-	-	(3,362)
Accumulative % of Vouchers Leased	85%	85%	85%	87%	0%	0%	0%	0%	0%	0%	0%	0%	85%

**FORT WORTH HOUSING AUTHORITY
INVESTMENT PORTFOLIO
PERIOD ENDED APRIL 30, 2020**

FUND NO.	FUND NAME	TYPE	BOOK VALUE ENDING	MARKET VALUE ENDING	INTEREST RATE OR YIELD	PURCHASED FROM	MATURITY DATE
100	COCC	INVESTMENT POOL	3,638,518.07	3,638,518.07	0.45520%	TEXPOOL	N/A
102, 103	FSS ESCROW	INVESTMENT POOL	406,930.41	406,930.41	0.45520%	TEXPOOL	N/A
300	FSS ESCROW	INVESTMENT POOL	15,425.12	15,425.12	0.45520%	TEXPOOL	N/A
304	P'TREE 1 RESERVE	INVESTMENT POOL	404.63	404.63	0.45520%	TEXPOOL	N/A
600	HSG DEV CORP	INVESTMENT POOL	390,566.43	390,566.43	0.45520%	TEXPOOL	N/A
707	OVERTON SQUARE LP	INVESTMENT POOL	605,335.57	605,335.57	0.45520%	TEXPOOL	N/A
330	P'TREE REFINANCE	INVESTMENT POOL	48,916.30	48,916.30	0.45520%	TEXPOOL	N/A
706	TRINITY RIVER PFC	INVESTMENT POOL	8,903,495.97	8,903,495.97	0.45520%	TEXPOOL	N/A
200	DISCRETIONARY	INVESTMENT POOL	725,440.06	725,440.06	0.45520%	TEXPOOL	N/A
710	GATEWAY PFC	INVESTMENT POOL	23,795,999.08	23,795,999.08	0.45520%	TEXPOOL	N/A
202	OIL & GAS LEASE	INVESTMENT POOL	1,029,087.58	1,029,087.58	0.45520%	TEXPOOL	N/A
203	PH HSE SALE PROC	INVESTMENT POOL	3,500,080.03	3,500,080.03	0.45520%	TEXPOOL	N/A
718	FW AFFORD. INC	INVESTMENT POOL	3,838,281.82	3,838,281.82	0.45520%	TEXPOOL	N/A
722	SPRING GLEN APTS	INVESTMENT POOL	1,863,972.66	1,863,972.66	0.45520%	TEXPOOL	N/A
721	SPRING HILL APTS	INVESTMENT POOL	4,631,617.93	4,631,617.93	0.45520%	TEXPOOL	N/A
740	BHEF	INVESTMENT POOL	13,977.91	13,977.91	0.45520%	TEXPOOL	N/A
101	OTHER AMPS	INVESTMENT POOL	1,909,048.57	1,909,048.57	0.45520%	TEXPOOL	N/A
102	BUTLER PLACE	INVESTMENT POOL	3,592,767.32	3,592,767.32	0.45520%	TEXPOOL	N/A
602	WIND TERRACE INC	INVESTMENT POOL	287,398.22	287,398.22	0.45520%	TEXPOOL	N/A
103	J.A. CAVILE PLACE	INVESTMENT POOL	1,651,062.20	1,651,062.20	0.45520%	TEXPOOL	N/A
116	SCATTERED SITES	INVESTMENT POOL	758,255.43	758,255.43	0.45520%	TEXPOOL	N/A
728	VILLAS OF EASTWOOD	INVESTMENT POOL	669,887.84	669,887.84	0.45520%	TEXPOOL	N/A
730	AVENTINE TARRANT PKW	INVESTMENT POOL	1,006,360.27	1,006,360.27	0.45520%	TEXPOOL	N/A
726	POST OAK EAST APTS	INVESTMENT POOL	754,729.05	754,729.05	0.45520%	TEXPOOL	N/A
729	VILLAS BY THE PARK (RSV)	INVESTMENT POOL	249,974.88	249,974.88	0.45520%	TEXPOOL	N/A
100	COCC	CERT OF DEPOSIT	204,363.48	204,363.48	2.6000%	COMPASS BANK	02/20/20
100	COCC	MONEY MARKET	249,116.42	249,116.42	0.2000%	COMERICA BANK	N/A
TOTAL			64,741,013.25	64,741,013.25			

/s/ Riza Nolasco
Vice President-Finance & Administration

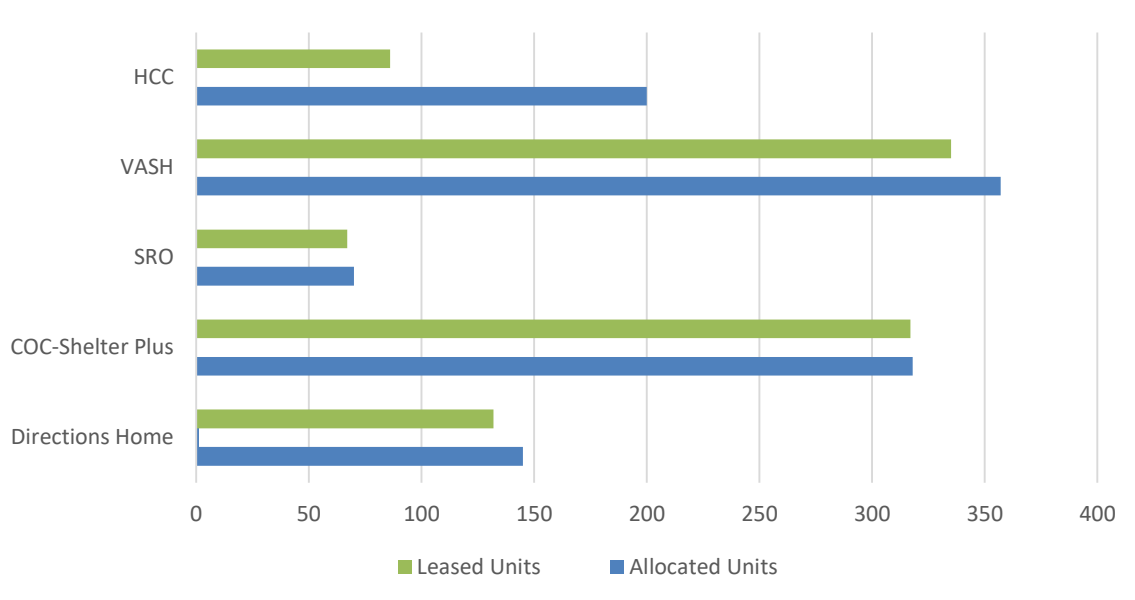
/s/ Ara McVay
Accountant



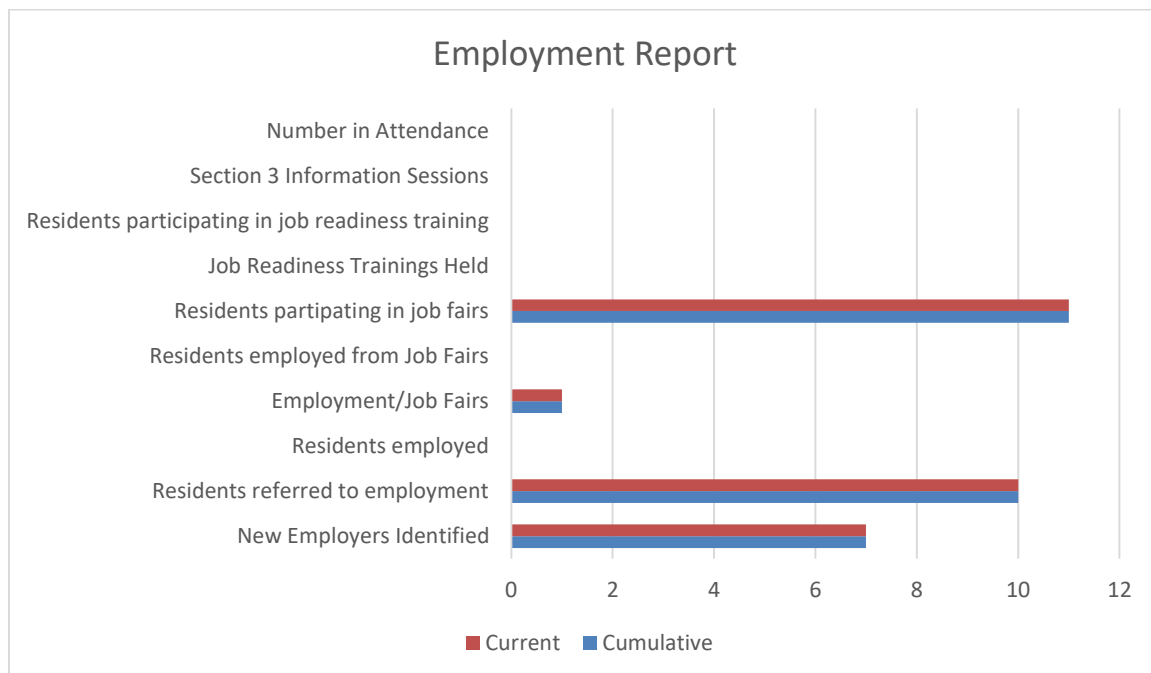
HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020

Special Programs Monthly Unit Allocation Utilization



Employment Report





HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020

Family Self-Sufficiency Program Report – April 2020

Program Management	Mandated Program Size			11
	Graduates this Month			0
	New Mandated Program Size			11
	Current Program Size (HCVP + PH + RAD)			264
	Percentage of Mandatory Slots Filled			2,400%
	Completed to Date			334
	New Contracts this Month (HCVP + PH +RAD)			5
	New Contracts (YTD)			17
Participants Demographics & Activities	HCVP Participants			257
	Public Housing Participants			5
	RAD			2
	Participants w/ Escrow			151
	Percentage of Participants w/ Escrow			57%
	FSS Workshops			Attendees
	None (offices closed due to COVID-19)			0
Canceled Contracts	Contracts Canceled & Escrow Forfeited			0
	Contracts Canceled & Escrow Forfeited (YTD)			2
	Contracts Canceled with No Escrow			1
	Contracts Completed (Graduated)			0
	Total of Contracts Canceled this Month: Term + Grad			1
	Total of Canceled Contracts: Term + Grad (YTD)			14
Escrow Amount Activity	New Escrow Accounts Established this Month			3
	New Escrow Accounts Established (YTD)			16
	Escrow Forfeited to FWHS this Month			\$0.00
	Escrow Forfeited to FWHA (YTD)			\$664.91
	Escrow Paid Out this Month			\$0.00
	Escrow Paid Out (YTD)			\$28,832.14
Graduate Information	Name	Client No.	Escrow Amount (\$)	Homeownership?
PIC Reporting	FSS Graduates (YTD)			9
	Current Active FSS Contracts in PIC			253
	Current Active Escrow w/ Progress Reports			121
FSS Activities				



HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020

CoC PROGRAM MONTHLY REPORT

Month: April 1, 2020

	SPC 1	%	SPC 2	%	SPC 6	%	Change	%	VASH	%	HHSP	%
Allocated	164		123		19		12		357		60	
Leased	168	102%	117	95%	14	74%	10	83%	318	89%	58	97%
GENDER												
Male	69		49		9		4		265		34	
Female	99		68		5		6		53		24	
RACE												
Black	85		67		6		2		180		23	
White	81		50		8		8		134		34	
Asian	0		0		0		0		0		0	
Nat American	2		0		0		0		3		0	
Hawaiian	0		0		0		0		1		0	
ETHNICITY												
Hispanic	10		4		2		0		21		6	
DISABLED												
Disabled 61 Over	50		33		4		1		76		12	
Disabled Under 62	115		84		8		7		110		44	
AGE												
18-35	9		1		1		1		17		4	
36-61	107		83		8		8		176		42	
Over 61	52		33		5		1		125		12	
AVG INCOME	10,824		11,181		7,100		8,614		13,785		8,844	

	HCC	%	DH	%	SRO 307	%	SRO 308	%	SRO 309	%
Allocated	200		85		32		18		20	
Leased	105	53%	76	89%	31	97%	18	100%	19	95%
GENDER										
Male	25		40		23		18		16	
Female	80		36		8		0		3	
RACE										
Black	71		46		22		5		10	
White	33		30		9		12		9	
Asian	0		0		0		1		0	
Nat American	0		0		0		0		0	
ETHNICITY										
Hispanic	5		6		1		2		0	
DISABLED										
Disabled 61 Over	5		11		5		1		2	
Disabled Under 62	100		66		14		3		7	
AGE										
18-35	45		5		5		3		6	
36-61	55		60		19		11		11	
Over 61	5		11		7		4		2	
AVG INCOME	5,438		9,219		8,580		6,007		7,438	

ONGOING ACTIVITIES: Monitor CoC funding and Lease-Up Rate

SPECIAL ACTIVITIES: Staff continue to actively participate in TCHC workgroups and trainings



HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020

Traditional Public Housing		%
Public Housing Units	712	
Leased	112	16%
Male	15	13%
Female	98	87%
RACE		
Black	92	82%
White	19	17%
Asian	2	Less than 1%
Native American	0	0%
ETHNICITY		
Hispanic	15	13%
DISABLED		
Disabled 61 Over	7	7%
Disabled Under 62	21	19%
AGE		
18-35	42	38%
36-61	55	49%
Over 61	16	13%
AVG INCOME	\$10,081.50	



HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020

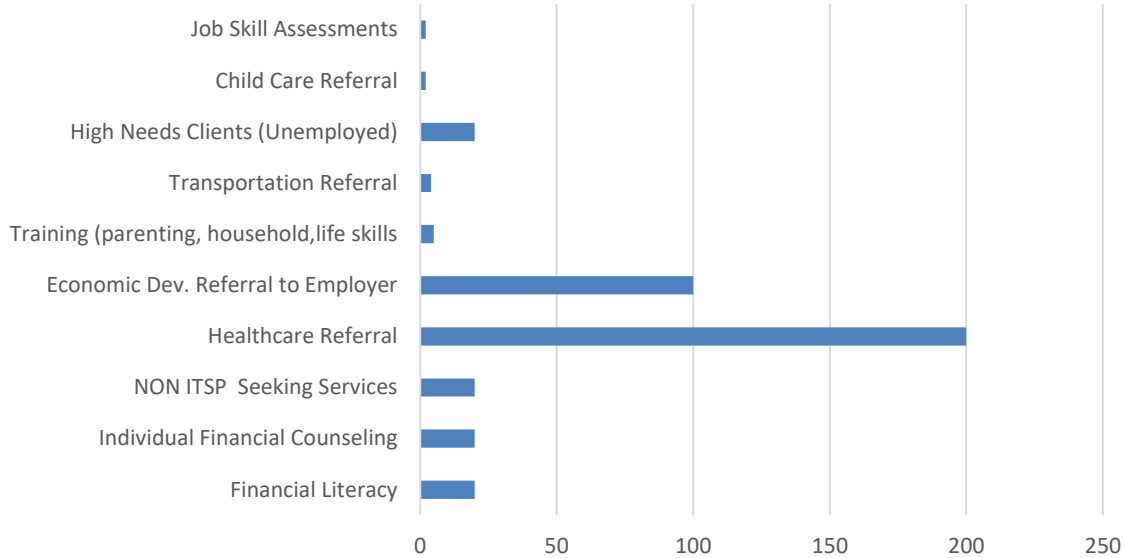
Affordable Housing (Public Housing)		%
Public Housing Units	91	
Leased	83	91%
GENDER		
Male	18	22%
Female	73	88%
RACE		
Black	69	80%
White	18	20%
Asian	1	Less than 1%
Nat American	0	0%
Hawaiian	3	Less than 1%
ETHNICITY		
Hispanic	7	Less than 1%
DISABLED		
Disabled 61 Over	11	13%
Disabled Under 62	23	28%
AGE		
18-35	32	38%
36-61	47	52%
Over 61	12	10%
AVG INCOME	\$15,369.00	



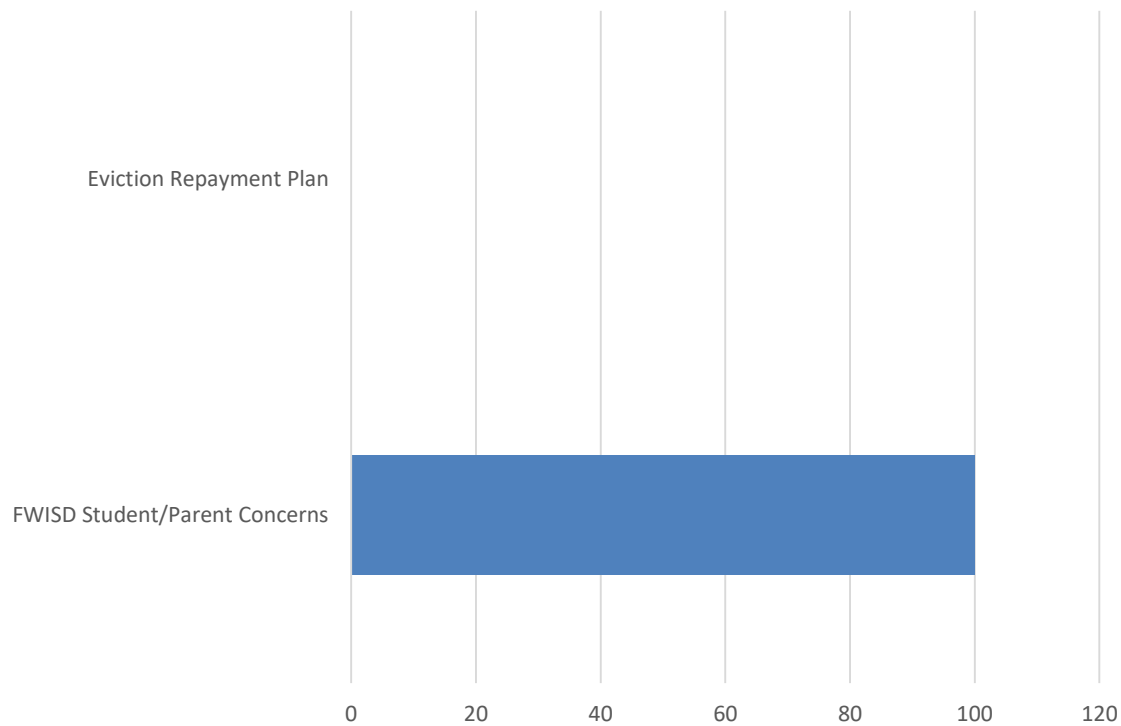
HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020

ROSS Grant Requirments-Cavile



Data- Cavile



Low-Income Public Housing Report – Month ending April 2020

Low-Income Public Housing- Butler (412 units)	
	April
Waiting List	74 (waitlist closed)
Vacancy Rate	77.43%
Rent Collections	84.88%
*Unit Turnaround Time Days	0 days
Avg. Non-Emergency Work Order Days	1
#of Non-Emergency Work orders	55
Avg. Emergency Work Order Days	2.5 hr
# of Emergency Work Orders	2

**Butler Place Apartments is currently under a Rental Assistance Demonstration (RAD) conversion for 412 units and is no longer leasing units or completing make ready's.*

Low-Income Public Housing- Scattered Sites (16 units)	
	April
Waiting List	25
Vacancy Rate	0%
Rent Collections	100%
Unit Turnaround Time Days	0 days
Avg. Non-Emergency Work Order Days	0
#of Non-Emergency Work orders	0
Avg. Emergency Work Order Days	0
# of Emergency Work Orders	0

Low-Income Public Housing Report – Month ending April 2020

Low Income Public Housing- JA Cavile (300 units)	
	January
Waiting List	244 (waitlist closed)
Vacancy Rate	91.94%
Rent Collections	96.6%
*Unit Turnaround Time Days	0 days
Avg. Non-Emergency Work Order Days	3h .25m
# of Non-Emergency Work orders	9
Avg. Emergency Work Order days	0
# of Emergency Work Orders	0

**JA Cavile Apartments is a HUD approved Section 18 Demolition property with 300 units and is no longer leasing or completing make ready's.*

Low-Income Public Housing- Cambridge Court (33 PH units)	
	April
Waiting List	77
Vacancy Rate	1%
Rent Collections	100%
Unit Turnaround Time Days	0 days (PH units only)
Avg. Non-Emergency Work Order Days	1 hour (PH units only)
# of Non- Emergency Work Orders	5 (PH units only)
# of Emergency Work Orders	0 (PH only)

Low-Income Public Housing Report – Month ending April 2020

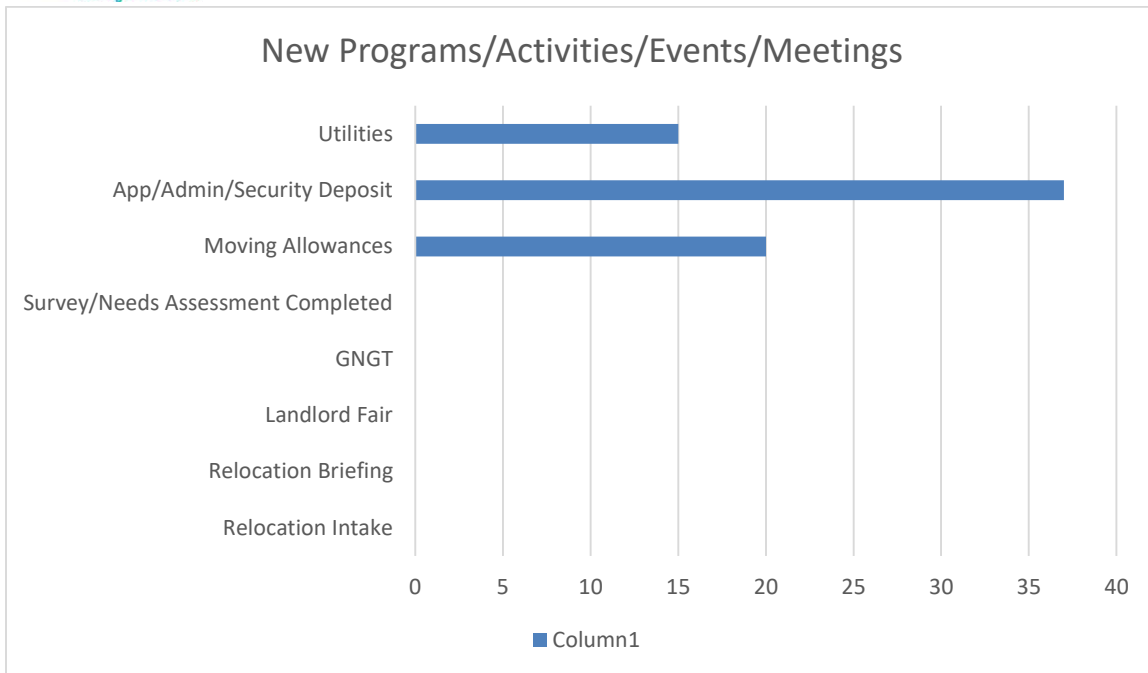
Low Income Public Housing- Sycamore	
	April
Waiting List	18
Vacancy Rate	36.17%
Rent Collections	97%
Unit Turnaround Time Days	0 days
Avg. Non-Emergency Work Order Days	0 (PH only)
# of Non-Emergency Work Orders	0 (PH only)
# of Emergency Work Orders	0 (PH only)

PHAS Score	Occupancy Rate	Avg. Total Turnaround Days	Rent Collection Percentage	Avg. W/O Days
A	98 to 100	1 to 20	98 to 100	≤24
B	97 to 97.9	21 to 25	96 to 97.9	25 to 30
C	96 to 96.9	26 to 30	94 to 95.9	31 to 40
D	95 to 95.9	31 to 40	92 to 93.9	41 to 50
E	94 to 94.9	41 to 50	90 to 91.9	51 to 60
F	≥93.9	≥51	≥89.9	≥61



HOUSING OPERATIONS AND CLIENT SERVICES BOARD REPORT

Month Ending April 2020



Notes: Marketing/Meeting

- Sent residents information about food and other resources due to COVID-19
- Collaborated with a local church to provide food to current residents
- Employment announcements sent to resident/relocated/current
- COVID weekly/monthly assessment

EnVision Center: UPDATE

Continue to work with the City of Fort Worth HUD EnVision Center representative on how to continue to service our clients during COVID-19

Ongoing Projects

CNI Project	1
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FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.08, TAB 9
Person Responsible: Heather Raiden, General Counsel
Subject: COVID-19 HUD Waivers & Alternative Requirements

Background:

Pursuant to its authority under the CARES (Coronavirus Aid, Relief and Economic Security) Act, HUD has permitted waivers and alternate requirements for Public Housing and Housing Choice Voucher programs published in the PIH Notice 2020-05. These waivers and requirements may be adopted at the discretion of the housing authority to provide administrative flexibility in light of the COVID-19 pandemic response.

Issues/Concerns:

Staff believes that if the Board authorizes the President to adopt waiver provisions as applicable, this action will ensure the safety and security of FWHS employees and program participants and that the action is necessary to comply with health authority recommendations regarding the COVID-19 pandemic.

Funding Source:

None required; policy addition only.

Recommendation:

FWHS recommends that the Board authorize the President to adopt and implement any and all waivers or alternate requirements published by HUD in PIH 2020-05, as amended or revised, that in the President's discretion are appropriate and necessary for the operations of FWHS and in the best interests of FWHS program participants and employees.

Attachments:

Resolution
Exhibit A: List of Waivers

Fort Worth Housing Solutions

Resolution No. _____

RESOLUTION AUTHORIZING THE PRESIDENT TO ADOPT AND IMPLEMENT ANY AND ALL COVID-19 STATUTORY AND REGULATORY WAIVERS OR ALTERNATE REQUIREMENTS PUBLISHED BY HUD IN PIH 2020-05, AS AMENDED OR REVISED, THAT IN THE PRESIDENT'S DISCRETION ARE APPROPRIATE AND NECESSARY FOR THE OPERATIONS OF FWHS AND IN THE BEST INTERESTS OF FWHS PROGRAM PARTICIPANTS AND EMPLOYEES.

WHEREAS, The COVID-19 pandemic emergency response may require modifications to FWHS program operations and procedures; and

WHEREAS, HUD has authorized housing authorities to waive or modify public housing and HCV program requirements at the housing authority's discretion, under HUD's authority in the CARES Act, and specifically in its HUD Notice PIH 2020-05 (as amended or revised);

NOW, THEREFORE, BE IT RESOLVED THAT:

1. The President is authorized to adopt and implement any and all waivers or alternate requirements published by HUD in PIH 2020-05, as amended or revised, that in her discretion are appropriate and necessary for the operations of FWHS and in the best interests of FWHS program participants and employees. Any previously implemented waivers or modifications authorized herein are hereby ratified.
2. Such waivers will be adopted for the maximum time allowed by HUD Notice PIH 2020-05 (as amended or revised.)
3. The waivers adopted to date are attached as Exhibit A.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date

EXHIBIT A
TO COVID-19 HUD WAIVER RESOLUTION PRESENTED MAY 21, 2020

Below is a list of the topics subject to statutory and regulatory requirements waivers identified in HUD Notice PIH 2020-05.

