



## Board of Commissioners Meeting

Wednesday, February 27, 2020

LOCATION:

THA ADMINISTRATION OFFICES  
5301 WEST CYPRESS STREET  
TAMPA, FLORIDA 33607



February 27, 2020

**\* ALL SPEAKERS PLEASE APPROACH THE MIC AND STATE YOUR NAME FOR THE RECORD \***

**I. SPECIAL MEETING**

- Call to Order
- Roll Call
- Moment of Silent Prayer and/or Personal Meditation
- Pledge of Allegiance to the Flag
- Reading of the Mission Statement

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## **MISSION STATEMENT**

# **CULTIVATING AFFORDABLE HOUSING WHILE EMPOWERING PEOPLE AND COMMUNITIES**

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**II. PUBLIC FORUM**

- Maximum three-minute limit per speaker
- Speakers must register prior to the Board Meeting with the form available at the entrance to the meeting room.

**III. RESOLUTION**

2020-4156 <a href="#">Leroy Moore</a>	RESOLUTIONS APPROVING THE BOULEVARD TOWER 2 EQUITY, CONSTRUCTION LOANS AND RENTAL ASSISTANCE DEMONSTRATION CLOSINGS.
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**IV. NOTICES AND UPDATES**

**V. LEGAL MATTERS**

**VI. UNFINISHED BUSINESS**

**VII. NEW BUSINESS**

**VIII. ADJOURNMENT**

(Board members will reconvene following regular meeting for a Board of Directors meeting)



**TAMPA HOUSING AUTHORITY  
RESOLUTION SUMMARY SHEET**

**1. Describe the action requested of the Board of Commissioners**

Re.: Resolution Number: 2020-4156

The Board of Commissioners is requested to approve the above-referenced resolution:

City of Tampa to finalize negotiations and execute any and all documents required for the financial closing of the Boulevard at West River Tower 2. The Board approved a similar resolution for this project in November 2019 under Resolution 2019-4149. Because of a change in lender and other clean up edits a new resolution is required before closing.

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**2. Who is making request:**

Entity: Tampa Housing Authority  
Project: West River Tower 2  
Originator: Leroy Moore

**3. Cost Estimate (if applicable):**

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**4. Narrative:**

City of Tampa to finalize negotiations and execute any and all documents required for the financial closing of the Boulevard at West River Tower 2. The Board approved a similar resolution for this project in November 2019 under Resolution 2019-4149. Because of a change in lender and other clean up edits a new resolution is required before closing.

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**Attachments (if applicable):**

Resolution Summary Sheet  
Memorandum  
Resolution FY2013-3842  
Boulevard West River T3C Image  
Worksite Map Image

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M E M O R A N D U M

Date: February 27, 2020

To: Board of Commissioners

Through: Jerome D. Ryans, President/CEO

From: Leroy Moore, Senior Vice-President/COO

Subject: **Resolution 2020-4156**  
**RESOLUTIONS APPROVING THE BOULEVARD TOWER 2 EQUITY,**  
**CONSTRUCTION LOANS, AND RENTAL ASSISTANCE**  
**DEMONSTRATION CLOSINGS**

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This Resolution is necessary to authorize the President/CEO of Housing Authority of the City of Tampa (THA) to finalize negotiations and execute any and all documents required for the financial closing of the Boulevard at West River Tower 2. The Board approved a similar resolution for this project in November 2019 under Resolution 2019-4149. Because of a change in lender and other clean up edits a new resolution is required before closing.

If you have any questions ahead of the scheduled Board Meeting please don't hesitate to call Leroy Moore, at 813/341-9101 ext. 3690.

