

THADC

TAMPA HOUSING AUTHORITY DEVELOPMENT CORP.

A non-profit Entity of The Housing Authority of the City of Tampa

Board of Directors Meeting

February 21, 2018



Meeting Agenda

Tampa Housing Authority Development Corp.

February 21, 2018

I. *CALL TO ORDER*

II. *MINUTES FROM THE PREVIOUS MEETINGS*

- *December 14, 2017*

III. *NEW BUSINESS*

- *Presentation of Resolution No: 2018-0022-THADC*

TO APPROVE THE FORMATION OF AND THE LIMITED PARTNERSHIP AGREEMENT OF WRDG T3B, LP; TO APPROVE THE FORMATION OF AND THE OPERATING AGREEMENT OF THA T3B, LLC; TO APPROVE THE SUBMISSION OF CERTAIN FINANCING APPLICATIONS AND THE PURCHASE CONTRACT IN CONNECTION WITH THE DEVELOPMENT OF PARCEL T3B;

IV. *ADJOURNMENT*

Minutes of the Special Meeting of the Board of Commissioners of the Housing Authority of the City of Tampa, Florida

December 14, 2017

I. REGULAR MEETING

Chairwoman Susan Johnson-Velez called the special meeting of the Tampa Housing Authority Board of Commissioners to order at 8:40 am. Other Board members present were, Rubin Padgett James Cloar, Ben Wacksman by phone, Bemetra Simmons, Billi Johnson-Griffin and legal counsel Ricardo Gilmore. Dr. Hazel Harvey was not present for this meeting.

The Chair began by asking everyone for a moment of silent prayer and/or personal meditation; those in attendance were also asked to stand for the Pledge of Allegiance; recital of the agency's mission statement followed.

II. MINUTES

A motion to approve the Minutes of the Annual Board Meeting of November 15, 2017 with corrections was made by Commissioner Padgett and seconded by Commissioner Johnson-Griffin:

Commissioner Padgett	Yes	Commissioner Wacksman	Yes
Commissioner Cloar	Yes	Commissioner Simmons	Present
Commissioner Johnson-Velez	Yes	Commissioner Johnson-Griffin	Present

A motion to approve the Minutes of the Regular Board Meeting of November 15, 2017 with a correction regarding the December meeting was made by Commissioner Johnson-Griffin and seconded by Commissioner Padgett:

Commissioner Padgett	Yes	Commissioner Wacksman	Yes
Commissioner Cloar	Yes	Commissioner Simmons	Present
Commissioner Johnson-Velez	Yes	Commissioner Johnson-Griffin	Present

III. PUBLIC FORUM (Three (3) minute limit allotted per speaker)

None to come before this forum

IV. EMPLOYEE OF THE MONTH (recognized at annual meeting)

- Administration ~ [Elizabeth Heath](#)
- Properties ~ [Luis Galo](#)

V. SPECIAL RECOGNITION

- Geraldine Barnes Award Recipient ~ [Teresa Jimenez](#) (received award after resolution 2017-4080)

VI. EMPLOYEE OF THE YEAR (also recognized at annual meeting)

- Administration ~ [Gloria Rayder](#)
- Properties ~ [Luis Blondin](#)

VII. RESOLUTIONS

The Director of Facilities, Mr. Terrance Brady presented resolution 2017-4078.

No. 2017-4078	A RESOLUTION APPROVING THE GUIDELINES FOR RESIDENT CHARGES FOR REPLACEMENT AND/OR MAINTENANCE COSTS.
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A motion was made by Commissioner Cloar and seconded by Commissioner Johnson-Griffin:

Commissioner Padgett	Yes	Commissioner Wacksman	Yes
Commissioner Cloar	Yes	Commissioner Simmons	Yes
Commissioner Johnson-Velez	Yes	Commissioner Johnson-Griffin	Yes

The Sr. Vice President/COO, Mr. Leroy Moore presented resolution 2017-4079. Commissioner Wacksman was not able to vote for this resolution due to conference call disconnection.