Waivers that Apply to Both the Public Housing Program and the Housing Choice Voucher Program:

1. PHA 5-Year and Annual Plan Submission Dates, Significant Amendment Requirements.
2. Family Income and Composition: Delayed Annual Examination
3. Family Income and Composition: Annual Examination-Income Verification Requirements
4. Family Income and Composition: Interim Examinations
5. Enterprise Income Verification (EIV) Monitoring
6. Family Self-Sufficiency (FSS) Contract of Participation; Contract Extension Requirements
7. Waiting List: Opening and Closing; Public Notice
8. Uniform Financial Reporting Standard; Filing of Financial Reports; Reporting Compliance Dates
9. PHA Reporting Requirements on HUD Form 50058

Waivers that Apply to the Housing Choice Voucher Program:

1. Initial Inspection Requirements
2. Project-Based Voucher (PBV) Pre-HAP Contract Inspections, PHA Acceptance of Completed Units
3. Initial Inspections: Non-Life-Threatening Deficiencies (NLT) Option
4. HQS Initial Inspection Requirement-Alternative Inspection Option
5. HQS Inspection Requirement-Biennial Inspections
6. HQS Interim Inspections
7. PBV Turnover Unit Inspections
8. PBV HAP Contract-HQS Inspections to Add or Subtract Units
9. HQS Quality Control Inspections
10. Housing Quality Standards; Space & Security
11. Homeownership Option-Initial HQS Inspection
12. Revisions to the Administrative Plan
13. Information When Family is Selected-PHA Oral Briefing
14. Term of Voucher-Extension of Term
15. PHA Approval of Assisted Tenancy-When HAP Contract is Executed
16. Absence from Unit
17. Automatic Termination of HAP Contract
18. Increase in Payment Standard under HAP Contract Term
19. Utility Allowance Schedule-Required Review and Revision
20. Homeownership Option-Homeownership Counseling
21. Family Unification Program (FUP) FUP Youth Age Eligibility to Enter HAP Contract
22. SEMAP

Waivers that Apply to the Public Housing Program:

1. Fiscal Closeout of Capital Grant Funds
2. Total Development Costs
3. Cost and Other Limitations; Types of Labor
4. ACOP: Adoption of Tenant Selection Policies
5. Community Service and Self-Sufficiency Requirement (CSSR)
6. Energy Audits
7. Over-Income Families
8. Resident Council Elections
9. Review and Revision of Utility Allowances
10. Tenant Notification for Changes to Project Rules and Regulations
11. PHAS
12. Designated Housing Plans-HUD 60 Day Notification
13. Extension of Deadline for Programmatic Obligation and Expenditure of Capital Funds

Waivers that Apply to the Continuum of Care Program:

1. Fair Market Rent for individual Units and Leasing Cost
2. Disability Documentation for Permanent Supportive Housing
3. Limit on Eligible Housing Search and Counseling Services
4. Permanent Housing – Rapid Re-Housing Case Management
5. HQS Initial Physical Inspections of Unit
6. Re-Inspection of Units
7. One-Year Lease Requirements



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.09, TAB 10
Person Responsible: Riza Nolasco, VP of Finance & Administration
Subject: ACCOUNTING & FINANCE BUDGET SOFTWARE SERVICES

Background:

Fort Worth Housing Solutions (FWHS), needs to automate the budget process. Currently the budget is prepared using Microsoft Excel which is error prone and time-consuming. To that end, an RFP was published for Accounting & Finance Budget Software Services on September 30 and October 7, 2019 with the Commercial Recorder, five affordable housing trade organizations, the FW Black & Hispanic Chambers of Commerce, and on the FWHS website. A pre-proposal conference call was held October 3, 2019 with six firms. Two addenda were released; one changed the proposal due date and the other responded to vendor questions. Six proposals were received as follows on November 19, 2019:

- Questica, Inc.
- Lindsey and Company, Inc.
- GNC Consulting, Inc.
- Clarity Partners, LLC.
- Adaptive Insights, LLC.
- Centage Corporation

All six proposals were evaluated by a staff Evaluation Team in four meetings after the initial scoring phase. Two respondents (Adaptive and Questica) were selected based on their scores and invited to perform demonstrations of services. Adaptive Insights performed their demonstration at FWHS on March 24, 2020 and Questica, Inc. on March 25, 2020.

After the demonstrations, an Evaluation Team consensus meeting was held April 21, 2019, to discuss the final scoring for both firms and to choose a one for a contract award. Questica, Inc. was the selected firm based on price reasonableness, best value and the scope of services as listed in their proposal. Also Adaptive has 2 years' experience; Questica has 22.

Issues/Concerns:

The new budgeting software is designed to interface with the Emphasys system that FWHS already uses. Other HAs have given positive feedback on the same software and vendor. The Adaptive quote didn't appear to be all inclusive; a 3rd party would be contracted and in the process, additional costs would be incurred. Also Adaptive has no control over the implementation process while Questica has. The total cost requires that this item be brought before the Board for approval.

Funding Source:

2020 Central Office Cost Center (COCC) budget and some additional budget from COVID-19 funds as well as funds from work items that could not be completed due to the pandemic.

Recommendation:

Evaluation Team recommends authorizing the President to execute a three-year contract with two (2) one-year renewal options with Questica, Inc. for Accounting & Finance Budget Software Services.

Attachments: Resolution, Tabulated Final Scoring, Scoring After Demo, Cost Analysis

Fort Worth Housing Solutions

Resolution No. _____

RESOLUTION AUTHORIZING THE PRESIDENT TO EXECUTE A THREE-YEAR CONTRACT AGREEMENT WITH QUESTICA WITH TWO (2) ONE-YEAR RENEWAL OPTIONS FOR ACCOUNTING AND FINANCE BUDGET SOFTWARE SERVICES.

WHEREAS, Fort Worth Housing solutions (FWHS) needs Accounting and Finance Budget Software Services to efficiently create accurate and precise budgets that integrates with the Emphasys software already in place; and

WHEREAS, FWHS issued an Request for Proposals to obtain a qualified firm for an Accounting & Finance Budget Software Service on September 30, 2019; and

WHEREAS, The Evaluation Team assessed each proposal based on the pre-established evaluation criteria plus the demonstration presentation for the two finalists; and

WHEREAS, Accounting and Budget Software Services will be provided to Fort Worth Housing Solutions by Questica, Inc.

NOW, THEREFORE, BE IT RESOLVED THAT:

The Board Commissioners authorizes the President to negotiate and execute a contract for Accounting & Budget Software Services for three (3) years with an additional two (2) one-year renewal options with Questica, Inc. not to exceed the amount of \$201,625.00.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date

TABULATION OF PROPOSALS

DESCRIPTION: RFP 2019-105 Budget Software

Date: 5/11/2020

FUNDING SOURCE: COCC

All Respondents	Name of Respondent	Average Scores	Demonstration	M/WBE Status	Total Scores
1	Questica	88	8	NM	96
2	Adaptive Insight	87	7	NM	94
3	Centage	78	NOT INVITED	NM	78
4	Clarity	77	NOT INVITED	5	77
5	GNC	76	NOT INVITED	4	76
6	Lindsey	62	NOT INVITED	NM	62

M/WBE STATUS CODES

- 1 WOMEN-OWNED
- 2 AFRICAN AMERICAN(NON-HISPANIC)
- 3 NATIVE AMERICANS
- 4 HISPANIC AMERICANS
- 5 ASIAN/PACIFIC AMERICANS
- 6 HASIDIC JEWISH AMERICANS
- NC NOT CERTIFIED BY RECOGNIZED AGENCY
- NM NOT MINORITY OWNED

NOTE: FWHS invited to present Demonstration of Services

**RFP: Budget Software Demo FINAL SCORING with Demo
Presentation**

SCORING CRITERIA	Adaptive Insight	Questica
Evaluator A	86	75
Demo	7	8
Evaluator B	90	100
Demo	7	7
Evaluator C	86	88
Demo	7	8.5
SCORING AVERAGE	87	88
DEMO AVERAGE	7	8
FINAL SCORING	94	95.5

<u>Adaptive Insight</u> Option 1	Year 1	Year 2	Year 3	Year 4	Year 5	Total
Software License	\$ 13,950.00	\$ 13,950.00	\$ 13,950.00	\$ 13,950.00	\$ 13,950.00	\$ 69,750.00
Integration License	\$ 2,250.00	\$ 2,250.00	\$ 2,250.00	\$ 2,250.00	\$ 2,250.00	\$ 11,250.00
Licenses Total	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 81,000.00
Implementation of Software	\$ 30,000.00					\$ 30,000.00
Implementation of Integration	\$ 13,000.00					\$ 13,000.00
Implementation Total	\$ 43,000.00	-	-	-	-	\$ 43,000.00
Grand Total	\$ 59,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 124,000.00

<u>Adaptive Insight</u> Option 2	Year 1	Year 2	Year 3	Year 4	Year 5	Total
Software License	\$ 13,950.00	\$ 13,950.00	\$ 13,950.00	\$ 13,950.00	\$ 13,950.00	\$ 69,750.00
Integration License	\$ 2,250.00	\$ 2,250.00	\$ 2,250.00	\$ 2,250.00	\$ 2,250.00	\$ 11,250.00
Licenses Total	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 81,000.00
Implementation of Software	\$ 30,000.00					\$ 30,000.00
Implementation of Integration		\$ 13,000.00				\$ 13,000.00
Implementation Total	\$ 30,000.00	\$ 13,000.00	-	-	-	\$ 43,000.00
Grand Total	\$ 46,200.00	\$ 29,200.00	\$ 16,200.00	\$ 16,200.00	\$ 16,200.00	\$ 124,000.00

<u>Questica</u>	Year 1	Year 2	Year 3	Year 4	Year 5	Total
Software as a Service						
Questica Budget Framework						
Operating License Seats	15					
Salaries License Seats	3					
Capital License Seats	15					
Unlimited Read Only	Included					
Allocations	Included					
Statistical Ledger	Included					
Performance	Included					
Opt. Feature: Financial Statements	Included					
						\$ 17,210.00
Questica Budget Software Subscription (Questica provides server, database, operating system, monthly management, OpenBook, software maintenance) Included at no charge for Year 1,2,and 3. Annual Fee: \$7500.00 from Year 4						
Total Annual Software Subscription:						\$ 17,210.00
Professional Services (Per Scope of Work)						
Design, Analysis & Configuration						
Project Management						
Training						
Integrations						
Customizations						
Custom Reports						
IT Services						
Total Professional Services						\$ 100,575.00
(one time implementation fee):						
<u>Questica</u>	Year 1	Year 2	Year 3	Year 4	Year 5	Total
SaaS Fee	\$ 17,210.00	\$ 17,210.00	\$ 17,210.00	\$ 17,210.00	\$ 17,210.00	\$ 86,050.00
Professional Services	\$ 100,575.00					\$ 100,575.00
OpenBook (optional cost to FWHS)	No Charge	No Charge	No Charge	\$ 7,500.00	\$ 7,500.00	
Total (without OpenBook)	\$ 117,785.00	\$ 17,210.00	\$ 17,210.00	\$ 17,210.00	\$ 17,210.00	\$ 186,625.00
Total (with OpenBook)	\$ 117,785.00	\$ 17,210.00	\$ 17,210.00	\$ 24,710.00	\$ 24,710.00	\$ 201,625.00



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.10, TAB 11
Person Responsible: Selarstean Mitchell, Vice-President of Assisted Housing
Subject: FWHS-DHA Interlocal Agreement for IT Services Procurement

Background:

Texas Government Code, Chapter 791, allows local governments such as Fort Worth Housing Solutions (FWHS), to contract with other government entities to increase efficiency and effectiveness through Interlocal Cooperation Agreements. Texas Local Government Code, Chapter 392, authorizes housing authorities to enter into this type of Agreement.

DHA Housing Solutions for North Texas (DHA) procured Artificial Intelligence Tech Services through a contract with BoodsKapper, Inc., following a Request for Proposals that was issued on May 13, 2019. The BoodsKapper contract is for the period August 1, 2019 through July 31, 2022 with an option to extend for up to two additional one-year terms.

FWHS could use the same technology to perform various operations, including inspections, more efficiently and specifically to conduct HQS inspections that were suspended as the result of COVID-19 in a timely manner once waivers have expired. The cost for the technology includes a \$17,000.00 implementation fee and an annual license fee of \$3 per unit. Based on the approximately 6,500 units in the Housing Choice Voucher Program and Special Programs, the first year cost will be \$36,500.00. Subsequent years' costs will be approximately \$20,000.00 annually. FWHS would use this technology for certain operational workflows including 1) Housing Quality Standard Inspection Scheduler/Route Optimizer & Two-way Communications with property owners and clients, 2) Housing Choice Voucher Navigator, and 3) Live Chat.

Issues/Concerns:

FWHS would like to enter into an Interlocal Cooperation Agreement with DHA for Artificial Intelligence Technology Services Procurement effectively "piggybacking" on the DHA RFP which would save FWHS the cost and staff time of issuing a separate RFP for the same services. Staff has investigated the scope of services in the DHA contract with BoodsKapper and believes it matches FWHS needs.

Funding Source:

HCVP Administrative Fees awarded through the CARES Act for expenses related to COVID-19.

Recommendation:

Staff recommends that FWHS enter into an Interlocal Cooperation Agreement with DHA Housing Solutions for North Texas for the procurement of Artificial Intelligence Services with BoodsKapper Inc.

