

September 10, 2025

**WHEREAS**, the City of Dallas (“City”) recognizes the importance of its role in local economic development and in the provision of mixed-income housing; and

**WHEREAS**, on February 12, 2020, the City Council authorized (1) a Resolution of Support for Villas at WH 20, LP, or its affiliate, related to its application to the Texas Department of Housing and Community Affairs (“TDHCA”) for 9% Low Income Housing Tax Credits (“LIHTC”) for the development of a new mixed-income development now known as Mariposa at Western Heights, formerly known as the Villas at Western Heights (“Project”), and (2) an agreement with the applicant for a line of credit, in an amount not to exceed \$500.00 for the proposed Project by Resolution No. 20-0289; and

**WHEREAS**, on September 1, 2020, the Board of Directors of Tax Increment Reinvestment Zone Number Fifteen, the Fort Worth Avenue Tax Increment Financing (“TIF”) District, reviewed the proposed Project and recommended City Council authorization of a TIF development agreement with Villas at WH 20, LP (“Owner/Developer”) and/or its affiliates in an amount not to exceed \$7,678,874.00; and

**WHEREAS**, on September 23, 2020, the City Council authorized the execution of a TIF development agreement (“Agreement”) with Owner/Developer, and all other necessary documents including deed restrictions (“Deed Restrictions”), in an amount not to exceed \$7,678,874.00 (“TIF Subsidy”), payable from current and future Fort Worth Avenue TIF District funds, in consideration of Owner/Developer’s development of the mixed-income apartment project now known as Mariposa at Western Heights, formerly known as the Villas at Western Heights, on property currently addressed at 1641 North Windomere Avenue in the Fort Worth Avenue TIF District by Resolution No. 20-1480; and

**WHEREAS**, Owner/Developer completed construction in late 2024, and the Project was placed into service; and

**WHEREAS**, 80% of the units (104 units) are income-restricted and set aside for senior households earning at/below 30%, 50%, and 60% Area Median Income (“AMI”), and 20% of the units are not income-restricted; and

**WHEREAS**, in April 2025, the City received a request from Owner/Developer to subordinate the Deed Restrictions to the lien of a permanent financing loan between Bellwether Enterprise Mortgage Investments, LLC (“Bellwether” or “Lender”) and the Owner/Developer because Owner/Developer is in the process of converting the Project’s construction financing into permanent financing with Fannie Mae as the senior lender, and Bellwether is requiring that the Deed Restrictions be subordinated to its deed of trust; and

**WHEREAS**, as written, the Agreement and Deed Restrictions do not contemplate the need for subordination but do allow for amendment, approved as to form by the City Attorney, with the approval of City Council; and

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**WHEREAS**, seeking to responsibly balance the City's interest in protecting the public investment in the Project and ensuring that the public purpose of increased affordable housing in the city is met, City staff recommends amending the Agreement and the Deed Restrictions to subordinate the Deed Restrictions and the City's right to recapture the TIF Subsidy to the lien of a permanent financing loan between Lender and Owner/Developer, and in consideration, extending the City's Affordability Period as defined in the Agreement and Deed Restrictions by an additional five years from 15 years to 20 years.

**Now, Therefore,**

**BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DALLAS:**

**SECTION 1.** That the City Manager is hereby authorized to execute an amendment of the TIF development agreement ("Agreement") to Resolution No. 20-1480, previously approved on September 23, 2020, between the City and Villas at WH 20, LP and its affiliate Villas Development Corporation (collectively, "Owner/Developer") and the associated deed restrictions recorded on February 28, 2024 under Clerk's File No. 202400040173 ("Deed Restrictions") to allow the City to subordinate the Deed Restrictions (in favor of the City) to Bellwether Enterprise Mortgage Investments, LLC ("Bellwether" or "Lender") and Owner/Developer and amend the Agreement and Deed Restrictions to terminate the City's right to recapture the TIF Subsidy in the event of a default, and in consideration, extend the City's Affordability Period as defined in the Agreement and Deed Restrictions by an additional five years from 15 years to 20 years, approved as to form by the City Attorney, to facilitate the permanent financing loan to be provided by Lender for the mixed-income apartment development commonly known as Mariposa at Western Heights, formerly known as the Villas at Western Heights ("Project"), addressed as 1641 North Windomere Avenue in the Fort Worth Avenue TIF District.

**SECTION 2.** That the facts and recitations contained in the preamble of this resolution are hereby found and declared to be true and correct.

**SECTION 3.** That this resolution shall take effect immediately from and after its passage in accordance with the provisions of the Charter of the City of Dallas, and it is accordingly so resolved.