

Exhibit A

Villas at Western Heights Estimated Budget

| Uses | Amount | Percent | Private Investment Expenditures (eligible toward minimum private investment requirement) |
|---|---------------------|-------------|--|
| Acquisition | \$7,510,000 | 25% | \$5,010,000 |
| Off-Site Infrastructure | \$342,400 | 1% | \$342,400 |
| On-Site Preparation | \$806,835 | 3% | \$806,835 |
| Site Amenities | \$506,560 | 2% | \$506,560 |
| Building Construction, Finish-Out & Furniture | \$12,017,193 | 39% | \$12,017,193 |
| Contingency (5.5%) | \$751,793 | 2% | |
| Contractor Overhead & Profit | \$1,846,509 | 6% | |
| Professional Fees (e.g. A&E, landscape architecture, interior design) | \$1,598,656 | 5% | \$1,598,656 |
| Soft Costs (e.g. legal, marketing and financing fees, leasing) | \$1,813,555 | 6% | |
| Reserves | \$671,972 | 2% | |
| Developer Fee | \$2,593,000 | 9% | |
| Total Uses | \$30,458,473 | 100% | \$20,281,644 |

Developer shall incur (or cause to be incurred) and provide documentation evidencing a minimum of \$18,500,000 in Private Investment Expenditures for the Project, including site acquisition (excluding \$2,500,000 City advance), off-site infrastructure, on-site preparation, site amenities, building construction/finish-out/furnishings, and professional fees (e.g. professional services such as architecture, engineering, landscape architecture, interior design, environmental assessments).

Construction management costs may be considered a Private Investment Expenditure if services are directly related to ensuring the quality of the construction of the Project and are performed by an independent and unaffiliated third-party. Construction management costs must be evidenced by invoices with detailed descriptions of services performed.

Developer fees, legal fees, marketing fees, financing fees, leasing commissions, carrying costs, reserves, operating deficits through stabilization and other similar costs shall not be considered a Private Investment Expenditure.

EXHIBIT B - VILLAS AT WESTERN HEIGHTS RENT SCHEDULE

| HTC Units (by Area Median Income) | # of Units | # of Bed- rooms | # of Baths | Unit Size (Net Rentable Sq. Ft.) | Total Net Rentable Sq. Ft. | *Program Rent Limit | Tenant Paid Utility Allow. | Rent Collected /Unit | Total Monthly Rent |
|--|------------|--------------------|------------|---|----------------------------------|------------------------|----------------------------------|----------------------------|-----------------------|
| | (A) | | | (B) | (A) x (B) | | | (E) | (A) x (E) |
| | | | | | 0 | | | | - |
| TC 30% | 3 | 1 | 1.0 | 700 | 2,100 | \$467 | \$40 | \$427 | \$1,281 |
| TC 50% | 10 | 1 | 1.0 | 700 | 7,000 | \$779 | \$40 | \$739 | \$7,390 |
| TC 60% | 22 | 1 | 1.0 | 700 | 15,400 | \$935 | \$40 | \$895 | \$19,690 |
| MR | 4 | 1 | 1.0 | 700 | 2,800 | | | \$1,200 | \$4,800 |
| TC 30% | 2 | 1 | 1.0 | 777 | 1,554 | \$467 | \$40 | \$427 | \$854 |
| TC 50% | 10 | 1 | 1.0 | 777 | 7,770 | \$779 | \$40 | \$739 | \$7,390 |
| TC 60% | 9 | 1 | 1.0 | 777 | 6,993 | \$935 | \$40 | \$895 | \$8,055 |
| MR | 11 | 1 | 1.0 | 777 | 8,547 | | | \$1,200 | \$13,200 |
| TC 30% | 2 | 1 | 1.0 | 895 | 1,790 | \$467 | \$40 | \$427 | \$854 |
| TC 50% | 9 | 1 | 1.0 | 895 | 8,055 | \$779 | \$40 | \$739 | \$6,651 |
| TC 60% | 4 | 1 | 1.0 | 895 | 3,580 | \$935 | \$40 | \$895 | \$3,580 |
| MR | 2 | 1 | 1.0 | 895 | 1,790 | | | \$1,200 | \$2,400 |
| TC 30% | 2 | 2 | 2.0 | 943 | 1,886 | \$561 | \$53 | \$508 | \$1,016 |
| TC 50% | 7 | 2 | 2.0 | 943 | 6,601 | \$935 | \$53 | \$882 | \$6,174 |
| TC 60% | 10 | 2 | 2.0 | 943 | 9,430 | \$1,122 | \$53 | \$1,069 | \$10,690 |
| MR | 5 | 2 | 2.0 | 943 | 4,715 | | | \$1,400 | \$7,000 |
| TC 30% | 2 | 2 | 2.0 | 1014 | 2,028 | \$561 | \$53 | \$508 | \$1,016 |
| TC 50% | 6 | 2 | 2.0 | 1014 | 6,084 | \$935 | \$53 | \$882 | \$5,292 |
| TC 60% | 6 | 2 | 2.0 | 1014 | 6,084 | \$1,122 | \$53 | \$1,069 | \$6,414 |
| MR | 4 | 2 | 2.0 | 1014 | 4,056 | | | \$1,400 | \$5,600 |
| TOTALS | 130 | | | | 108,263 | | | | \$119,347 |

UNIT SUMMARY

| | % of Low Income | % of Total | Total Units |
|-------------------------|--------------------|------------|----------------|
| TC 30% | 11% | 8% | 11 |
| TC 50% | 40% | 32% | 42 |
| TC 60% | 49% | 39% | 51 |
| Low Income Total | | | 104 |
| Market Rate | 25% | 20% | 26 |
| Total Units | | | 130 |

| BEDROOM TYPE | |
|--------------|-----|
| 1 Bedroom | 88 |
| 2 Bedroom | 42 |
| Total Units | 130 |

Legend and Notes:

* Low Income Housing Tax Credit
(LIHTC) Program Rent Limits

HTC = Housing Tax Credits

TC = Tax Credit (limit)

MR = Market Rate

Rent Schedule shows 2019 Rent
Limits and Utility Allowances.
Rent Limits and Utility Allowances
are expected to change annually.