Attachments:

Resolution

Fort Worth Housing Solutions

Resolution No. _____

RESOLUTION AUTHORIZING AN INTERLOCAL COOPERATION AGREEMENT WITH DHA HOUSING SOLUTIONS FOR NORTH TEXAS (DHA) REGARDING ARTIFICIAL INTELLIGENCE TECHNOLOGY SERVICES PROCUREMENT.

WHEREAS, Fort Worth Housing Solutions (FWHS) desires to procure Artificial Intelligence Technology Services for certain operational workflow; and

WHEREAS, The Texas Government Code allows local governments to contract with one another to perform government functions to increase the efficiency and effectiveness of such governments through an Interlocal Cooperation Agreement; and

WHEREAS, Public Housing Authorities are authorized to enter into Interlocal Cooperation Agreements; and

WHEREAS, DHA procured Artificial Intelligence Technology Services through a Request for Proposals that was issued on May 13, 2019; and

WHEREAS, DHA contracted with BoodsKapper Inc. for such services, the term of which is for the period August 1, 2019 through July 31, 2022 with an option to extend for up to two additional one-year terms; and

WHEREAS, FWHS would like to procure the services with the same vendor through an Interlocal Cooperation Agreement with DHA.

NOW, THEREFORE, BE IT RESOLVED THAT:

That the Board of Commissioners authorize the President to enter into an Interlocal Agreement with DHA for the procurement of Artificial Intelligence Services with BoodsKapper Inc. for an amount not to exceed \$125,000.00 for a five (5) year period.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.11, TAB 12
Person Responsible: Selarstean Mitchell, Vice-President of Assisted Housing
Subject: FWHS-DHA Interlocal Agreement for Services for HCV Program

Background:

The U.S. Department of Housing and Urban Development (HUD) allows Public Housing Authorities to establish a Section 8 Project-Based Voucher Program as part of its affordable housing development strategies. HUD regulations preclude housing authorities from performing certain Program Services in connection with the selection of PHA-owned units. The regulations provide for an independent entity to perform these Program Services. The independent entity may be the unit of general local government for the PHA jurisdiction or any other HUD-approved public or private independent entity.

Issues/Concerns:

Fort Worth Housing Solutions (FWHS) and DHA Housing Solutions for North Texas (DHA) for North Texas both have a Project-Based Voucher Programs and an Interlocal Agreement to perform certain Program Services for each other related to PHA-owned units would be beneficial and comply with HUD regulations.

Funding Source:

Housing Choice Voucher Program Administrative Fees.

Recommendation:

Staff recommends that the Commissioners authorize the FWHS President to negotiate and execute an Interlocal Agreement between FWHS and DHA.

Attachments:

Resolution

Fort Worth Housing Solutions

Resolution No. _____

RESOLUTION AUTHORIZING AN INTERLOCAL AGREEMENT BETWEEN FORT WORTH HOUSING SOLUTIONS (FWHS) AND DHA HOUSING SOLUTIONS FOR NORTH TEXAS (DHA) FOR INDEPENDENT ENTITY SERVICES.

WHEREAS, Government Code Chapter 791. Interlocal Cooperation Contracts, otherwise known as the Interlocal Cooperation Act, allows local governments to contract with one another, to the greatest possible extent, to perform governmental functions to increase the efficiency and effectiveness of such governments; and

WHEREAS, FWHS and DHA, as part of their affordable housing development strategies, established Section 8 Project-Based Voucher (PBV) Programs; and

WHEREAS, CFR 24 part 983 establishes regulatory requirements in the administration of the PBV program; and

WHEREAS, Section 983.59 precludes Public Housing Authorities from performing certain Program Services in connection with the selection of PHA-owned units; and

WHEREAS, Section 983.59 (c) provides for an independent entity to perform these Program Services; such entity may be the unit of general local government for the PHA jurisdiction or any other HUD-approved public or private independent entity; and

WHEREAS, U.S. Department of Housing and Urban acknowledges and supports the execution of an Interlocal Agreement between FWHS and DHA.

NOW, THEREFORE, BE IT RESOLVED THAT:

The Board of Commissioners of Fort Worth Housing Solutions hereby authorizes the FWHS President to negotiate and execute an Interlocal Agreement between Fort Worth Housing Solutions and DHA Housing Solutions for North Texas.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.12, TAB 13
Person Responsible: Brian Dennison, Sr. Vice President of Development & Asset Management
Subject: Knights of Pythias Project Loan from FWAI

Background:

Knights of Pythias is located at 303 Crump Street, Fort Worth, TX 76102. The project consists of a rehabilitated historic structure, as well as a new construction component, all owned by Hillside Public Facility Corporation. The 18-unit complex was developed in 2013 as a collaboration between FWHS and Carleton. The community has eight (8) market rate units and ten (10) units reserved for households earning up to 80% of area median income.

Community Bank of Texas has a project loan with a pay-off amount of approximately \$1,427,685.00 (amount to be recalculated for a future payoff date). The loan with Community Bank of Texas matured in 2019, and although FWHS has secured loan extensions, FWHS has been as-yet unable to obtain a suitable refinancing option.

Issues/Concerns:

FWHS needs to create more flexibility in the deal structure by paying off the note and better positioning the asset for re-capitalization or sale.

Funding Source:

Fort Worth Affordability, Inc. would provide a 10-year, 3% interest-only project loan.

Recommendation:

It is recommended that the FWHS Board of Commissioners approve the actions outlined in the Resolution.

Attachments:

Resolution

RESOLUTION NO. _____

RESOLUTION OF THE HOUSING AUTHORITY OF THE CITY OF FORT WORTH, TEXAS DBA FORT WORTH HOUSING SOLUTIONS ("FWHS") AUTHORIZING SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE DEVELOPMENT OF THE KNIGHTS OF PYTHIAS APARTMENTS.

WHEREAS, Hillside Public Facility Corporation, a Texas public facility corporation (the "**Owner**"), owns the 18-unit apartment complex located at 303 Crump Street in Fort Worth, Texas known as the Knights of Pythias Apartments (the "**Project**"); and

WHEREAS, The Owner and the Project have debt service obligations with Community Bank of Texas amounting to approximately \$1,427,685.00 (to be recalculated for a future payoff date) (the "**Current Loan**"); and

WHEREAS, Fort Worth Affordability, Inc. ("**FWAI**") could pay-off the Current Loan, creating more flexibility and better positioning for the long-term health of the Project; and

WHEREAS, FWAI would agree to provide the Project a 10-year, 3% interest-only note without a pre-payment penalty (the "**New Loan**") in the amount of the Current Loan.

NOW THEREFORE BE IT RESOLVED:

That the Board of Commissioners of the Authority hereby authorize its President to allow and pursue all actions necessary and reasonable for FWAI to provide the Project with a New Loan, allowing the Owner to pay-off the Current Loan; and

BE IT FURTHER RESOLVED, That all acts, transactions, or agreements undertaken prior hereto by the President of FWHS or his or her designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of FWHS, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, That the President of FWHS is hereby authorized and directed for and on behalf of, and as the act and deed of FWHS, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President of the Authority shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President of FWHS to such end are hereby expressly ratified and confirmed as the acts and deeds of FWHS.

These Resolutions shall be in full force and effect from and upon their adoption.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.13, TAB14
Person Responsible: Brian Dennison, Sr. Vice President of Development & Asset Management
Subject: Cambridge Court Loan from FWAI

Background:

Cambridge Court Apartments is located at 8124 + 8125 Calmont Avenue (north and south side of the street) in west Fort Worth 76116. The 330-unit complex was rehabilitated in 2007 as a 9% LIHTC development involving FWHS and Carleton. The community has 33 public housing units.

On November 21, 2019, the Board of Commissioners approved a resolution compelling FWHS staff to finalize a conversion of the 33 public housing units into Project-Based Rental Assistance units through the RAD program.

Citibank has a project loan (Fannie Mae) through a loan servicer, Berkadia, with a pay-off amount of approximately \$5,363,040.00 (amount to be recalculated for a future payoff date).

After numerous unsuccessful attempts to secure approvals from project partners relating to the RAD conversion, it is recommended that FWHS' best option in completing the RAD process is to eliminate the uncooperative partners.

Issues/Concerns:

FWHS needs to create more flexibility in the deal structure by paying off the note, thereby eliminating some of the project partners, allowing the RAD conversion of the public housing units, and better positioning the asset for re-capitalization or sale.

Funding Source:

Fort Worth Affordability, Inc. would provide a 10-year, 3% interest-only project loan.

Recommendation:

It is recommended that the FWHS Board of Commissioners approve the actions outlined in the Resolution.

Attachments:

Resolution

RESOLUTION NO. _____

RESOLUTION OF THE HOUSING AUTHORITY OF THE CITY OF FORT WORTH, TEXAS DBA FORT WORTH HOUSING SOLUTIONS (THE "FWHS") AUTHORIZING SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE DEVELOPMENT OF THE CAMBRIDGE COURT APARTMENTS.

WHEREAS, Western Hills Affordable Housing, LP, a Texas limited partnership (the "**Owner**"), owns the 330-unit apartment complex located at 8124 and 8125 Calmont Ave in Fort Worth, Texas known as the Cambridge Court Apartments (the "Project"); and

WHEREAS, Western Hills Affordable Housing GP, LLC, a Texas limited liability company (the "**General Partner**"), is the General Partner of the Owner, with the General Partner's sole member being Fort Worth Affordability, Inc., a Texas nonprofit corporation; and

WHEREAS, The Owner and the Project have debt service obligations with Citibank via loan servicer, Berkadia, amounting to approximately \$5,363,040.00 (to be recalculated for a future payoff date) (the "Current Loan"); and

WHEREAS, Fort Worth Affordability, Inc. ("FWAI") could pay-off the Current Loan, creating more flexibility and better positioning for the long-term health of the Project; and

WHEREAS, FWAI would agree to provide the Project a 10-year, 3% interest-only note without a pre-payment penalty (the "New Loan") in the amount of the Current Loan.

NOW THEREFORE BE IT RESOLVED:

That the Board of Commissioners of the FWHS hereby authorize its President to allow and pursue all actions necessary and reasonable for FWAI to provide the Project with a New Loan, allowing the General Partner to pay-off the Current Loan; and

BE IT FURTHER RESOLVED, That all acts, transactions, or agreements undertaken prior hereto by the President of the Authority or his or her designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, That the President of FWHS is hereby authorized and directed for and on behalf of, and as the act and deed of FWHS, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President of FWHS shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President of FWHS to such end are hereby expressly ratified and confirmed as the acts and deeds of FWHS.

This resolution shall be in full force and effect from and upon its adoption.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.14, TAB 15
Person Responsible: Brian Dennison, Sr. Vice President of Development & Asset Management
Subject: Standard Homes at Harmon MOU

Background:

OP Acquisitions, LLC. (Ojala), a Texas limited liability company, specializes in real estate investment and development. FWHS and Ojala desire to work together to develop a project called Standard Homes at Harmon, a 230-unit multifamily development on 20 acres located south of Harmon Road along the Bailey Boswell Extension in Fort Worth, Texas (the Project). Of the total units to be developed, at least 51% of the units (or approx. 117 units) will be restricted to households with income at or below 80% of AMI (the “affordable units”).

FWHA and Ojala are negotiating a MOU with terms as follows:

- FWHS and Ojala will form a Texas limited partnership for developing the Project
- An affiliate of FWHS (to be formed) will serve as the special limited partner of the partnership
- A Public Facility Corporation – an affiliate of FWHS to be formed – will own the land and execute a ground lease with the project partnership
- The Project will be property tax exempt
- Approx. 12 units (of the approx. 117 affordable units) will be set aside for families and individuals earning at or below 60% of AMI – four 60% AMI units, five 50% AMI units, and three 30% AMI units
- FWHS will be paid an Acquisition Fee of \$500,000
- Major decisions related to the Project will require special limited partner approval. Such approvals cannot be unreasonably withheld, conditioned, or delayed.
- If Wind Terrace, Inc. (an affiliate of FWHS) serves as the Prime Contractor, it will receive a \$5,000 per month fee during the construction period, not to exceed \$120,000
- FWHS’ affiliate SLP entity will receive an annual fee of \$20,000 paid quarterly
- The special limited partner (FWHS Affiliate) will receive 15% of the cash available after payment of operating expenses, debt service, funding of reserves, and a 15% preferred return to Ojala on their unreturned capital.
- The special limited partner will receive 15% of the sale or refinancing proceeds available for distribution after payment of mortgage loan, any debt obligations of the Partnership, replenish reserves as necessary, reasonable transaction and related costs of such sale or refinancing, any Partner's unreturned capital, and to the extent that there are any accrued, unpaid amounts, to pay the investor limited partner's preferred priority payments.

Issues and Concerns:

No major issues or concerns have been identified at this time

Funding Source:

The project is anticipated to cost \$37 million with all sources of funding provided by Ojala

Recommendation:

It is recommended that the Board of Commissioners authorize the President of Fort Worth Housing Solutions to execute a MOU with OP Acquisitions, LLC related to the Project to include the business terms listed above and other terms that may be acceptable to FWHS.

Attachments:

Resolution
DRAFT version of the MOU

Fort Worth Housing Solutions

RESOLUTION NO. _____

RESOLUTION AUTHORIZING THE PRESIDENT OF THE HOUSING AUTHORITY OF THE CITY OF FORT WORTH, TEXAS D/B/A FORT WORTH HOUSING SOLUTIONS TO ENTER INTO A MEMORANDUM OF UNDERSTANDING AND ANY OTHER ACTIONS NECESSARY OR CONVENIENT TO CARRY OUT THIS RESOLUTION.