No. 2017-4079	A RESOLUTION APPROVING THE AMENDED AND RESTATED WEST RIVER OPERATING AGREEMENT BETWEEN THA AND RELATED.
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Minutes of the Special Meeting of the Board of Commissioners of the Housing Authority of the City of Tampa, Florida

A motion was made by Commissioner Simmons and seconded by Commissioner Clor:

Commissioner Padgett	Yes	Commissioner Wacksman	(not available to vote)
Commissioner Clor	Yes	Commissioner Simmons	Yes
Commissioner Johnson-Velez	Yes	Commissioner Johnson-Griffin	Yes

Mr. Moore also presented resolution 2017-4080.

No. 2017-4080	AUTHORIZING THE PRESIDENT/CEO TO CREATE, DEVELOP AND SUBMIT THE BOULEVARD ENTITIES, THE FHFC APPLICATION, AND OTHER NECESSARY AGREEMENTS FOR THE DEVELOPMENT OF PARCEL T3A THE BOULEVARD.
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A motion was made by Commissioner Clor and seconded by Commissioner Johnson-Griffin:

Commissioner Padgett	Yes	Commissioner Wacksman	Yes
Commissioner Clor	Yes	Commissioner Simmons	Yes
Commissioner Johnson-Velez	Yes	Commissioner Johnson-Griffin	Yes

The Director of Contracting and Procurement, Mr. Nicolas Dickerson presented resolution 2017-4081.

No. 2017-4081	A RESOLUTION AUTHORIZING THE HOUSING AUTHORITY OF THE CITY OF TAMPA TO ENTER INTO NEGOTIATIONS WITH TRAILBALE FARMS FOR THE ESTABLISHMENT OF AN URBAN FARM AT THE ENCORE SITE.
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A motion was made by Commissioner Clor and seconded by Commissioner Johnson-Griffin:

Commissioner Padgett	Yes	Commissioner Wacksman	Yes
Commissioner Clor	Yes	Commissioner Simmons	Yes
Commissioner Johnson-Velez	Yes	Commissioner Johnson-Griffin	Yes

VIII. PRESIDENT/CEO'S REPORT

Finance and Related Entities and Operations and Real Estate Development

None to come before this forum

IX. NOTICES AND UPDATES

None to come before this forum

X. LEGAL MATTERS

None to come before this forum

XI. UNFINISHED BUSINESS

None to come before this forum

XII. NEW BUSINESS

None to come before this forum

XIII. ADJOURNMENT

There being no further business to come before this Board, the Chair declared this meeting of the THA Board of Commissioners adjourned at 9:39 am.

Approved this 17th day of January 2018,

Chairperson

Secretary

foregoing resolutions and the taking by any officer of the Corporation 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 of the General Partner and in the name and on behalf of the Partnership, as applicable.

CERTIFICATE OF COMPLIANCE

This is to certify that the Corporation's Board of Directors has approved and adopted these **Resolutions numbered: 2018-0022 THADC**, dated February 21, 2018.

Jerome D. Ryans, Secretary

Susi Johnson-Velez, Chairperson

Resolution

2018-0022-THADC

**TAMPA HOUSING AUTHORITY DEVELOPMENT CORPORATION
RESOLUTION SUMMARY SHEET**

1. Describe the action requested of the Board of Directors

Re.: Resolution Number: 2018-0022-THADC

TO APPROVE THE FORMATION OF AND THE LIMITED PARTNERSHIP AGREEMENT OF WRDG T3B, LP; TO APPROVE THE FORMATION OF AND THE OPERATING AGREEMENT OF THA T3B, LLC; TO APPROVE THE SUBMISSION OF CERTAIN FINANCING APPLICATIONS AND THE PURCHASE CONTRACT IN CONNECTION WITH THE DEVELOPMENT OF PARCEL T3B;