EXHIBIT C

City of Dallas Tax Increment Finance Districts Mixed Income Housing Guidelines

Approved by FWA TIF Board November 22, 2011

TIF Program Purpose

The purpose of the City of Dallas' TIF program is to promote development in underutilized and vacant areas through the use of public investment to attract private investment. The goals for the districts include improving the infrastructure within the districts and adding market rate apartments, single family homes, retail and commercial space, and office and professional space. Promoting housing for individuals and families at a variety of income levels is one of many policy considerations for the districts.

General definitions

Mixed income housing requires a minimum of 20% of all units to meet affordable housing standards.

Affordable housing units are those which are affordable to a household earning 80% or less of the median family income for the Dallas Area.

The 20% affordability requirement applies to both rental units and to units that are for sale. Requirements for for-sale units will be handled on a case-by-case basis. These guidelines primarily pertain to rental housing.

Affordability period and rent rates

Rental units must be affordable for a period of at least fifteen years, beginning from the date the project is complete per the development agreement.

Income levels and *maximum* rent will vary each year and are based on HUD's calculations for Area Median Family Income (AMFI), utility expenses, and Market Rent for the Dallas Area. Maximum rents are set each year at 30% of 80% of AFMI, including a utility allowance. Information pertaining to the maximum affordable rent and income levels that are currently in effect can be obtained from the Office of Economic Development.

Affordable units

A minimum of 20% of all occupied units shall be rented to qualifying households.

The developer may choose to offer any available unit to qualifying households. The 20% total requirement thus may be satisfied by any combination of units and need not apply to units of all sizes.

Affordable units shall be comparable in size and finish quality to market rate units and shall be dispersed throughout the development. Affordable units shall not be segregated into a particular section of the development and shall be a minimum of 500 square feet.

Qualifying households

A qualifying household is defined as a household making 80% or less of the AMFI.

Developers may include wages, salaries, tips, commissions, social security income, etc. to certify a household's income. The method used to determine income should be the same for qualifying and market rate households.

Lease terms

Households that qualify at the beginning of a lease will be assumed to qualify for the entirety of the term of that lease. Recertification is therefore only necessary during lease renewal.

At the end of the lease, the new lease rates will be set based on the household's current income at the time of renewal.

If the household no longer qualifies for an affordable unit, the lease may be renewed at market rate and another unit made available for a qualifying household in order to maintain the 20% affordability requirement.

Fees and leasing requirements

In general, all leasing requirements and all fees, utility charges, assessments, fines, etc. charged by the apartment community must be applied uniformly to qualifying households and market rate households, with the exception that the developer may choose to waive or reduce fees for qualifying households and the developer may choose to set specific lease lengths for affordable units.

Reporting Requirements

Adequate reporting by developer, owner, or property manager shall be required to ensure that the City can appropriately monitor compliance with the guidelines. Projects receiving affordable housing funding under federal or state programs may choose to submit copies of compliance reports specific to the federal or state program in lieu of the TIF program report. Specific reporting requirements will be updated as necessary.

Compliance

The developer assumes all liability for compliance with these requirements and with all applicable laws. By participating in the City's TIF program, the developer agrees to report all information accurately and on time. At the City's request, the developer agrees to produce necessary documentation for determining full compliance with this program.

The affordability period shall be extended by six months for any number of units by which the affordable housing provided during a semi-annual period falls short of the number of units required to meet the affordable housing requirements. Noncompliance may result in termination of the development agreement, a reduction in TIF reimbursement, or other action as determined by the Office of Economic Development.

Request for waiver or minor modification of these requirements shall be submitted to the Office of Economic Development and will be negotiated on a project by project basis with the City and the County.

The City may consider retaining a percentage of TIF funding to ensure that in the event that the property is sold prior to the end of the 15 year compliance period, all subsequent owners will be required to provide affordable housing for the remainder of the affordability period.

The TIF program does not alter, modify, or reduce any affordable housing requirements, duties, or obligations imposed on the developer because of receipt of funds or other assistance from other programs or persons.

Alternative Methods

A developer may propose alternative methods of meeting the requirements such as providing equivalent affordable housing units in a comparable location within or adjacent to the TIF district. All proposed alternative methods will be considered on a case by case basis and must be approved by both the City and Dallas County.

Affirmative Fair Housing Marketing Plan

An affirmative fair housing marketing plan is required for all projects with a residential component that are supported with TIF funding. This requirement is detailed in each project's development agreement. Each project will be evaluated individually to ensure that it furthers affirmative fair housing goals.

Effective Date

These guidelines are effective in each district as of the date they are approved by that district's TIF board. The guidelines apply to developments with first occupancy on October 1, 2011 or later. These guidelines will not alter the terms of development agreements authorized prior to the approval of this document.

Guideline Modifications

As needed, the City may make modifications or corrections to these guidelines to increase their effectiveness. Where these guidelines may conflict with a district's Final Plan language concerning housing provisions, the Director of the Office of Economic Development will make a final determination of project requirements.