WHEREAS, The Housing Authority of the City of Fort Worth d/b/a Fort Worth Housing Solutions, a body politic formed under the laws of Texas ("FWHS"), has as part of its mission to provide quality affordable housing; and

WHEREAS, FWHS has the opportunity to participate in an approximate 230-unit multifamily project to be constructed on approximately 20 acres of land south of Harmon Road along the Bailey Boswell Extension in Fort Worth, Tarrant County, Texas (the "Development"); and

WHEREAS, The proposed terms of FWHS's participation in the Development are set forth in the Memorandum of Understanding attached hereto (the "MOU"); and

WHEREAS, FWHS desires to enter into the MOU.

NOW THEREFORE IT BE RESOLVED:

That the Board of Commissioners of FWHS hereby authorizes the FWHS President to enter into the MOU and fulfill all of the obligations and enter into all of the agreements called for by the MOU; and

FURTHER RESOLVED, That the President is hereby authorized and directed to take such further action in the consummation of the transaction herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President shall deem to be necessary or desirable, and all acts heretofore taken by the President to such end are hereby expressly ratified and confirmed as the acts and deeds of FWHS.

These Resolutions shall be in full force and effect from and upon their adoption.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date

**MEMORANDUM OF UNDERSTANDING
BETWEEN
FORT WORTH HOUSING SOLUTIONS
AND
OP ACQUISITIONS, LLC
(Standard Homes at Harmon)**

This Memorandum of Understanding (the “**MOU**”) is between the Fort Worth Housing Solutions, a Texas municipal housing authority (“**FWHS**”), and OP Acquisitions, LLC, a Texas limited liability company or an affiliate thereof (“**Ojala**”), and is dated effective as of May __, 2020.

Ojala specializes in real estate investment and development. FWHS is a local tax-exempt municipal housing authority whose mission is to provide safe, decent and sanitary housing for low-income persons and to manage resources efficiently and effectively. FWHS has a current need for affordable housing for low-income residents. Ojala and FWHS desire to work cooperatively to develop affordable housing at the following location, in accordance with the terms of this MOU:

a new ~230-unit multifamily apartment property (the “**Project**”) to be constructed on approximately 20 acres of land located south of Harmon Road along the Bailey Boswell Extension, in Fort Worth, Tarrant County, Texas (the “**Land**”). The Project will be a mixed-income property at the following rent schedule:

- 51% of the total units (~117 units) will be restricted to families and individuals earning below 80% of AMI, with 12 of the ~117 set aside for families and individuals earning at or below 60% of AMI (collectively, the “**Affordable Units**”).
- Of the 12 units set aside for families and individuals earning at or below 60% of AMI, the unit mix shall be as follows:
 - One Bedroom
 - 60% AMI – 2 units
 - 50% AMI – 2 units
 - 30% AMI – 1 unit
 - Two Bedrooms
 - 60% AMI – 2 units
 - 50% AMI – 3 units
 - 30% AMI – 2 unit
 - Total units at or below 60% AMI – 12
- 49% of the total units at market rate.

- Unless otherwise specified above, Affordable Units shall be allocated pro-rata across the unit mix.
- Housing vouchers will be accepted on up to 20% of total units.

In order to accomplish this purpose, the parties contemplate the following:

AGREEMENTS:

A. Ownership Structure.

1. FWHS and Ojala will form a Texas limited partnership (the “**Partnership**”) for the purpose of constructing, owning, and leasing the Project. A subsidiary or affiliate of FWHS will serve as the special limited partner of the Partnership (the “**SLP**”). The SLP will own 0.01% of the Partnership.

2. A to-be-formed LLC, a Delaware limited liability company and an affiliate of Ojala, will serve as the sole general partner of the Partnership (the “**General Partner**”) and will own 0.5% of the Partnership. General Partner will have responsibility for the management of the Partnership, development, construction, management, operation, and leasing of the Project, and oversight of the Project’s budget(s).

3. A to-be-formed LP, a Delaware limited partnership and affiliate of Ojala, will serve as the investor limited partner of the Partnership (the “**ILP**”) and will own 99.49% of the Partnership.

4. The duties of the General Partner, the SLP and the ILP (collectively, the “**Partners**”) will be set forth in an agreement of limited partnership of the Partnership (the “**Partnership Agreement**”), to be entered into at Closing (as hereinafter defined) among the Partners.

B. Acquisition; Ground Lease; Ad Valorem Tax Exemption.

1. Acquisition; Ground Lease. The Land is currently owned by NTP35 LP, a Texas limited partnership (“**Seller**”). At Closing, Seller or its assigns will contribute the Land to a Texas public facility corporation created by FWHS (“**PFC**”). PFC will acquire the Land at Closing and simultaneously enter into a long-term ground lease (“**Ground Lease**”), as landlord, with the Partnership, as tenant. Amongst other provisions, the Ground Lease and Partnership Agreement will contain language substantially as set forth in **Exhibit A** attached herein. The Partnership will obtain the Mortgage Loan (defined herein) to finance the construction of the Project on the Land. The improvements, fixtures and personal property pertaining thereto constituting the Project will be owned by the Partnership. The Ground Lease will set forth the disposition of the Land and Project upon termination of the Ground Lease under various circumstances, subject to foreclosure requirements of any lenders for the Project.

2. Ad Valorem Tax Exemption. The contemplated ownership structure and Project rental restrictions are expected to generate a 100% ad valorem tax exemption for the Land and Project (the “**Exemption**”). Prior to entering into the Ground Lease, the parties, on behalf of the PFC and Partnership, will work with the Tarrant County Appraisal District (TAD) to obtain confirmation of the availability of the Exemption, as set forth in a tax exemption pre-determination letter. The Ground Lease and the rental restrictions imposed with respect to the Affordable Units, are expected to qualify for the Exemption. The Partnership Agreement will provide that, if (a) at any time before the date that is the one hundred twentieth (120) month anniversary of the acquisition by the PFC of the Property, the ad valorem tax exemption with respect to the Property is lost for any reason other than the failure of the Partnership to comply with Section 303.042 of the Texas Local Government Code, as then in effect and interpreted (i.e., without taking into account any subsequent changes to such statute or any adverse interpretation thereof by any court, appraisal district or other governmental authority), then the right of the SLP to receive distributions for the Partnership shall be suspended until the exemption is regained and any taxes, penalties, interests and costs paid by the Partnership in connection therewith are recaptured by the Partnership from the SLP and in the event that the exemption is not regained in a twelve (12) month period from the date of notice of loss of the exemption from the appraisal district, then General Partner at General Partner’s sole discretion may elect to acquire the SLP’s interest in the Partnership for a purchase price of \$1. If it is determined by a final non-appealable determination or judgment that the ad valorem tax exemption with respect to the Property is lost on any date due to the SLP’s or any of its affiliate’s fraud, gross negligence, or willful misconduct then, in such case, effective as of such time and without further action (i) the SLP shall forfeit all rights with respect to the Partnership (“SLP Forfeiture”). Upon any loss of the tax exemption, including the occurrence of an SLP Forfeiture, the Partners shall agree to act in good faith and use their best efforts to restructure the Partnership and amend the Partnership Agreement and/or the Property ownership structure in order to qualify the Property for an alternative ad valorem tax exemption available under state law. The Partners shall agree that, if an ad valorem tax exemption is obtained with respect to the Property after an earlier loss of the exemption described in Section 303.042, the SLP’s interest which was forfeited in connection with the SLP Forfeiture will be restored, less any taxes, penalties, interest or costs actually paid.

C. **Financing.**

1. Mortgage Loan. The Partnership will obtain a construction loan in the approximate principal amount of \$24,000,000 (the “**Mortgage Loan**”) from an agreed-upon lender (“**Lender**”). The Mortgage Loan will have an approximate term of 5-years, at which time the Mortgage Loan will, unless otherwise agreed to by the Partners, be rolled into permanent financing on terms acceptable to the Partners. The Mortgage Loan will be secured by a deed of trust encumbering the Land and the Project, and one or more principals and/or affiliates of Ojala will provide any necessary guaranties. The promissory note, deed of trust, guaranties, any and all assignments, pledges, restrictive covenants or other documents required by Lender with respect to the Mortgage Loan are collectively referred to as the “**Mortgage Loan Documents**”.

2. Equity. The General Partner and the ILP will make capital contributions to the Partnership at Closing in the aggregate amount of at least \$13,000,000 and any additional amount necessary to satisfy any equity requirements of the Lender in connection with obtaining the Mortgage Loan.

3. Budgets. Ojala will prepare construction and operating budgets for the Project, subject to approval by FWHS and subject to the terms of this MOU. Ojala will negotiate the scope of and provide any guarantees of financing and operating expenses that may be required by Lender.

4. Closing. The parties anticipate that the Partnership will enter into all financing documentation, including the Mortgage Loan Documents, for the Project concurrently, and the execution of all such documents and the funding contemplated thereby are collectively referred to as the “**Closing**”.

D. **Construction.**

1. The Partnership will contract with an unrelated, third party general contractor selected by Ojala (and approved by FWHS, which approval will not be unreasonably withheld, conditioned or delayed) for performance of the construction of the Project, the scope of which is to be mutually agreed upon by the parties. However, FWHS or an affiliate will be the “master contractor” for the Project and paid a master contractor fee of \$5,000 per month during the construction period as determined by Lender (not to exceed \$120,000 in the aggregate).

2. It is contemplated that total acquisition and construction costs for the Project will be approximately \$37,000,000 and will be satisfied generally as follows:

GP equity	\$650,000
ILP equity	\$12,350,000
Construction loan	\$24,000,000

E. **Management and Operation.**

1. The Partnership will enter into an agreement for property management services with a qualified third-party manager (“**Property Manager**”) acceptable to all Partners. The Partners will negotiate the property management agreement with the Property Manager on terms and conditions customary in the industry. FWHS, acting through the SLP, will have the right to require replacement of the Property Manager in the event of its default under the property management agreement, or excessive complaints by residents of the Project.

2. As will be set forth in further detail within the Partnership Agreement, the General Partner will have authority to act on behalf of the Partnership with respect to making decisions in the ordinary course of business. Notwithstanding the foregoing,

decisions relating to the following subject matter (“**Major Decisions**”) will require consent or approval of the SLP (which consent or approval will not be unreasonably withheld, conditioned or delayed):

- Institute proceedings on behalf of Partnership to be adjudicated bankrupt or insolvent;
- Consent to the institution of bankruptcy or insolvency proceeds against the Partnership;
- File a petition seeking, or consenting to, reorganization or relief under any applicable federal or state law related to bankruptcy on behalf of the Partnership;
- Make any assignment for the benefit of creditors on behalf of the Partnership;
- Admit in writing the Partnership’s inability to pay its debts generally as they become due;
- Otherwise seek relief on behalf of the Partnership under any laws relating to the relief from debts or the protection of debtors generally;
- Permit or authorize the Partnership to dissolve or liquidate, or become a party to any merger or consolidation;
- Approve any amendments to the Partnership Agreement;
- Approve the replacement, removal, appointment or withdrawal of the General Partner, except as may be permitted under the Partnership Agreement;
- Approve the sale, mortgage, pledge, assignment or other transfer of all or any interest in the General Partner;
- Approve of the terms and provisions of all loans made by or to the Partnership, including, without limitation, those to be secured by a lien on the Project;
- Approve and consent to the amendments, modifications, extensions, renewals, assumptions and refinancing of the Project;
- Approve the use and disposition of any insurance or condemnation proceeds payable to the Partnership or the Project;
- Approve the sale of, the purchase price or the terms of sale of the Project and/or interests in the Partnership;
- Approve the removal or replacement of the Property Manager;
- Material amendment or modification of the Ground Lease;
- Construction of capital improvements other than the Project;

- Adoption or modification of approved construction or operating plans;
- Cause the Partnership to make any loans; or
- Take any action outside of the ordinary course of the Partnership.

In addition, the SLP will have the right to remove and replace the General Partner in the event of a breach of fiduciary duty on the part of the General Partner, as more specifically described in the Partnership Agreement.

3. The Partnership shall, at its expense, obtain and maintain and use Certified Payroll software.

F. **Community Support.**

Ojala will be responsible for interfacing with the community and local governmental officials in connection with garnering support for the Project, to the extent that such support is necessary. FWHS will assist in those efforts upon the reasonable request of Ojala and to the extent necessary to facilitate the transactions contemplated hereby. The parties will consult with each other and coordinate the response to any media inquiries and/or public opposition to the Project that may arise.

G. **Distributions, Allocations, Fees and Expenses.**

1. The parties anticipate that cash available for distribution by the Partnership (after payment of required debt service to Lender in connection with the Mortgage Loan) will be paid:

- (i) To pay for operating expenses;
- (ii) To fund and/or replenish reserves as necessary or as may be required by Lender;
- (iii) \$20,000 in an annual compliance fee, made payable to the SLP in quarterly installments; and
- (iii) 15% preferred return to the ILP, the GP, on their Unreturned Capital (as defined below), payable quarterly; and
- (iv) The remainder to the parties as follows: (a) 85% to the ILP and the GP, and (b) 15% to the SLP.

2. The parties anticipate that sale or refinancing proceeds available for distribution by the Partnership will be paid:

- (i) To repay the Mortgage Loan;
- (ii) To repay any other debt obligations of the Partnership;

- (iii) To fund and/or replenish reserves as necessary;
- (iv) To pay for reasonable transaction and related costs of such sale or refinancing;
- (v) To repay any Partner's Unreturned Capital;
- (vi) To the extent that there are any accrued, unpaid amounts, to pay ILP's preferred priority payments in the amount of 15% multiplied by its Unreturned Capital, compounded annually; and
- (vii) Thereafter the remainder to the parties as follows: (a) 85% to the ILP and the GP, and (b) 15% to the SLP.