A RESOLUTION

2. Who is making request:

A. Entity: TAMPA HOUSING AUTHORITY DEVELOPMENT CORPORATION

B. Project: WRDG T3B

C. Originator: LEROY MOORE

3. Cost Estimate (if applicable):

\$N/A

Narrative:

TO APPROVE THE FORMATION OF AND THE LIMITED PARTNERSHIP AGREEMENT OF WRDG T3B, LP; TO APPROVE THE FORMATION OF AND THE OPERATING AGREEMENT OF THA T3B, LLC; TO APPROVE THE SUBMISSION OF CERTAIN FINANCING APPLICATIONS AND THE PURCHASE CONTRACT IN CONNECTION WITH THE DEVELOPMENT OF PARCEL T3B;

Attachments (if applicable):

M E M O R A N D U M

Date: February 21, 2018
To: Board of Directors
Through: Jerome D. Ryans, President/CEO
From: Leroy Moore, Senior Vice-President/COO
Subject: **Resolution 2018-0022**

TO APPROVE THE FORMATION OF AND THE LIMITED PARTNERSHIP AGREEMENT OF WRDG T3B, LP; TO APPROVE THE FORMATION OF AND THE OPERATING AGREEMENT OF THA T3B, LLC; TO APPROVE THE SUBMISSION OF CERTAIN FINANCING APPLICATIONS AND THE PURCHASE CONTRACT IN CONNECTION WITH THE DEVELOPMENT OF PARCEL T3B;

This Resolution is necessary to authorize the President/CEO of Tampa Housing Authority Development Corporation (THADC) to perform a number of actions all necessary for the development of Parcel T3B at West River.

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.

TAMPA HOUSING AUTHORITY DEVELOPMENT CORP.

RESOLUTION FY2018-0022 THADC

TO APPROVE THE FORMATION OF AND THE LIMITED PARTNERSHIP AGREEMENT OF WRDG T3B, LP; TO APPROVE THE FORMATION OF AND THE OPERATING AGREEMENT OF THA T3B, LLC; TO APPROVE THE SUBMISSION OF CERTAIN FINANCING APPLICATIONS AND THE PURCHASE CONTRACT IN CONNECTION WITH THE DEVELOPMENT OF PARCEL T3B;

WHEREAS, in connection with the West River Redevelopment, THA and Related desire to submit an application to Florida Housing Finance Corporation for competitive low income housing tax credits, (the “Application”);

WHEREAS, in connection with the Application, THA and Related will form WRDG T3B, LP, a Florida limited partnership (the “Owner Entity”), to serve as the owner of the Development; THA will form THA T3B, LLC, a Florida limited liability company (the “THA General Partner”), whose sole member will be Tampa Housing Development Corp., a Florida not for profit corporation (the “Corporation”), to serve as one of the general partners of the Owner Entity; Related will form its respective related entities; and THA and Related will form WRDG T3B Developer, LLC, a Florida limited liability company (the “Developer”), to serve as the developer of the Development;