Exhibit D

Mixed Income Housing Certification Letter

Letter Head

[Date]

To Whom It May Concern:

This mixed income housing certification letter is for the timeframe of [INSERT 6 MONTH TIMEFRAME HERE]. [INSERT NAME OF RESIDENTIAL PROJECT/COMPLEX] consists of [TOTAL NUMBER OF RESIDENTIAL UNITS], with [TOTAL NUMBER OF AFFORDABLE UNITS PROVIDED] to be leased as units meeting maximum affordable rent and income levels set annually, based on HUD's calculations for Area Median Family Income (AMFI), utility expenses, and Market Rent for the Dallas Area. Maximum rents are set each year at 30% of 80% of AMFI, including a utility allowance.

As of [INSERT DATE OF LETTER], [INSERT NAME OF RESIDENTIAL PROJECT/COMPLEX] has [INSERT NUMBER OF UNITS] occupied apartments and [INSERT NUMBER OF UNITS] vacant apartments. [NUMBER OF AFFORDABLE UNITS PROVIDED] have been provided and of those, [NUMBER OF OCCUPIED AFFORDABLE UNITS] are occupied with qualifying "moderate income" households.

Documentation verifying occupied affordable units is attached.

Submitted by:

Apartment Manager:

Insert Name
Insert Management Company Name

Developer:

Insert Name, Title
Insert Entity Name

Exhibit D

Mixed Income Housing Certification Letter

Name of Project/Complex: _____

Address of Project/Complex: _____

Reporting Timeframe: _____

Date: _____

| | Unit # | # of Bedrooms | # of Occupants* | Rent | Income |
|----|--------|------------------|--------------------|------|--------|
| 1 | | | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 | | | | | |
| 7 | | | | | |
| 8 | | | | | |
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| 16 | | | | | |
| 17 | | | | | |
| 18 | | | | | |
| 19 | | | | | |
| 20 | | | | | |

*Person(s) on the lease of the unit.



Exhibit E

CITY OF DALLAS Business Inclusion and Development Affidavit

It is the policy of the City of Dallas to involve qualified Minority and Women-Owned Business Enterprises (M/WBEs) to the greatest extent feasible on the City's construction, procurement and professional services contracts. The City and its contractors shall not discriminate on the basis of race, color, religion, national origin, or sex in the award and performance of contracts. In consideration of this policy, the City of Dallas has adopted the Business Inclusion and Development Plan (BID Plan) for all City of Dallas contracts.

M/WBE Participation Goals

The BID Plan establishes subcontracting goals and requirements for all prospective bidders to ensure a reasonable degree of M/WBE participation in City contracts. It is the goal of the City of Dallas that a certain percentage of work under each contract be executed by one or more M/WBEs.

On May 14, 1997 the City Council adopted the following M/WBE participation goals without consideration for a specific ethnicity or gender (Resolution Number 97-1605):

| <u>Construction</u> | <u>Architectural & Engineering</u> | <u>Other Professional</u> | <u>Other Services</u> | <u>Goods</u> |
|---------------------|--|---------------------------|-----------------------|--------------|
| 25.00% | 25.66% | 36.30% | 23.80% | 18.00% |

The apparent low bidder/most advantageous proposer shall agree to meet the established goals or must demonstrate and document a "good faith effort" to include M/WBEs in subcontracting opportunities. The apparent low bidder/most advantageous proposer who fails to adequately document good faith efforts to subcontract or purchase significant material supplies from M/WBEs may be denied award of the contract by the City based on the contractor's failure to be a "responsive" or "responsible" bidder.

By signing below, I agree to provide the City of Dallas, Business Development & Procurement Services department with a completed copy of all required forms provided within the Business Inclusion and Development document package. I understand that if I fail to provide all of the required documents within five (5) business days after notification, my bid may be deemed "non-responsive" and I may be denied award of the contract. Intentional misrepresentation could result in criminal prosecution.

(Note: Please use the Tab button, mouse or arrows to move from one section to the next. *Please DO NOT use the "Enter" key.*)

Bid Number:

Company name:

Typed or Printed Name of Certifying Official of Company

Date

Signature of Certifying Official of Company

Title



**CITY OF DALLAS
ETHNIC WORKFORCE COMPOSITION REPORT**

(Note: Please use the Tab button, mouse or arrows to move from one section to the next. *Please DO NOT use the "Enter" key.*)

Company name: _____

Address: _____

Bid #: _____

Telephone Number: _____ - _____ - _____ Ext. _____

Email Address: _____

| Employee Classification | Total No. Employees | | White | | Black | | Hispanic | | Other | |
|-------------------------------|---------------------|--------|-------|---|-------|---|----------|---|-------|---|
| | Male | Female | M | F | M | F | M | F | M | F |
| | | | | | | | | | | |
| Administrative/ Managerial | | | | | | | | | | |
| Professional | | | | | | | | | | |
| Technical | | | | | | | | | | |
| Office/Clerical | | | | | | | | | | |
| Skilled | | | | | | | | | | |
| Semiskilled | | | | | | | | | | |
| Unskilled | | | | | | | | | | |
| Seasonal | | | | | | | | | | |
| Totals: | | | | | | | | | | |

Intentional misrepresentation could result in criminal prosecution.

Officer's Signature

Title

Typed or Printed Name

Date



**CITY OF DALLAS
SUBCONTRACTOR INTENT FORM**

(Note: Please use the Tab button, mouse or arrows to move from one section to the next. Please DO NOT use the "Enter" key.)