"Unreturned Capital" means a Partner's capital investment less all prior payments received by that Partner.

3. Subject to Lender approval, the Partnership will (a) pay Ojala a development fee, payable monthly during the construction of the Project, equal to (i) 6% multiplied by the total development costs for constructing the Project, less (ii) the agreed-upon value of the Land at Closing and the amount of the development fee itself, and (b) at closing, pay to FWHS a \$500,000 acquisition fee.

4. In the event of a sale of Partnership interest by Ojala, the PFC, at its sole discretion, may elect to take a cash flow payment ("**Cash Flow Rent**") in lieu of the payment to FWHS stipulated in Section G.2.(vii). Such Cash Flow Rent will be made over a term consistent with the remaining term of the Ground Lease; will be in an amount calculated using the net present value of future payments at a reasonable discount rate (discount rate to tie to a prevailing market cap rate as of the date of election)¹; and will be paid quarterly in arrears.

5. Neither party will enter into any contractual relationship or agreement relating to the Project that would cause either financial or legal liability to the other, without the other party's prior written consent.

6. All reasonable legal fees and expenses incurred by FWHS and Ojala for the Project in reliance upon this MOU will be paid out of the Project budget concurrently with the Closing.

I. Miscellaneous.

1. The venue of any disputes between the parties will be in Fort Worth, Tarrant County, Texas.

¹ The NPV of the Cash Flow Rent at the discount rate is to be equivalent the payment otherwise owed under Section G.2.(vi).

2. This MOU reflects the entire understanding between the parties and may only be amended in writing, signed by all parties.

3. The parties hereto are each prohibited from assigning any of its interests, benefits or responsibilities hereunder to any third party or related third party, without the prior written consent of the other party, such consent not to be unreasonably withheld.

4. This MOU will continue until terminated upon the occurrence of one of the following conditions:

- (i) FWHS or Ojala terminate this MOU by written notice to the other;
or
- (ii) Closing has not occurred within 365 days of execution of this MOU.

6. Any notice, request, demand, instruction or other document to be given or served hereunder will be in writing and will be (a) delivered personally, (b) sent by overnight express courier, postage prepaid, or (c) sent by facsimile or electronically (e-mail), each addressed to the parties at their respective addresses set forth below, and the same will be effective upon receipt if delivered personally, by overnight courier or by facsimile or electronically (with proof of delivery). A party may change its address for receipt of notices by service of a notice of such change in accordance herewith. If any deadline under this MOU falls on a Saturday, Sunday or legal holiday, the deadline will be extended to the next business day.

FWHS: Fort Worth Housing Solutions
1201 East 13th Street
Fort Worth, Texas 76102
Attention: Mary-Margaret Lemons
Fax: (817) 333-3598
Email: mmlemons@fwhs.org

With a copy to: Harris, Finley & Bogle, P.C.
777 Main Street, Suite 1800
Fort Worth, Texas 76102
Attention: Kendall D. Adair, Esq.
Fax: (817) 332-6121
Email: kadair@hfblaw.com

Ojala: OP Acquisitions, LLC
6440 N. Central Expressway, Suite 900
Dallas, Texas 75206
Attention: Matthew J Vrugink
Fax: (214) 865-6903

Email: mjv@ojaraholdings.com

With a copy to: Block Garden & McNeill, LLP
5949 Sherry Lane, Suite 900
Dallas, Texas 75225
Attention: Warren W. Garden
Fax: (214) 866-0991
Email: garden@bgvllp.com

7. This MOU is non-binding and is for discussion purposes only and is not intended to impose a legally binding obligation on any of the parties hereto. Any obligation concerning the conveyance, lease, construction and development of the Project will only arise at Closing when the principal Project documents (i.e., Partnership Agreement, Ground Lease, construction contract, subcontract, Mortgage Loan Documents, etc...) are entered into by the applicable parties.

[Remainder of page intentionally left blank for signature]

EXECUTED on the dates hereafter indicated, but to be effective as of the date above shown.

FORT WORTH HOUSING SOLUTIONS,
a Texas municipal housing authority

By: _____
Name: _____
Title: _____

Date: _____, 2020

OP ACQUISITIONS, LLC,
a Texas limited liability company

By: _____
Name: _____
Title: _____

Date: _____, 2020

Exhibit A

General Exemption Provision for Ground Lease and Partnership Agreement

In order to retain the ad valorem tax exemption, at least fifty percent (50%) of the units in the Property (or, for so long as required by the Senior Loan Documents, fifty one percent (51%) of the units in the Property) (the “**Affordable Units**”) will be reserved for occupancy by individuals and families earning less than eighty percent (80%) of the area median family income within the meaning of Section 303.042 of the Texas Local Government Code. Median family income shall be as calculated by the US Department of Housing and Urban Development for the applicable area without adjustment for family size and without any rent restrictions. Within the Affordable Units set-aside, at least 12 shall be further reserved for occupancy by individuals and families earning less than sixty percent (60%) of the area median family income. The Affordable Units shall be leased at a monthly rate of not more than 30% of the 80% (or other applicable) median income number (taking in account, for this purpose, the combined incomes of each unit occupant who is contractually liable or responsible for the payment of rent with respect to any applicable Affordable Unit), calculated by HUD for the Houston Metropolitan statistical area divided by 12, but such Affordable Units may be rented (beginning on the second day such units are available for lease) at a monthly rate that is no greater than 35% of the 80% (or other applicable) median income number (taking in account, for this purpose, the combined incomes of each unit occupant who is contractually liable or responsible for the payment of rent with respect to any applicable Affordable Unit), calculated by HUD for the Houston Metropolitan statistical area divided by 12; provided, however, that the restrictive covenants in the immediately preceding clause shall not apply to Affordable Units occupied under leases that have either been guaranteed or co-signed by a non-occupant third party.



FORT WORTH HOUSING SOLUTIONS AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: 2020.15, TAB 16
Person Responsible: Brian Dennison, Sr. Vice President of Development & Asset Management
Subject: Cavile Additional Services Agreement with MBS

Background:

Cavile Place is located at 1401 Etta Street in the Stop Six neighborhood off of E. Rosedale Street. FWHS entities control more than 30 acres of land in the vicinity, as well as administer 300 public housing units in facilities constructed more than 50 years ago. FWHS has applied for and received approval on a Section 18 demolition of the existing facilities, and a relocation of residents through Tenant Protection Vouchers. As of May 1, 2019, FWHS and McCormick Baron Salazar (MBS) agreed to pursue a HUD Choice Neighborhoods Implementation (CNI) grant through the execution of a Memorandum of Understanding (MOU).

After assembling a competent team and working through an arduous application process, the Fort Worth CNI team was successful in securing a CNI grant. In order to continue with the plan laid out in the CNI application, FWHS and MBS now wish to enter into an Additional Services Agreement (ASA) regarding site preparation work and public improvements, including the abatement and demolition of the existing Cavile facilities, which would result in a clean and buildable site for redevelopment activities.

This Resolution allows FWHS to pursue and execute an ASA with MBS regarding development activities within the Stop Six neighborhood.

Issues/Concerns:

FWHS staff and MBS will work diligently to commence with the abatement and demolition of Cavile as soon as safely and reasonably possible after the last residents have been relocated.

Funding Source:

FWHS will use Capital Funds for all applicable expenses, and other agency funds otherwise.

Recommendation:

It is recommended that the FWHS Board of Commissioners approve the actions outlined in the Resolution.

Attachments:

Resolution
DRAFT version of the Additional Services Agreement between FWHS and MBS.

RESOLUTION NO. _____

RESOLUTION OF THE HOUSING AUTHORITY OF THE CITY OF FORT WORTH DBA FORT WORTH HOUSING SOLUTIONS ("FWHS") AUTHORIZING SUCH ACTIONS NECESSARY OR CONVENIENT TO FACILITATE THE ENTRY INTO AN AGREEMENT TO PERFORM ADDITIONAL SERVICES WITH MCCORMACK BARON SALAZAR DEVELOPMENT, INC. (THE "DEVELOPER") WITH REGARD TO THE DEVELOPMENT OF THE STOP SIX/CAVILE NEIGHBORHOOD.

WHEREAS, FWHS and McCormack Baron Salazar, Inc., an affiliate of the Developer, entered into a Memorandum of Understanding dated effective as of May 1, 2019 (the "**MOU**") pursuant to which the Authority and McCormack Baron Salazar, Inc. agreed to cooperatively redevelop the Stop Six/Cavile neighborhood of Fort Worth, Texas, which is bounded (i) to the west by Miller Avenue, (ii) to the east by Loop 820, (iii) to the south by Berry Street, and (iv) to the north by the railroad tracks that are located to the south of Old Handley Road (the "**Stop Six/Cavile Neighborhood**"); and

WHEREAS, FWHS and the City of Fort Worth have received a Choice Neighborhood Implementation Grant from the U.S. Department of Housing and Urban Development ("**HUD**") for the redevelopment of the Stop Six/Cavile Neighborhood; and

WHEREAS, FWHS desires to enter into an Agreement to Perform Additional Services (the "**ASA**") with the Developer to perform certain additional services, including but not limited to site preparation work and public improvements work.

NOW THEREFORE, IN CONNECTION WITH THE DEVELOPMENT OF THE STOP SIX/CAVILE NEIGHBORHOOD, THE BOARD OF COMMISSIONERS HEREBY ADOPT THE FOLLOWING RESOLUTIONS:

BE IT RESOLVED, That the President of FWHS and/or his or her designee is hereby authorized to review, approve and execute all certificates, affidavits, agreements, documents and other writings (collectively the "**Agreements**") the President of FWHS shall deem to be necessary or desirable in the consummation of the transactions herein contemplated; and

BE IT FURTHER RESOLVED, That all acts, transactions, or agreements undertaken prior hereto by the President of the Authority or his or her designee, in connection with the foregoing matters are hereby ratified and confirmed as the valid actions of the Authority, effective as of the date such actions were taken; and

BE IT FURTHER RESOLVED, That the President FWHS is hereby authorized and directed for and on behalf of, and as the act and deed of the Authority, to take such further action in the consummation of the transactions herein contemplated and to do any and all other acts and things necessary or proper in furtherance thereof, as the President of FWHS shall deem to be necessary or desirable, and all acts heretofore taken by the designee of the President of FWHS to such end are hereby expressly ratified and confirmed as the acts and deeds of the FWHS.

Terri Attaway, Chairperson

May 21, 2020
Date

Mary-Margaret Lemons, President & Board Secretary

May 21, 2020
Date

AGREEMENT TO PERFORM ADDITIONAL SERVICES CAVILE PLACE APARTMENTS

THIS AGREEMENT (this “Agreement”) is made as of May ____, 2020, between the HOUSING AUTHORITY OF THE CITY OF FORT WORTH, a Texas public housing authority d/b/a Fort Worth Housing Solutions (“FWHS”), and McCORMACK BARON SALAZAR DEVELOPMENT, INC., a Missouri corporation (the “Contractor”).

A. FWHS is the owner of certain real property located in the City of Fort Worth, Tarrant County, Texas, more particularly described in Exhibit A (the “Site”) on which is situated an existing 300-unit public housing development known as Cavile Place Apartments (the “Existing Development”).

B. FWHS and McCormack Baron Salazar, Inc., a Missouri corporation (the “Developer”) are parties to that certain Memorandum of Understanding dated effective as of May 1, 2019 (the “MOU”) pursuant to which FWHS and the Developer agreed to work cooperatively to redevelop the Existing Development and certain portions of the surrounding “Neighborhood” (as further defined in the MOU). Pursuant to the MOU, FWHS submitted an application to the U.S. Department of Housing and Urban Development (“HUD”) for a Choice Neighborhoods Initiative (“CNI”) Implementation Grant (the “CNI Grant”). Developer agreed to serve as the Housing Implementation Entity pursuant to the CNI Grant, if awarded. FWHS and Developer are presently awaiting an announcement from HUD regarding the CNI Grant application.

C. Pursuant to the MOU, FWHS and Developer agreed to negotiate in good faith a “Master Development Agreement” to address all issues and tasks relating to the development of the Neighborhood. While the CNI Grant Application is pending, and while FWHS and Developer continue to negotiate the terms of their Master Development Agreement, FWHS wishes to move forward with the demolition of the Existing Development and related planning and construction activities. As further established in the “MDA Terms” referenced in Section 2 below, FWHS is responsible for the decisions and HUD approvals for the Existing Development to be demolished and for the Site to be delivered to the Developer or its affiliate in “Clean and Buildable Condition.” FWHS is entering into this Agreement with Contractor, an affiliate of Developer, to help FWHS satisfy this delivery obligation as an “Additional Service” on behalf of FWHS. FWHS is therefore engaging the Contractor to perform or contract for or cause to be performed “Site Preparation Work” and “Public Improvements Work” (together with the Site Preparation Work, the “Work”) as more particularly defined in Contractor’s proposed scope of work attached as Exhibit B (the “Proposal”).

NOW, THEREFORE, the parties agree as follows:

1. Components, Budget, Scope and Schedule

1.1. FWHS engages Contractor to perform, as Additional Services, all solicitation and negotiation, contracting, contract administration services and other coordination activities with contractors and consultants as necessary to plan, evaluate and carry out the Work on the terms and conditions set forth below. Contractor agrees to accept such engagement and to perform the Work on behalf of FWHS, on the terms and conditions set forth below.