## **RESOLUTION 2020-4156**

### **RESOLUTIONS APPROVING THE BOULEVARD TOWER 2 EQUITY, CONSTRUCTION LOANS, AND RENTAL ASSISTANCE DEMONSTRATION CLOSINGS**

RESOLVED that the actions of the Housing Authority of the City of Tampa, Florida (“THA”) in forming Tampa Housing Authority Development Corp., a Florida not for profit (“THADC”), which is the sole member and manager of THA T3C, LLC, a Florida limited liability company (the “General Partner”), which is the sole general partner of WRDG T3C, LP, a Florida limited partnership (the “Partnership”), which is the owner of Boulevard Tower 2 (the “Development”), and entering into the Limited Partnership Agreement of the Partnership, are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the actions of THA in entering into the Limited Liability Company Operating Agreement of WRDG T3C Developer, LLC and any amendments thereto are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the forms, terms, and provisions of the documents in connection with the equity closing and with respect to the admission to the Partnership of RUDG West River T3C, LLC, a Florida limited liability company, as Class B Limited Partner (the “Class B Limited Partner”); Bank of America, N.A., a national banking association, as Investor Limited Partner (the “Investor Limited Partner”); Banc of America CDC Special Holding Company, Inc., a North Carolina corporation, as Special Limited Partner (the “Special Limited Partner”); and in substantial accordance with the terms of the Amended and Restated Agreement of Limited Partnership, the Development Agreement, the Right of First Refusal Agreement, the Purchase Option Agreement, the Memorandum of Right of First Refusal Agreement and Purchase Option Agreement, the Guaranty Agreement (THA), the Partnership Management Agreement, the General Partner Closing Certificate, and such other documents as contemplated thereby (collectively, the “Equity Documents”), are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the forms, terms, and provisions of the documents in connection with the Florida Housing Finance Corporation (“Florida Housing”) multifamily notes mortgage construction loan closing are hereby in each and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial accordance with, the terms of the Funding Loan Agreement; the Project Loan Agreement; the Project Note; the Mortgage, Assignment of Rents, Security Agreement and Fixture Filing; the Assignment of Mortgage and Collateral Loan Documents; the Absolute and Unconditional Guaranty of Completion; the Continuing, Absolute and Unconditional Guaranty of Operating Deficits; the Continuing, Absolute and Unconditional Guaranty of Recourse Obligations; the Environmental Indemnity; the Construction Phase Financing Agreement; the Land Use Restriction Agreement; the Affidavit of Mortgagor; the Anti-Coercion Statement; the Construction Loan and Mortgage Servicing Agreement; the Compliance Monitoring Agreement; the Flood Insurance Information and Insurance Acknowledgment; the Further Assurance Agreement; the Real Estate Closing Certificate; the Waiver of Jury Trial; the Subordination Agreement Governmental Entity – TEL (Forward) (SAIL); the Subordination Agreement Governmental Entity – TEL (Forward) (THA); the Subordination

Agreement Governmental Entity – TEL (Forward) (City of Tampa); the Assignment of Contracts; the Assignment of Housing Assistance Payments Agreement; the Assignment of Management Agreement and Subordination of Management Agreement and Fees; the Development Budget Certification; the Collateral Assignment and Pledge of Developer Fees and Security Agreement; the Collateral Assignment and Pledge of Class B Limited Partner Interests and Security Agreement (RUDG West River T3C, LLC); the Collateral Assignment and Pledge of General Partner Interests and Security Agreement (THA T3C, LLC); the Environmental Indemnity Agreement; the Insurance Anti-Coercion Statement; the Investor Equity Assignment and Security Agreement; the General Partner’s Affidavit; the Construction Disbursement Agreement; and such other documents, instruments, and agreements as contemplated thereby, including, but not limited to, all tax documents related to the tax-exempt status of the loan and closing documents (collectively, the “Project Loan Documents”), are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the forms, terms, and provisions of the documents in connection with the Florida Housing State Apartment Incentive Loan Program mortgage loan closing are hereby in each and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial accordance with, the terms of the Construction Loan Agreement; the Land Use Restriction Agreement; the Promissory Note; the Mortgage and Security Agreement; the Collateral Assignment of Construction Contract and Permits; the Assignment of Leases, Rents and Contract Rights; the Assignment of Management and Service Contracts; the Assignment of Permits, Agreements, Approvals, Fees and Deposits; the Compliance Monitoring and Servicing Agreement; the Completion and Operating Deficit Guaranty; the Continuing, Absolute and Unconditional Guaranty of Recourse Obligations; the Environmental Indemnity Agreement; the Further Assurance Agreement; the Adverse Change Certificate of Borrower; the Affidavit of No Liens and Possession; the Anti-Coercion Statement; the Assignment of Architect Agreement and Architect Plans and Specifications; the Assignment of Engineer’s Agreement and Engineer Plans and Specifications; the Business Purposes Affidavit; the Consent to Assignment of Construction Contract; the Flood Insurance Information and Insurance Acknowledgment; the Subordination Agreement; and such other documents as contemplated thereby (collectively, the “SAIL Loan Documents”), are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the forms, terms, and provisions of the documents in connection with the THA mortgage loan closing are hereby in each and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial accordance with, the terms of the Mortgage Note (THA RAP), Mortgage Note (THA LAND), Mortgage Note (THA), the Authority Mortgage, the Assignment of Leases, and such other documents as contemplated thereby (collectively, the “THA Loan Documents”), are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the forms, terms, and provisions of the documents in connection with the City of Tampa, a municipal corporation organized and existing under the laws of the State of Florida (the “City”), mortgage loan closing are hereby in each and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial



accordance with, the terms of the HOME Funds Agreement; the Promissory Note; the HOME Funds Mortgage; and such other documents as contemplated thereby (collectively, the “HOME Loan Documents”), are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that the forms, terms, and provisions of the documents in connection with the Truist Bank, a North Carolina banking corporation (“Truist”), loan closing are hereby in each and every respect approved, ratified, and confirmed, and each and every transaction effected or to be effected pursuant to, and in substantial accordance with, the terms of the Demand Promissory Note; the Guaranty; and such other documents as contemplated thereby (collectively, the “Truist Loan Documents”), are hereby in each and every respect authorized, approved, ratified, and confirmed; and it is further

RESOLVED that, also in connection with the Development, the Contract for Purchase and Sale of Real Property and any amendments thereto, the Assignment, the Easement Agreement, the Contribution and Indemnity Agreement, the Special Warranty Deed, the Property Management Agreement, the Rental Conversion Commitment and any amendments thereto, the Rental Assistance Demonstration Use Agreement, the PBV Housing Assistance Payments Contract, the Partial Release of Property from Declarations of Trust, the Certification and Assurances, the Consolidated Owner Certification, the Agreement to Subordinate to Rental Assistance Demonstration Use Agreement [Boulevard Tower 2 / FHFC NOTE], the Agreement to Subordinate to Rental Assistance Demonstration Use Agreement [Boulevard Tower 2 / U.S. Bank], the Agreement to Subordinate to Rental Assistance Demonstration Use Agreement [Boulevard Tower 2 / FHFC SAIL], the Agreement to Subordinate to Rental Assistance Demonstration Use Agreement [Boulevard Tower 2 / THA], the Agreement to Subordinate to Rental Assistance Demonstration Use Agreement [Boulevard Tower 2 / City], the Certification of PHA, the Certification of Project Owner, the Certificate of WRDG T3C, LP, the Certificate of WRDG T3C, LLC, the Certificate of Tampa Housing Authority Development Corp., the Certificate of Housing Authority of the City of Tampa, Florida, and any and all other security agreements, guaranties, indemnities, financing statements, notices, requests, demands, directions, consents, approvals, waivers, acceptances, appointments, applications, certificates, agreements, supplements, amendments, further assurances or other instruments or communications in connection with the transactions referenced herein (collectively, the “Other Documents”), are hereby in each and every respect approved, ratified, and confirmed; and it is further

RESOLVED that THA is hereby authorized to enter into the Equity Documents, the Project Loan Documents, the SAIL Loan Documents, the THA Loan Documents, the HOME Loan Documents, the Truist Loan Documents, and the Other Documents, as applicable, and that execution and delivery of such documents in its name by Jerome D. Ryans, as President/CEO of THA; Leroy Moore, as Sr. Vice President/COO of THA; Susi Begazo-McGourty, as Sr. Vice President/CFO of THA; or any such other officer of THA as may be elected in accordance with the Bylaws of THA, as amended from time to time (each an “Officer” and collectively, the “Officers”), are hereby approved, ratified, and confirmed; and it is further