TO: City of Dallas DATE: _____
Business Development & Procurement Services gfe@dallascityhall.com

Project Name: _____ Bid # _____

Contract Bid Amount: _____

M/WBE/DBE Participation Amount: \$ _____ and % _____

_____ will provide the following
M/WBE Subcontractor on the project

good(s)/service(s) _____

to _____
prime contractor on the project

M/WBE subcontractor is currently certified by the
following agency: _____

M/WBE Certification Number: # _____

Certification must be kept current / valid for the entire duration of this contract. Failure to comply with this provision could be subject to removal from contract.

The undersigned intends to enter into a formal agreement with the subcontractor listed, conditioned upon being awarded the City of Dallas contract. If any changes are made to this list, the prime contractor must submit to the City's Program Manager and Business Inclusion and Development Group for approval a Change of M/WBE subcontractor /supplier form with documented explanations prior to any changes.

Failure to comply with this provision could result in termination of the contract, sanctions against the prime contractor, and/or ineligibility for future City contracts.

Officer's Signature (Prime Contractor)

Officer's Signature (M/WBE/DBE Subcontractor)

Printed Name (Prime Contractor)

Printed Name (M/WBE/DBE Subcontractor)

Title (Prime Contractor)

Title (M/WBE/DBE Subcontractor)

Date

Date



**CITY OF DALLAS
CONTRACTOR'S AFFIDAVIT
SCHEDULE OF WORK AND ACTUAL PAYMENT FORM**

Project Name: _____ Bid/Contract #: _____

Instructions:

Column 1: List type of work to be performed by Prime and 1st tier subcontractors.

Column 6: Indicate firm's location as L=local (within Dallas county limits);
local (Outside Dallas county limits). N=Non-

Column 2: City of Dallas Vendor Number for Prime and Subcontractors/Suppliers (if none, register online: www.bids.dallascityhall.org). ALL Prime and Subcontractors/Suppliers must be registered with the City of Dallas.

Column 7:

Indicate dollar amount of value of work for the Prime contractor, subcontractors, and suppliers.

Column 3: List name of firm; M/WBE Certification Number (if applicable).

Column 8: Indicate percentage of total contract amount.

Column 4: List firm(s); contact name; address; telephone number.

Column 9: Indicate total payments to date.

Column 5: List ethnicity of firm(s) owner as B=African American; H=Hispanic; I=Asian Indian; N=Native American; P=Asian Pacific; W=Woman; NON=other than M/WBE.

Column 10: Indicate payments during current pay period.

| Type of Work [1] | City of Dallas Vendor Number [2] | Name of Firm & M/WBE Certification (if Applicable) [3] | Contact Name Address, City, State, Zip & Tel. Number [4] | Type of Firm [5] | L or N [6] | Value of Work (\$) [7] | Percent (%) [8] | Payments to Date (\$) [9] | Payment this Period (\$) [10] |
|---------------------|--|---|--|---------------------|---------------------|---------------------------|--------------------|---------------------------------|-------------------------------------|
| | | | | | | | #VALUE! | | |
| | | | | | | | #DIV/0! | | |
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Exhibit F

Quarterly Project Status Report

Prepared by Villas at WH 20, LP

| |
|---|
| Project Name: |
| Report Period: From: _____ To: _____ |
| Project Start Date: Required Completion Date: Current Completion Date: Number of units completed: |
| Briefly describe Project progress during this period: |
| Which documents did you submit to the City of Dallas Business Development & Procurement Services? When? |
| Which documents did you submit to the City of Dallas Fair Housing Department? When? |
| Describe any issues of concern with the City of Dallas (Office of Economic Development/Business Development & Procurement Services/ Fair Housing Department/Public Work and Transportation etc.)? |
| Attach 4-8 current construction progress pictures from four sides of the Project. |
| By: _____ _____ PRINT NAME: _____ |

EXHIBIT G

City of Dallas

UDPRP Review Summary

01.24.20

Urban Design Peer Review Panel

DATE: 01.24.20

TIME: 8:30am

PROJECT: The Villas at Western Hills

LOCATION: Dallas City Hall Room 5ES

Overview

Below is a summary of the Urban Design Peer Review Panel's advice for The Villas at Western Hills as derived from the January 24th Peer Review session.

Advice Summary

- [1] The Panel commends the development team for making moves to secure affordable housing and the ability to age-in-place in a rapidly transitioning neighborhood.
- [2] The Panel suggests re-orienting the massing of the structure and the parking to provide a building facade along Castile Street and locate the parking along Windowmere. One suggestion was to re-orient the porte-cochere location as a part of this massing redesign.
- [3] The Panel advises the development team and City staff further study and better understand the existing residential proximity slope requirement in order to determine if more density along Ft. Worth Avenue and Castile Street is possible.
- [4] The Panel recommends further exploration be given to the orientation of the building along Ft. Worth Avenue to improve the building's urban form, exploring ways to provide a three-story elevation along the Ft. Worth Avenue façade.
- [5] The Panel advises the development team to provide street-facing entry to ground-level units wherever possible, possibly including a small fenced front-yard for residents.
- [6] The Panel suggests a public realm containing a landscape buffer with street trees be provided wherever possible between the back-of-curb and the sidewalk to enhance the feeling of safety along the sidewalk.
- [7] The Panel recommends exploring reducing the building setback from the back-of-curb to create a consistent urban edge along all street-oriented facades. It was noted that a distance between 14 and 16 feet allows for a strong urban edge with adequate dimensions for sidewalks and landscaping.
- [8] The Panel advises barrier-free ramp design at intersection corners be rethought to be at 90 degrees to intersections, enhancing pedestrian movements for disabled pedestrians.