1.2. Contractor has submitted and FWHS has (subject to the limitations set forth below) approved: (a) the Proposal; (b) the proposed budget attached as Exhibit C (the “Budget”), and (c) the proposed schedule attached as Exhibit D (the “Schedule”) The Proposal, the Budget, and Schedule include all major tasks and deliverables to be completed pursuant to this Agreement.

1.3. Components

1.3.1. The Proposal includes a scope for the entirety of the Work, and is separated into the following components (each, a “Component”): (i) Demolition and Abatement Design Services Component; (ii) Demolition and Abatement Implementation Services Component; (iii) Site Preparation and Public Improvements Design Service Component; and (iv) Site Preparation and Public Improvements Implementation Services Component. The Budget and the Schedule are presented with separate line items and benchmarks corresponding to each Component.

1.3.2. As of the date of this Agreement, FWHS has approved the following Components: [the Demolition and Abatement Design Services Component; and Demolition and Abatement Implementation Services Component.] The Components referenced in the preceding sentence, together with such other Components as may be approved by FWHS pursuant to Section 1.3.3, are referenced in this Agreement as the “Approved Components.” Components that have not yet received such approval from FWHS are referenced as “Pending Components.” FWHS authorizes and directs Contractor to proceed with and complete the Approved Components in accordance with the corresponding elements of the Proposal, the Budget and the Schedule. Contractor is not authorized to proceed with Pending Components.

1.3.3. Contractor may request FWHS’s approval of remaining Pending Components by submitting updates to corresponding elements of the Proposal, the Budget and/or the Schedule, as applicable. FWHS will review and approve such submissions under the criteria set forth in this Agreement and the MDA Terms and shall provide its approval or denial of such submissions in writing within ten (10) business days of receipt. FWHS will evidence its approval of submissions made pursuant to this Section 1.3.3 by entering into an amendment to this Agreement substantially in the form attached to this Agreement as Exhibit E (the “Approval Amendment”). Execution of an Approval Amendment shall constitute authorization for Contractor to proceed with and complete the Component(s) subject to such Approval Amendment in accordance with corresponding elements of the Proposal, the Budget and the Schedule.

2. **MDA Terms.** Certain terms and conditions applicable to the Work and to this Agreement are anticipated to be further detailed in the Master Development Agreement. The parties have agreed to establish some of those terms in Exhibit F (the “MDA Terms”), and agree that the MDA Terms shall apply to this Agreement until such time as the Master Development Agreement is executed – after which time the terms of the Master Development Agreement will supersede any corresponding MDA Term.
3. **Access to Site and Authorization to Commence Work.** After submission to FWHS of evidence of appropriate insurance coverage held by Contractor, as approved by FWHS in its reasonable discretion, FWHS shall give Contractor, its Affiliates, and their respective contractors and subcontractors access to the Site to allow performance of the Work. Contractor shall be authorized to commence the Work – including, without limitation, the demolition of the Existing Development and commencement of associated environmental remediation activities – for any Approved Component. FWHS represents and warrants to Contractor that it has secured (or shall secure prior to providing approval of any Pending Component) all applicable approvals and authorizations to commence and to perform such Work that may be required from local government agencies and departments, HUD (including, without limitation, environmental clearance and demolition approval) or that may otherwise be required pursuant legal or contractual obligations applicable to FWHS or the Existing Development. FWHS further represents and warrants, by its approval of the Budget comprising any Approved Component, that FWHS has all funds available as reflected in the Budget, except as it may otherwise advise Contractor in advance in writing.

4. **Change Order Monitoring and Change Order Directive Process.** A change order log listing all pending change orders shall be maintained by Contractor, listing all pending change order requests as well as all approved change orders, shall be updated monthly and shall be reviewed with FWHS's designee during progress meetings. Prior to Contractor's approval of any change order/change directive, Contractor shall submit on a timely basis all change order/construction change directive (CCD) requests that it intends to approve, with a detailed scope of work and itemized budget, to FWHS no later than 48 hours following Contractor's decision to approve such request. FWHS will review and respond to any change order/construction change directive (CCD) request within 10 working days, and will approve any request that otherwise complies with the terms of this Agreement provided that such change order/construction change directive (CCD) can be paid from a contingency line item or otherwise met within the Budget. Any change order/construction change directive (CCD) request that exceeds the Budget, or that FWHS reasonably determines will lead to an increase in the Budget, will be subject to FWHS's written approval in its sole discretion. Notwithstanding anything else herein, FWHS shall not be obligated to expend any funds in excess of those amounts set forth in the Budget, as it may be modified by an Approval Amendment, or otherwise modified by the written agreement of FWHS and Contractor.
5. **Invoicing and Payment.** Contractor shall invoice FWHS monthly on a cost-plus-fee-basis, based upon the actual cost of the Work performed by Contractor's third-party contractors and consultants, plus a fee in the amount of Five Percent (5.00%) of the Work performed or provided by third parties under this Agreement during any given month (the "Additional Services Fee"). Contractor shall also provide supporting invoices, applicable Davis-Bacon compliance information, lien waivers (if applicable), sworn statements of payment and any other information FWHS may reasonably request. FWHS shall provide payment to the Contractor within 30 days of receipt of invoices, unless FWHS provides written notice to the Contractor of reasonable objection to all or any part of such invoice within fifteen (15) days after the date of its submission to FWHS. If Contractor fails to respond to FWHS's objection or to make any necessary corrections to the invoice, FWHS shall have the right to suspend payment of the questioned portion of such invoice. Following Contractor's response or correction of the invoice to the reasonable satisfaction of FWHS, FWHS shall pay Contractor for such invoice within fifteen (15) days after the date of Contractor's response or correction.
6. **Environmental Responsibilities.** In no event shall Contractor or Developer be responsible for the remediation of environmental conditions except to the extent that such environmental services are explicitly specified in the scope of services to be performed by Contractor, as described in this Agreement and funded by FWHS accordingly. If any hazardous material is required to be removed from the Site, Contractor shall not be required to execute any waste manifest or other document indicating Contractor is the generator of the waste or hazardous materials. Rather, FWHS shall be identified as the generator of the waste or hazardous materials. If unforeseen discovered environmental conditions are encountered during the course of the Work, the remediation of such conditions shall be the responsibility of FWHS in accordance with the MDA Terms, but subject to the rights of FWHS as set forth therein. The Contractor will notify FWHS and the Developer immediately upon discovery and identification of any such discovered environmental conditions in excess of what is contemplated by this Agreement, and the parties will proceed in accordance with the MDA Terms.
7. **Disclaimer of Relationships.**
 - 7.1. Nothing contained in this Agreement shall be deemed or construed to create any relationship of third-party beneficiary, principal and agent, limited or general partnership, joint venture, or any association or relationship involving HUD, except between HUD and FWHS.

- 7.2. FWHS and Contractor acknowledge that any transfer of grant funds by FWHS to Contractor shall not be or be deemed to be an assignment of such funds, and Contractor will not succeed to any rights or benefits of FWHS under any agreement between FWHS and HUD or attain any privileges, authorities, interests, or rights in or under any such agreement.

8. Miscellaneous.

- 8.1. Amendments, Assignment, Entire Agreement, Governing Law, Binding Nature. This Agreement (i) may be amended, waived or terminated only by a writing signed by each of the parties (provided, however, that in the event that FWHS terminates the Developer for convenience or for cause pursuant to the MDA Terms, consent of Contractor or its affiliates to such amendment, waiver or termination shall not be required); (ii) may not be assigned, pledged or otherwise transferred, whether by operation of law or otherwise, without the prior written consent of the other party (provided, however, that in the event that FWHS terminates the Developer for convenience or for cause pursuant to the MDA Terms, consent of Contractor or its affiliates to such assignment, pledge or transfer shall not be required); (iii) may be executed in several counterparts, each of which shall be deemed an original but all of which shall constitute one and the same instrument; (iv) contains the entire agreement of the parties with respect to the transactions contemplated hereby and supersedes all prior written and oral agreements, with the exception of any written agreements that have expressly been incorporated herein by reference, and all contemporaneous oral agreements, relating to such transactions; (v) shall be governed by, and construed and enforced in accordance with, the laws of the State of Texas without giving effect to any conflict of laws rules; and (vi) shall be binding upon, and inure to the benefit of, the parties and their respective successors and permitted assigns. Notwithstanding the above, all activities shall be carried out in accordance with all applicable requirements contained in the MDA Terms.
- 8.2. Indemnification. To the fullest extent permitted by law, Contractor shall indemnify, defend and hold harmless FWHS, its subsidiaries and their affiliates and their respective officers, directors, agents and employees from and against all claims, damages, losses and expenses, including, but not limited to, attorneys' fees, arising out of or resulting from the performance of Contractor's services hereunder, and only to the extent caused directly by any negligent acts or omissions of Contractor or any third parties with whom Contractor contracts in regard to the work to be performed hereunder, and excluding any claims, damages, losses and expenses caused by the negligence of FWHS. The indemnification obligation of Contractor hereunder shall not be limited in any way by any limitation on the amount or type of damages, compensation or benefits payable by Contractor or any consultant of Contractor or any other person or entity under workers' or workmen's compensation acts, disability benefit acts or other employee benefit acts. Notwithstanding the foregoing, in no event shall Contractor bear any liability for design or engineering work as a result of having arranged with third-party contractors or consultants for the preparation thereof, or presenting or seeking approval of such matters from FWHS pursuant to this Agreement, it being the parties' intention that the relevant professionals will be solely responsible for their professional services (directly to FWHS and/or Contractor, as applicable).

To the fullest extent permitted by law, FWHS shall indemnify, defend and hold harmless Contractor, Developer and their respective subsidiaries and their affiliates and their respective officers, directors, agents and employees from and against all claims, damages, losses and expenses, including, but not limited to, attorneys' fees, arising out of or resulting from the performance of FWHS's obligations hereunder, and only to the extent caused directly by any negligent acts or omissions of FWHS or any third parties with whom FWHS contracts in regard to the work to be performed hereunder, and excluding any claims, damages, losses and expenses

caused by the negligence of Contractor or Developer. The indemnification obligation of FWHS hereunder shall not be limited in any way by any limitation on the amount or type of damages, compensation or benefits payable by FWHS or any consultant of FWHS or any other person or entity under workers' or workmen's compensation acts, disability benefit acts or other employee benefit acts.

- 8.3. Notices. All notices required or permitted to be given under the Agreement shall be in writing and shall be deemed given if, and shall not be deemed given unless, delivered by hand, sent by registered or certified mail, return receipt requested, or dispatched by express delivery service with a delivery receipt, and addressed as follows:

If to FWHS: 1201 W. 13th Street
Fort Worth, TX 76012
Attn: Mary-Margaret Lemons

With a copy to: Coats Rose, P.C.
9 Greenway Plaza, Suite 1000
Houston, TX 77046
Attn: Barry J. Palmer

If to Contractor: McCormack Baron Salazar Development, Inc.
720 Olive Street, Suite 2500
St. Louis, MO 63101
Attn: General Counsel

With a copy to: Klein Hornig LLP
101 Arch Street, Suite 1101
Boston, MA 02111
Attn: Daniel M. Rosen

Any party may change its address by timely notice to the other parties.

- 8.4. Time of Essence. Time is of the essence of this Agreement and the performance of all obligations hereunder.
- 8.5. Nonwaiver. Neither FWHS's or Contractor's review, approval, or acceptance of, nor payment for, the services required under this Agreement shall be construed as a waiver of any rights under this Agreement or any cause of action arising out of the performance of this Agreement.
- 8.6. Term of Agreement. This Agreement shall commence as of the Effective Date, and shall terminate upon the earlier to occur of: (a) termination as provided for by the terms of this Agreement; (b) completion and payment for all of the Work in an Approved Component provided for herein has occurred; or (c) December 31, 2021. The parties may at their sole discretion agree to extend the term of this Agreement by executing a written amendment.

[SIGNATURES APPEAR ON THE FOLLOWING PAGE]

DRAFT

IN WITNESS WHEREOF, the parties have executed this Agreement as of the date and year first above written.

HOUSING AUTHORITY OF THE CITY OF
FORT WORTH d/b/a FORT WORTH
HOUSING SOLUTIONS

By: _____
Name: Mary-Margaret Lemons
Title: President

McCORMACK BARON SALAZAR
DEVELOPMENT, INC.

By: _____
Name:
Title:

EXHIBIT A

Legal Description

TRACT 1

BEING a 20.7737 acre tract of land situated in the Daniel Dulaney Survey, Abstract No. 411, City of Fort Worth, Tarrant County, Texas; said tract being all of Block A, J.A. Cavile Place, an addition to the City of Fort Worth according to the plat recorded in Volume 388-Y, Page 107 of the Plat Records of Tarrant County, Texas.