RESOLVED that action by the Officers and any person or persons designated and authorized so to act by any such respective Officer, to do and perform, or cause to be done and performed, in the name and on behalf of THA, 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 THA, 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 (including any past action) is hereby approved, ratified, and confirmed; and it is further

RESOLVED that the execution and delivery by any authorized Officer of any of the aforesaid agreements, documents, and instruments authorized in the foregoing resolutions and the taking by any Officer of any acts in any way related to the transactions contemplated by the foregoing resolutions, and such other agreements, documents, and instruments shall be conclusive evidence of such Officer's approval thereof and of such Officer's authority to execute and deliver such agreements, documents, and instruments and to take and perform such acts in the name and on behalf of THA; and it is further

RESOLVED that the Class B Limited Partner, the Investor Limited Partner, the Special Limited Partner, Florida Housing, Bank of America, N.A., a national banking association, U.S. Bank National Association, a national banking association, as fiscal agent, the City, Truist, and their respective successors and assigns are hereby authorized to rely upon these resolutions, and upon any certificate of any Officer with respect thereto until receipt of actual written notice of the revocation thereof, and may conclusively presume that the persons designated as Officers in any certificates signed by any Officer continue to hold office until actual receipt of a certificate from the President/CEO of THA to the contrary.

### **CERTIFICATE OF COMPLIANCE**

This is to certify that the THA's Board of Commissioners has approved and adopted this Resolution 2020-4156 dated February 27, 2020.

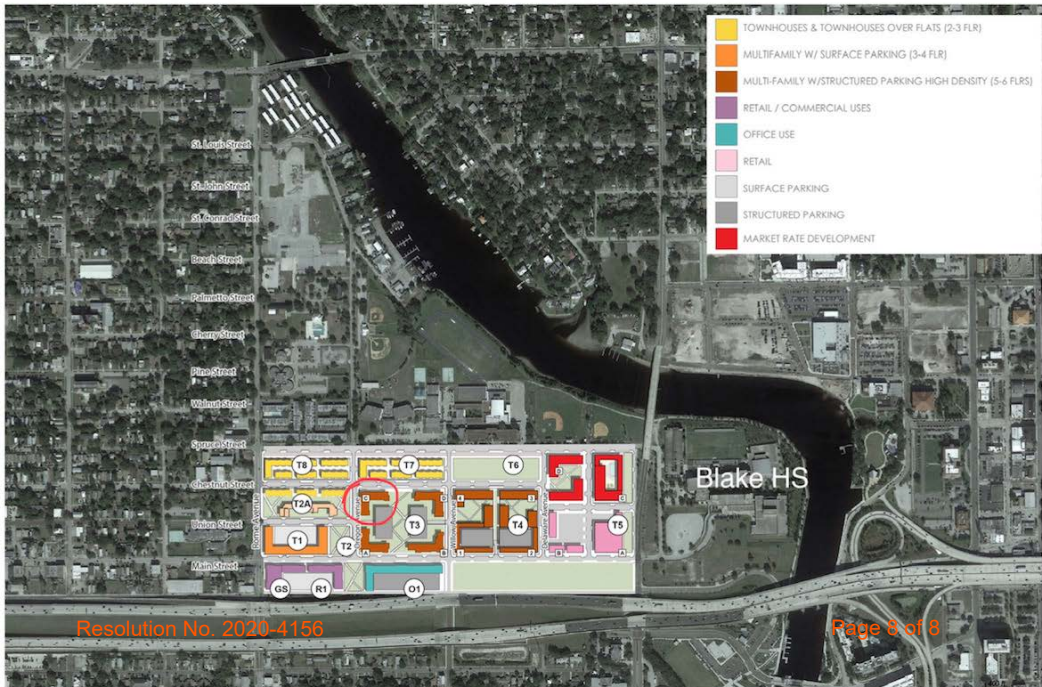
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Jerome D. Ryans, Secretary