EXHIBIT G-1



Detail View



View from North Windomere Avenue

VILLAS AT WESTERN HEIGHTS

Mucasey & Associates, Architects

February 13, 2020



Villas At Western Heights

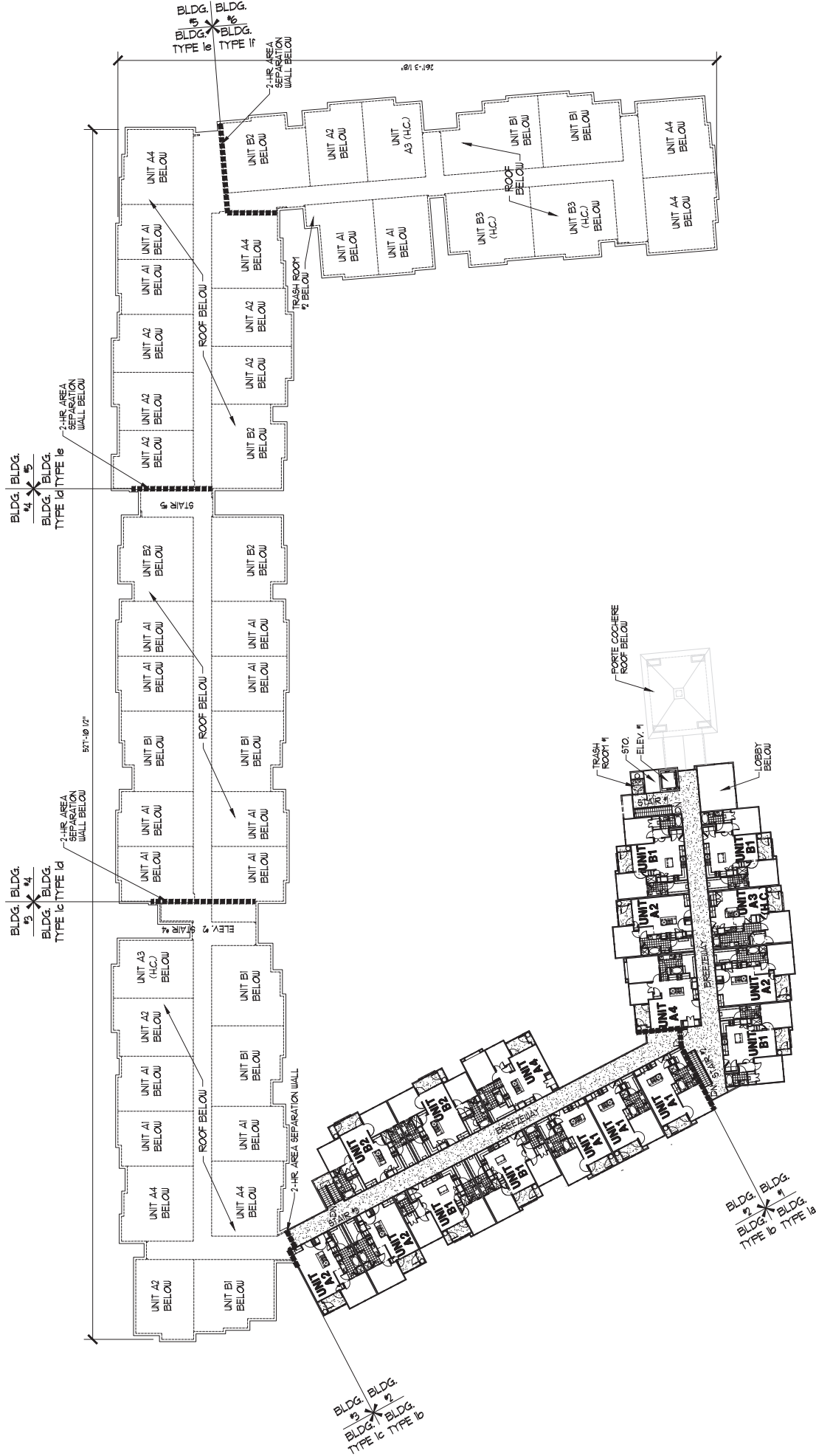
TDHCA Disclosure: In accordance with the rules of the Texas Department of Housing and Community Affairs, aspects of this development may be subject to change, including but not limited to, changes in the amenities ultimately selected and provided.



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Mucasey & Associates, Architects

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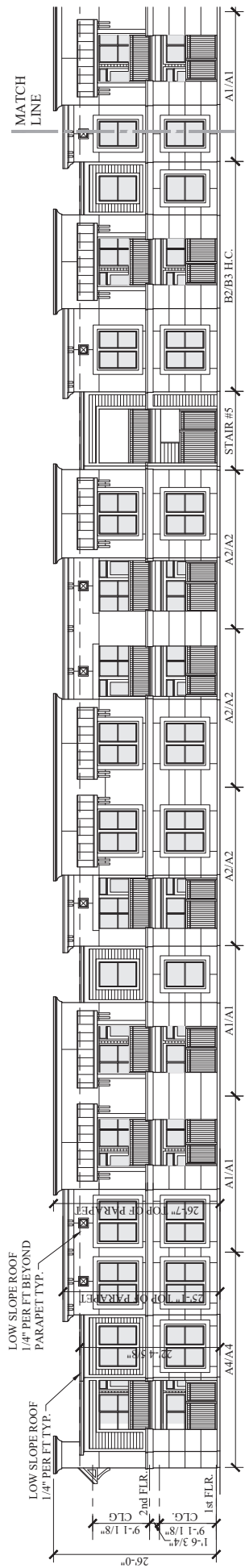
BUILDING PLAN - Third Floor