TRACT 2

BEING a 1.5154 acre tract of land situated in the Daniel Dulaney Survey, Abstract No. 411, City of Fort Worth, Tarrant County, Texas; said tract being part of Block B, J.A. Cavile Place, an addition to the City of Fort Worth according to the plat recorded in Volume 388-Y, Page 107 of the Plat Records of Tarrant County, Texas; said tract being more particularly described as follows:

BEGINNING at a 5/8-inch iron rod with "KHA" cap set in at the intersection of the south right-of-way line of Rosedale Street (an 80-foot wide right-of-way) and the east right-of-way line of Etta Street (a 50-foot wide right-of-way); said point being the southwest corner of a variable width right-of-way easement to the City of Fort Worth recorded in Instrument No. D215028691 of the Official Public Records of Tarrant County, Texas;

THENCE North 89°39'13" East, along the south line of said City of Fort Worth tract, a distance of 163.99 feet to a 5/8-inch iron rod with "KHA" cap set for corner;

THENCE South 0°49'01" East, a distance of 128.27 feet to a 5/8-inch iron rod with "KHA" cap set for corner;

THENCE North 89°40'59" East, a distance of 114.00 feet to a 5/8-inch iron rod with "KHA" cap set for corner;

THENCE South 0°49'01" East, a distance of 162.00 feet to a 1/2-inch iron rod found for corner in the north right-of-way line of Avenue G (a 50-foot wide right-of-way);

THENCE South 89°40'59" West, along the said north line of Avenue G, a distance of 277.65 feet to a "Y" cut in concrete found for corner at the intersection of the said north line of Avenue G and the said east line of Etta Street;

THENCE North 0°53'01" West, along the said east line of Etta Street, a distance of 290.19 feet to the **POINT OF BEGINNING** and containing 1.5154 acres or 66,009 square feet of land, more or less.

Fort Worth Affordability, Inc.

**AGENDA FOR A SPECIAL MEETING ON THURSDAY, MAY 21, 2020
IMMEDIATELY FOLLOWING THE FWHS BOARD MEETING
THAT IS SCHEDULE TO START AT 12:00 NOON**

VIA TELECONFERENCE

PURSUANT TO THE MARCH 16, 2020 NOTICE ISSUED BY THE OFFICE OF THE TEXAS ATTORNEY GENERAL AND IN ACCORDANCE WITH APPLICABLE PORTIONS OF THE TEXAS OPEN MEETINGS ACT, THIS MEETING IS BEING HELD VIA TELEPHONE CONFERENCE.

CALL-IN NUMBER IS: 1-214-459-3653 – MEETING ID IS: 960-386-711

If listening via computer, this Pass Code is needed: FWHS

Board resolutions & reports are available at: <https://www.fwhs.org/public-notice-meetings/>

- I. Call to order.
- II. Approval of the minutes from the Special Meeting held February 20, 2020.
- III. Consider a resolution approving the provision of a new loan for Knights of Pythias Apartments.
[FA 2020.02]
- IV. Consider a resolution approving the provision of a new loan for the Cambridge Court Apartments.
[FA 2020.03]
- V. Adjourn.



MINUTES

BOARD OF DIRECTORS MEETING FORT WORTH AFFORDABILITY, INC.

A **Special Meeting** of the **Board of Directors of Fort Worth Affordability, Inc.** was held immediately following the **Regular Meeting of Fort Worth Housing Solutions** at the **FWHS Administrative Office Board Room, 1201 East 13th Street, Fort Worth, TX 76102** at **5:00 p.m.** on **Thursday, the 19th day of December, 2019.** Roll call of the Directors was as follows:

PRESENT: Richard M. Stinson, Vice President, presiding
Brittany Hall, Director
Michael Ramirez, Director

ABSENT: Danny Scarth, Director
Terri Attaway, President

Also attending were Mary-Margaret Lemons, President; Brian Dennison, Sr. VP of Development & Asset Management; Tyler Arbogast, VP of Development; Riza Nolasco, VP Finance & Administration; Kelvin Noble, Procurement Director; Margaret Ritsch, Public Affairs Director; Sylvia Hartless, Sr. Staff Attorney; Hyacinth Onyekanne, Assisted Housing Manager; Ramon Guajardo, Jr. and Sr., Ramel Company; C. Don Babers, Consultant; and Chris Key, Executive Assistant.

I. CALL TO ORDER.

Richard M. Stinson, Vice President, called the meeting to order at 5:46 p.m.

II. APPROVAL OF THE MINUTES FROM THE SPECIAL MEETING HELD DECEMBER 19, 2019.

MOTION FOR APPROVAL: Ramirez
SECONDED: Hall
MOTION CARRIED UNANIMOUSLY.

III. CONSIDER A RESOLUTION APPROVING ANY AND ALL DOCUMENTS NECESSARY TO FORM FW STANDARD AT BOSWELL CBLP, LLC TO REPLACE THE CLASS B LIMITED PARTNER. [Agenda Item FA 2020.01, Resolution No. 3041]

MOTION FOR APPROVAL: Ramirez
SECONDED: Hall
MOTION CARRIED UNANIMOUSLY.

This item was discussed during the Regular FWHS Meeting.

IV. ADJOURN.

The meeting was adjourned at 5:47 p.m.

Terri Attaway, President

May 21, 2020
Date

Mary-Margaret Lemons, Secretary/Treasurer

May 21, 2020
Date

Fort Worth Affordability, Inc.

AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: FA 2020.02, TAB 17
Person Responsible: Brian Dennison, Sr. Vice President of Development & Asset Management
Subject: Knights of Pythias Loan from FWAI

Background:

Knights of Pythias is located at 303 Crump Street, Fort Worth, TX 76102. The project consists of a rehabilitated historic structure, as well as a new construction component, all owned by Hillside Public Facility Corporation. The 18-unit complex was developed in 2013 as a collaboration between FWHS and Carleton. The community has eight (8) market rate units and ten (10) units reserved for households earning up to 80% of area median income.

Community Bank of Texas has a project loan with a pay-off amount of approximately \$1,427,685 (amount to be recalculated for a future payoff date). The loan with Community Bank of Texas matured in 2019, and although FWHS has secured loan extensions, FWHS has been as-yet unable to obtain a suitable refinancing option.

Issues/Concerns:

FWHS needs to create more flexibility in the deal structure by paying off the note and better positioning the asset for re-capitalization or sale.

Funding Source:

Fort Worth Affordability, Inc. would provide a 10-year, 3% interest-only project loan.

Recommendation:

It is recommended that the Fort Worth Affordability, Inc. Board of Directors approve the attached resolution authorizing the President of FWHS to execute any and all documents that are necessary for FWAI to provide Knights of Pythias Apartments with a project loan.

Attachments:

Resolution

Fort Worth Affordability, Inc.

RESOLUTION NO. _____

RESOLUTION BY THE BOARD OF DIRECTORS OF FORT WORTH AFFORDABILITY, INC. ("FWAI") AUTHORIZING FWAI TO EXECUTE ANY AND ALL DOCUMENTS, OR TAKE ANY OTHER ACTION, THAT IS NECESSARY OR DESIRABLE TO:

- 1. Facilitate the development of the Knights of Pythias Apartments, which consists of affordable housing units and associated amenities owned by the Hillside Public Facility Corporation, which is an affiliate of the Housing Authority of the City of Fort Worth, Texas dba Fort Worth Housing Solutions ("FWHS"); and**
- 2. Cause FWAI and/or the Project Owner (as defined below) to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein.**

WHEREAS, Hillside Public Facility Corporation, a Texas public facility corporation (the "**Project Owner**"), owns the 18-unit apartment complex located at 303 Crump Street in Fort Worth, Texas known as the Knights of Pythias Apartments (the "Project"); and

WHEREAS, The Project has debt service obligations with Community Bank of Texas amounting to approximately \$1,427,685 (to be recalculated for a future payoff date) (the "Current Loan"); and

WHEREAS, Fort Worth Affordability, Inc. ("FWAI") could pay-off the Current Loan, creating more flexibility and better positioning for the long-term health of the Project; and

WHEREAS, FWAI would agree to provide the Project a 10-year, 3% interest-only note without a pre-payment penalty (the "New Loan") in the amount of the Current Loan; and

NOW, THEREFORE, SHALL THE FOLLOWING RESOLUTIONS BE MADE:

That FWAI and any affiliated entity and each of the authorized officers thereof, acting without joinder of any other, are authorized to and shall do all things and take all action necessary or desirable consistent with the resolutions of FWHS and its affiliates with regard to the Project; and it is further

RESOLVED, That all actions of FWHS, FWAI, the Project Owner, and any other affiliate and each of the officers thereof taken prior to the date hereof be ratified and confirmed in all respects with regard to the Project and all matters related thereto; and it is further

RESOLVED, That action by any of the officers of FWAI, and any person or persons designated and authorized so to act by any such officer, to do and perform, or cause to be done and performed, in the name and on behalf of FWAI and/or the Project Owner, or the execution and delivery, or causing to be executed and delivered, such other security agreements, financing statements, notices, requests, demands, directions, consents, approvals, waivers, acceptances, appointments, applications, certificates, agreements, supplements, amendments, further assurances or other instruments or communications, in the name and on behalf of FWAI or otherwise, as they, or any of them, may deem to be necessary or advisable in order to carry into effect the intent of the foregoing resolutions or to comply with the requirements of the instruments approved or authorized by the foregoing resolutions is hereby approved, ratified and confirmed.

This resolution shall be in full force and effect from and upon its adoption.

Terri Attaway, President

May 21, 2020
Date

Mary-Margaret Lemons, Secretary/Treasurer

May 21, 2020
Date

Fort Worth Affordability, Inc.

AGENDA ITEM COVER SHEET

Board Meeting Date: May 21, 2020
Agenda Item No.: FA 2020.03, TAB 17
Person Responsible: Brian Dennison, Sr. Vice President of Development & Asset Management
Subject: Cambridge Court Loan from FWAI

Background:

Cambridge Court Apartments is located at 8124 + 8125 Calmont Avenue (north and south side of the street) in west Fort Worth 76116. The 330-unit complex was rehabilitated in 2007 as a 9% LIHTC development involving FWHS and Carleton. The community has 33 public housing units.

On November 21, 2019, the Board of Commissioners approved a resolution compelling FWHS staff to finalize a conversion of the 33 public housing units into Project-Based Rental Assistance units through the RAD program.

Citibank has a project loan (Fannie Mae) through a loan servicer, Berkadia, with a pay-off amount of approximately \$5,363,040 (amount to be recalculated for a future payoff date).

After numerous unsuccessful attempts to secure approvals from project partners relating to the RAD conversion, it is recommended that FWHS' best option in completing the RAD process is to eliminate the uncooperative partners.

Issues/Concerns:

FWHS needs to create more flexibility in the deal structure by paying off the note, thereby eliminating some of the project partners, allowing the RAD conversion of the public housing units, and better positioning the asset for re-capitalization or sale.

Funding Source:

Fort Worth Affordability, Inc. would provide a 10-year, 3% interest-only project loan.

Recommendation:

It is recommended that the Fort Worth Affordability, Inc. Board of Directors approve the attached resolution authorizing the President of FWHS to execute any and all documents that are necessary for FWAI to provide Cambridge Court Apartments with a project loan.

Attachments:

None

Fort Worth Affordability, Inc.

RESOLUTION NO. _____

A RESOLUTION BY THE BOARD OF DIRECTORS OF FORT WORTH AFFORDABILITY, INC. ("FWAI") AUTHORIZING FWAI TO EXECUTE ANY AND ALL DOCUMENTS, OR TAKE ANY OTHER ACTION, THAT IS NECESSARY OR DESIRABLE TO:

- 1. Facilitate the development of the Cambridge Court Apartments, which consists of affordable housing units and associated amenities built upon land ground-leased from the Housing Authority of the City of Fort Worth d/b/a Fort Worth Housing Solutions (the "Authority"); and**
- 2. Cause FWAI and/or the General Partner (as defined below) and/or the Project Owner (as defined below) to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein.**

WHEREAS, Western Hills Affordable Housing, LP, a Texas limited partnership (the "**Project Owner**"), owns the 330-unit apartment complex located at 8124 and 8125 Calmont Ave in Fort Worth, Texas known as the Cambridge Court Apartments (the "Project"); and

WHEREAS, Western Hills Affordable Housing GP, LLC, a Texas limited liability company (the "**General Partner**"), is the General Partner of the Project Owner, with the General Partner's sole member being Fort Worth Affordability, Inc., a Texas nonprofit corporation; and

WHEREAS, The Project has debt service obligations with Citibank via loan servicer, Berkadia, amounting to approximately \$5,363,040 (to be recalculated for a future payoff date) (the "Current Loan"); and

WHEREAS, Fort Worth Affordability, Inc. ("FWAI") could pay-off the Current Loan, creating more flexibility and better positioning for the long-term health of the Project; and

WHEREAS, FWAI would agree to provide the Project a 10-year, 3% interest-only note without a pre-payment penalty (the "New Loan") in the amount of the Current Loan.

NOW, THEREFORE, SHALL THE FOLLOWING RESOLUTIONS BE MADE:

That FWAI and any affiliated entity and each of the authorized officers thereof, acting without joinder of any other, are authorized to and shall do all things and take all action necessary or desirable consistent with the resolutions of FWHS and its affiliates with regard to the Project; and it is further

RESOLVED, That all actions of FWHS, FWAI, the Project Owner, and any other affiliate and each of the officers thereof taken prior to the date hereof be ratified and confirmed in all respects with regard to the Project and all matters related thereto; and it is further

RESOLVED, That action by any of the officers of FWAI, and any person or persons designated and authorized so to act by any such officer, to do and perform, or cause to be done and performed, in the name and on behalf of FWAI and/or General Partner and/or the Project Owner, or the execution and delivery, or causing to be executed and delivered, such other security agreements, financing statements, notices, requests, demands, directions, consents, approvals, waivers, acceptances, appointments, applications, certificates, agreements, supplements, amendments, further assurances or other instruments or communications, in the name and on behalf of FWAI or otherwise, as they, or any of them, may deem to be necessary or advisable in order to carry into effect the intent of the foregoing resolutions or to comply with the requirements of the instruments approved or authorized by the foregoing resolutions is hereby approved, ratified and confirmed.

Terri Attaway, President

May 21, 2020
Date

Mary-Margaret Lemons, Secretary/Treasurer

May 21, 2020
Date