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James A. Cloar, Chairperson





## 2020 CALENDAR OF EVENTS

February		
Tuesday, February 25, 2020	all day	Universoul Circus, Tampa (6 days)
Tuesday, February 25, 2020	7:30 AM	Downtown Debriefing, Tampa Marriott Water Street, 505 Water Street, Tampa
Wednesday, February 26, 2020	1:30 PM	Landlord Workshop, THA Cypress
Thursday, February 27, 2020	5:30 PM	Remembering Zion, Robles Park Village, 3305 North Avon Avenue, Tampa
March		
Tuesday, March 3, 2020	all day	NAHRO Training, THA Cypress (3 Days)
Wednesday, March 4, 2020	9:00 AM	New Board Member Orientation and Property Tour, THA Cypress
Tuesday, March 10, 2020	10:00 AM	West River Groundbreakings, West Tampa
Tuesday, March 17, 2020	all day	St. Patrick's Day
Tuesday, March 17, 2020	11:00 AM	Program and Property Services Career Fair, THA Cypress
Tuesday, March 17, 2020	5:30 PM	GTE Financial Workshop, THA Cypress
Wednesday, March 18, 2020	8:00am	THA Board of Commissioners Meeting, THA Boardroom
Wednesday, March 18, 2020	1:30 PM	Landlord Workshop, THA Cypress
Thursday, March 19, 2020	12:00 PM	Power of Positivity (WC), THA Cypress
Tuesday, March 24, 2020	all day	NAHRO Training, THA Cypress (3 Days)
Sunday, March 29, 2020	all day	NAHRO 2020 Washington Conference (3 days)
April		
Saturday, April 4, 2020	6:00 PM	Freedom Fund Dinner, Tampa Convention Center, 333 S Franklin St, Tampa
Tuesday, April 7, 2020	all day	Bay Area Apt Assoc Education Classes, THA Cypress (3 days)
Friday, April 10, 2020	all day	Spring Holiday
Sunday, April 12, 2020	all day	Easter Sunday
Tuesday, April 14, 2020	all day	Bay Area Apt Assoc Education Classes, THA Cypress (2 days)
Wednesday, April 15, 2020	all day	Tax Day
Wednesday, April 15, 2020	8:30 AM	THA Board of Commissioners Meeting, THA Boardroom
Tuesday, April 21, 2020	5:30 PM	GTE Financial Workshop, THA Cypress
Wednesday, April 22, 2020	1:30 PM	Landlord Workshop, THA Cypress
Thursday, April 23, 2020	12:00 PM	Healthy Meals in 20 min (WC), THA Cypress
May		
Tuesday, May 5, 2020	all day	Cinco De Mayo
Tuesday, May 5, 2020	11:30 AM	Latinos Unidos Scholarship Luncheon, Armature Works, Tampa
Sunday, May 10, 2020	all day	Mother's Day
Tuesday, May 12, 2020	8:00 AM	Bay Area Apt Assoc Finance Boot Camp, THA Cypress
Thursday, May 14, 2020	12:00 PM	Menopause and Perimenopause (WC), THA Cypress
Friday, May 15, 2020	10:00 AM	Annual Elderly Affairs Day, THA Oaks at Riverview, Community Center, 110 E Kirby St, Tampa
Tuesday, May 19, 2020	5:30 PM	GTE Financial Workshop, THA Cypress
Wednesday, May 20, 2020	8:30 AM	THA Board of Commissioners Meeting, THA Boardroom
Thursday, May 21, 2020	1:30 PM	Bay Area Apt Assoc BOD Meeting, THA Cypress
Monday, May 25, 2020	all day	Memorial Day
Wednesday, May 27, 2020	1:30 PM	Landlord Workshop, THA Cypress
June		
Friday, June 5, 2020	8:00 AM	12th Annual THA Charity Golf Tournament, 5700 Saddlebrook Wy, Wesley Chapel
Tuesday, June 16, 2020	5:30 PM	GTE Financial Workshop, THA Cypress
Wednesday, June 17, 2020	8:30 AM	THA Board of Commissioners Meeting, THA Boardroom
Thursday, June 18, 2020	12:00 PM	Men's Health, THA Cypress
Sunday, June 21, 2020	all day	Father's Day
Tuesday, June 23, 2020	11:00 AM	Program and Property Services Career Fair, THA Cypress
Friday, January 24, 2020	1:30 PM	Landlord Workshop, THA Cypress

X	Board Meetings
X	Events of interest for Commissioners
X	National Holidays
X	THA Events by Staff