Villas At Western Heights

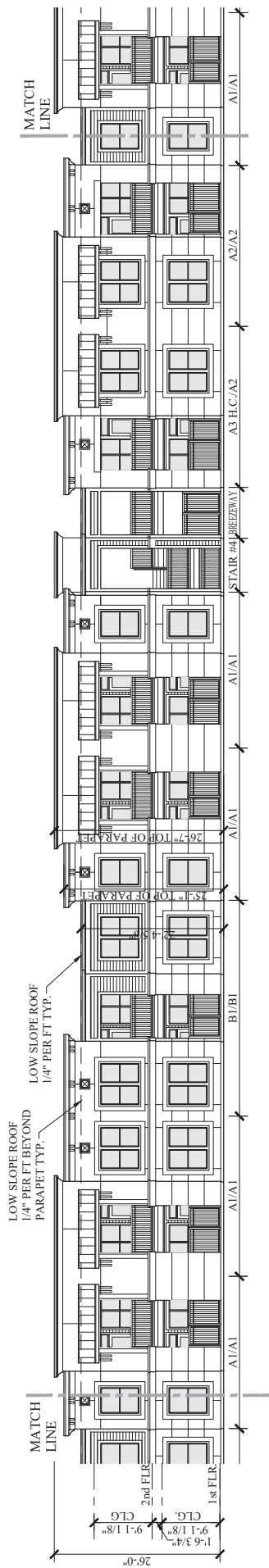
Mucasey & Associates, Architects



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ELEVATION - N. MONTCLAIR AVENUE - "A"

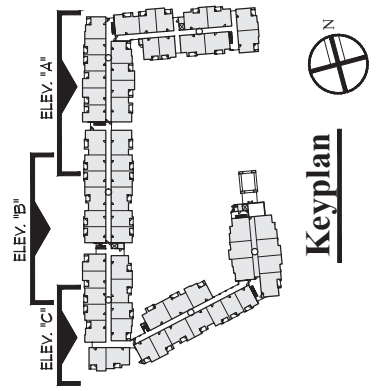


ELEVATION - N. MONTCLAIR AVENUE - "B"

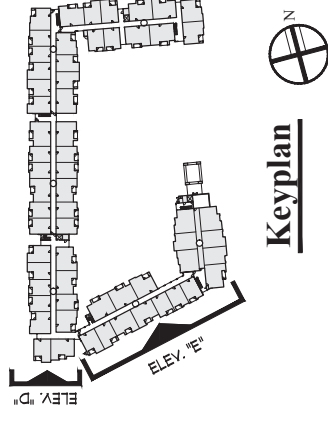


ELEVATION - N. MONTCLAIR AVENUE - "C"

Villas At Western Heights
Mucasey & Associates, Architects

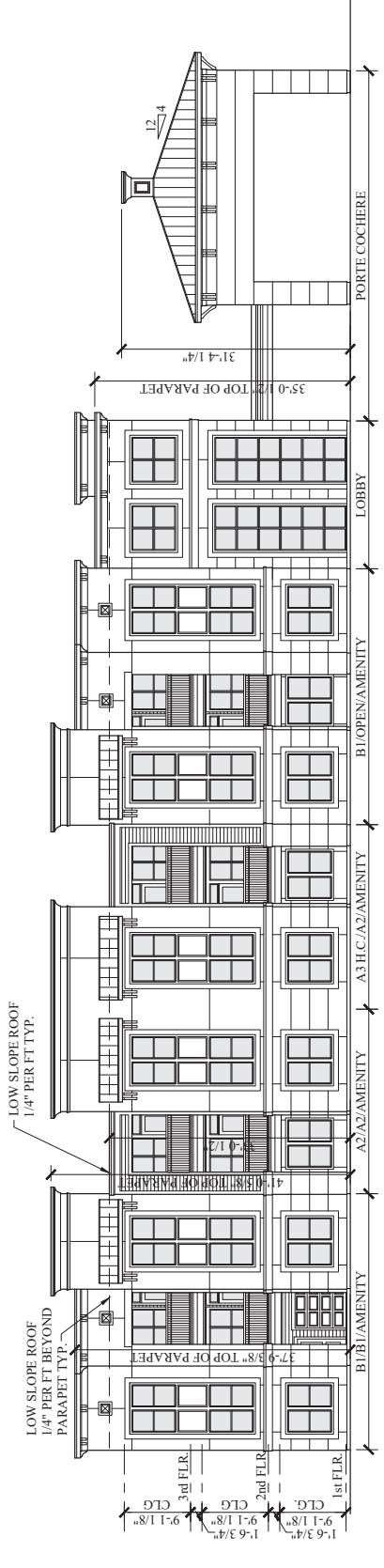


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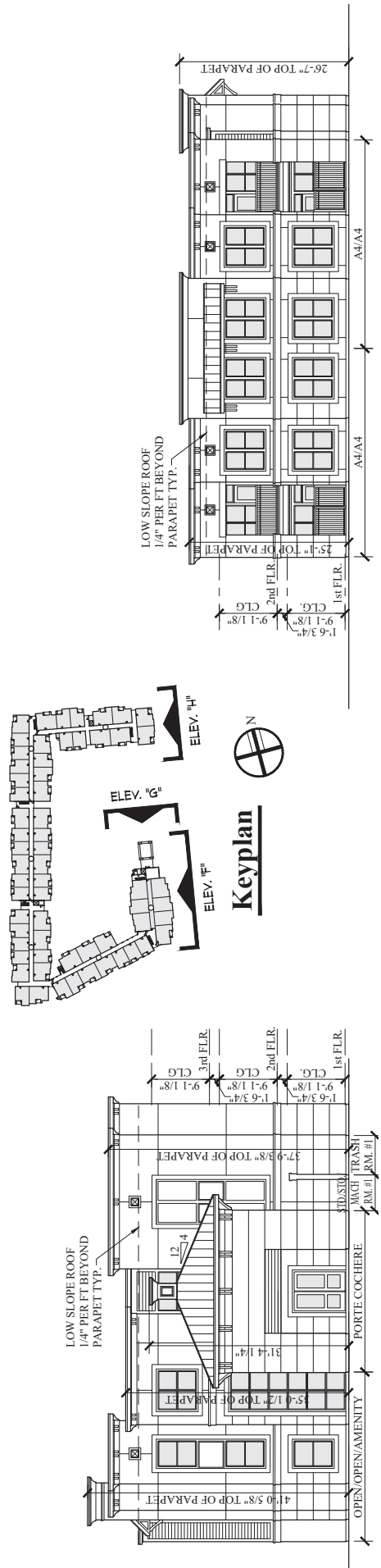