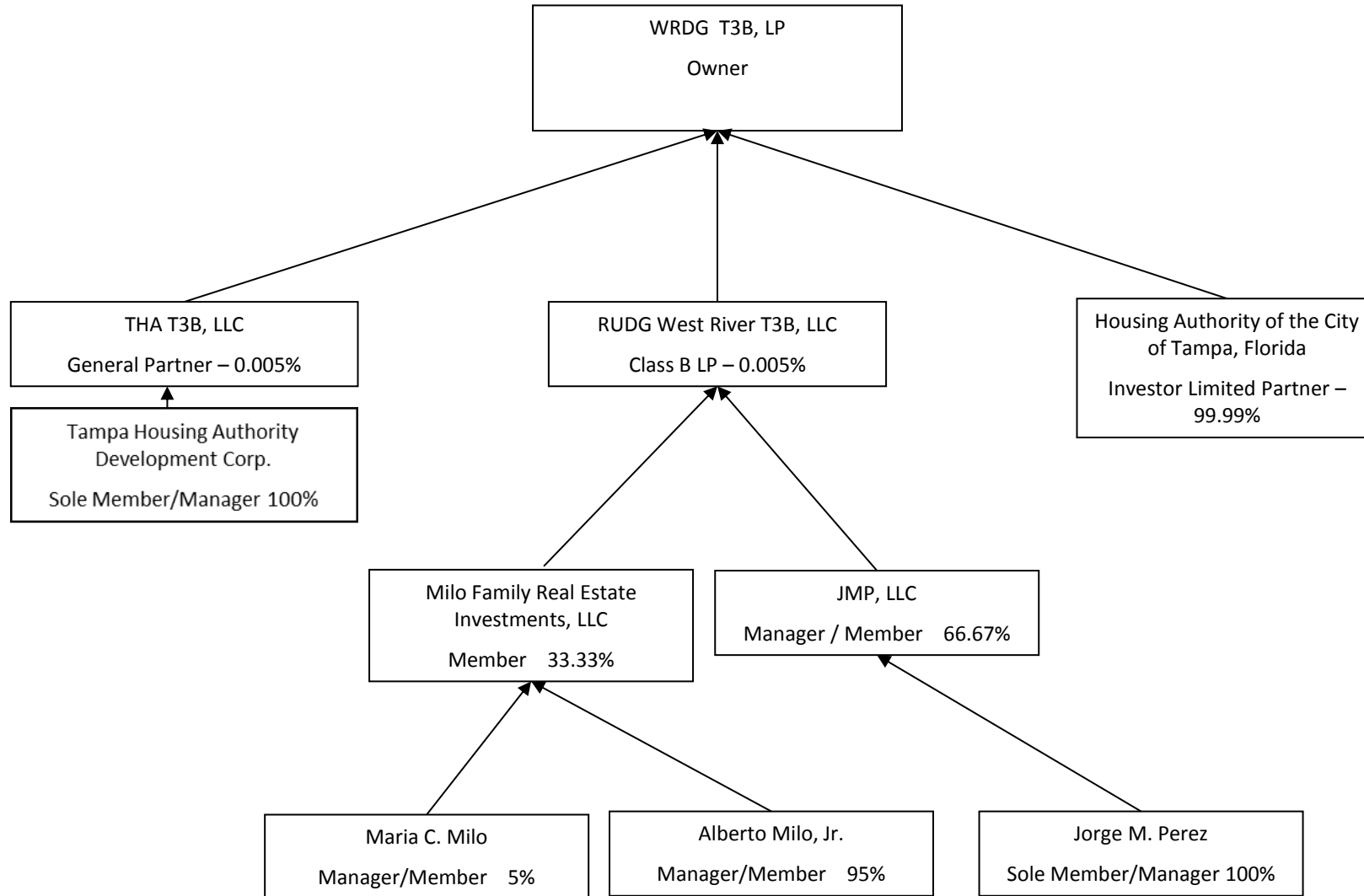
WHEREAS, also in connection with the Application, THA as seller and the Owner Entity as buyer will enter into a Contract for Purchase and Sale of Real Property for the Development site (the “Purchase Contract”); and

WHEREAS, the THA General Partner, the Related General Partner, and THA as the limited partner, will enter into a Limited Partnership Agreement of the Owner Entity (the “Partnership Agreement”).

NOW, THEREFORE, BE IT RESOLVED that action by the officers of the Corporation, and any person or persons designated and authorized so to act by any such officer of the Corporation, to do and perform, or cause to be done and performed, in the name and on behalf of the Corporation, General Partner or the Partnership, as applicable, or the execution and delivery, or causing to be executed and delivered, such 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 the Corporation, the General Partner, or the Partnership, or otherwise, as the Corporation 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

BE IT FURTHER RESOLVED that the execution and delivery by any authorized officer of the Corporation in the name and on behalf of the Corporation, the General Partner or the Partnership of any of the aforesaid agreements, documents, and instruments authorized in the

WRDG T3B



WRDG T3B Developer, LLC