Villas At Western Heights
Mucasey & Associates, Architects

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ELEVATION - N. WINDOMERE AVENUE - "F"



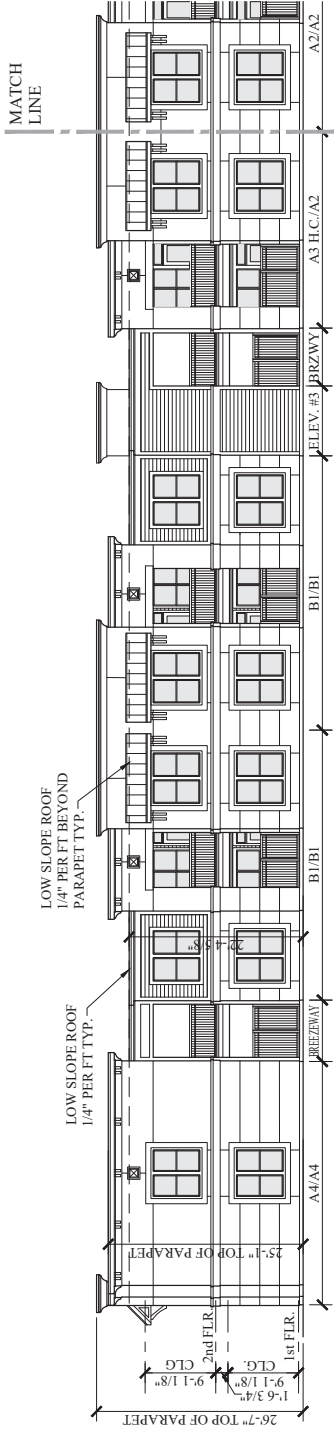
ELEVATION - N. WINDOMERE AVENUE - "G"

Villas At Western Heights
Mucasey & Associates, Architects

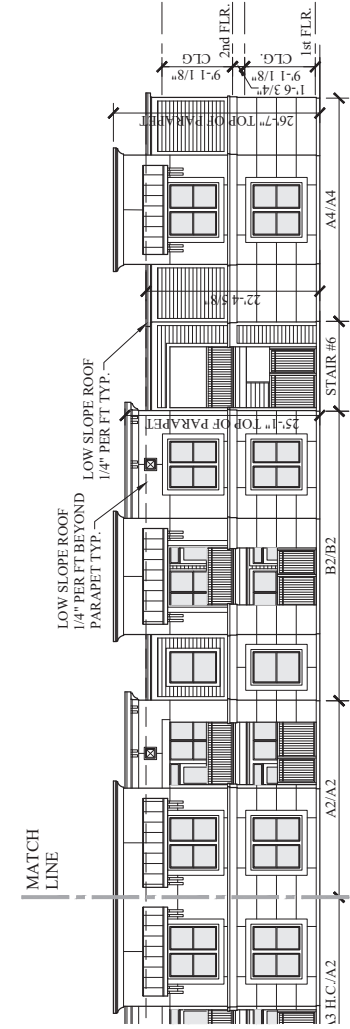
ELEVATION - "H"



TDHCA Disclosure: In accordance with the rules of the Texas Department of Housing and Community Affairs, aspects of this development may be subject to change, including but not limited to, changes in the amenities ultimately selected and provided.



ELEVATION - CASTLE STREET- "J"

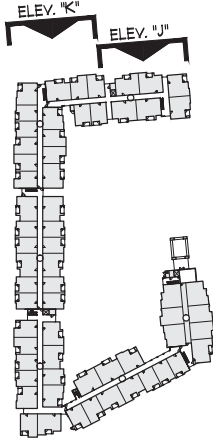


ELEVATION - CASTLE STREET- "K"

Villas At Western Heights

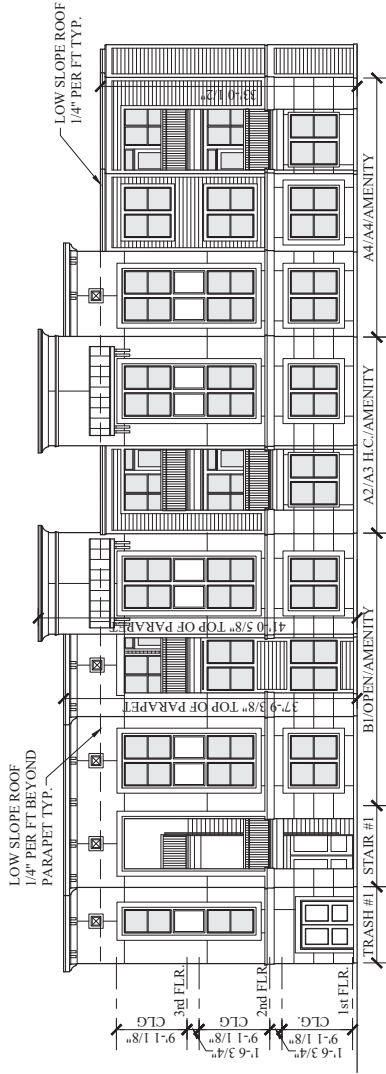
Mucasey & Associates, Architects

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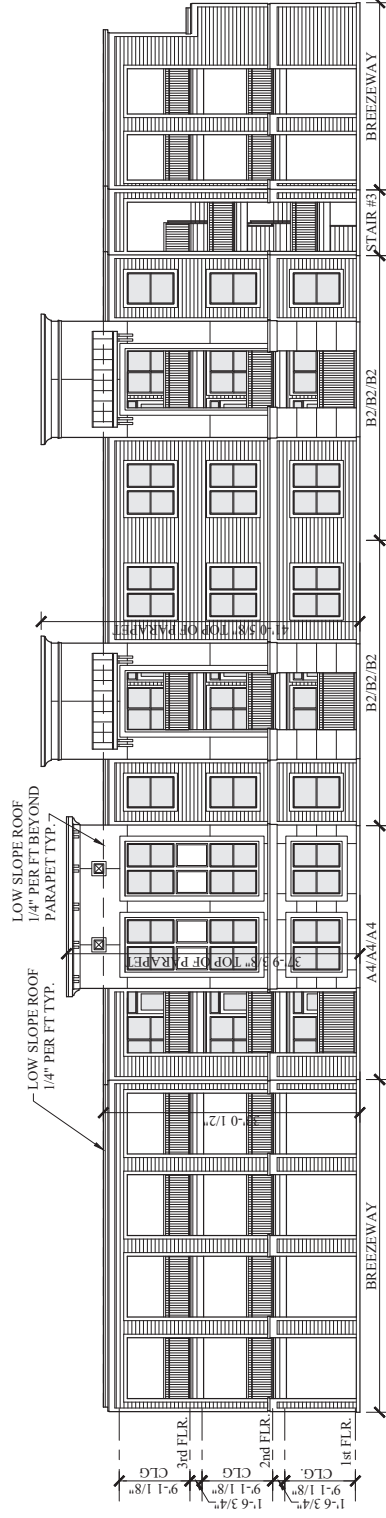
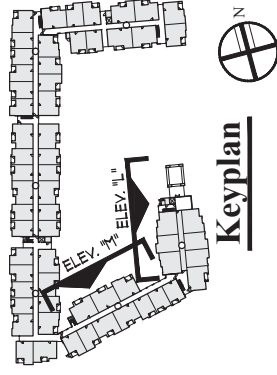


Keyplan





ELEVATION - COURTYARD - "L"

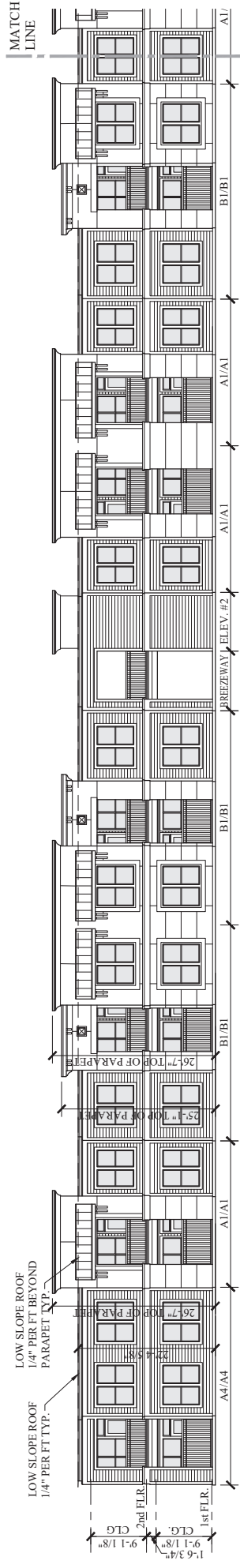


ELEVATION - COURTYARD - "M"

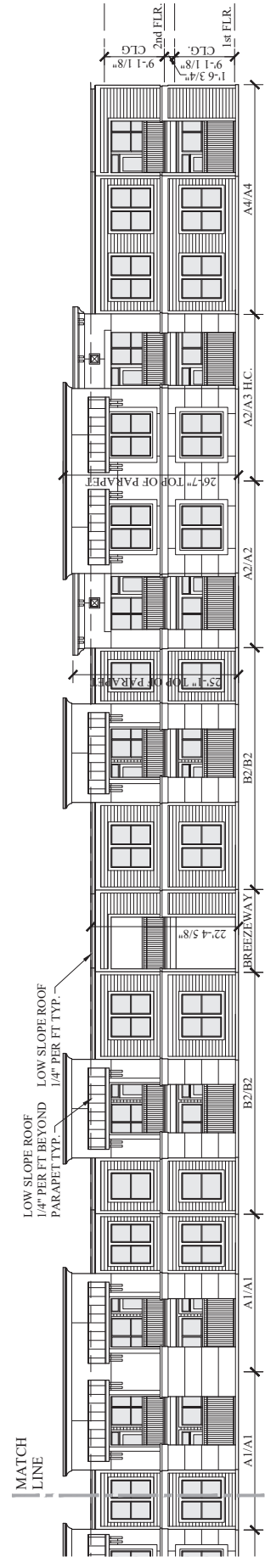
Villas At Western Heights
 Mucasey & Associates, Architects



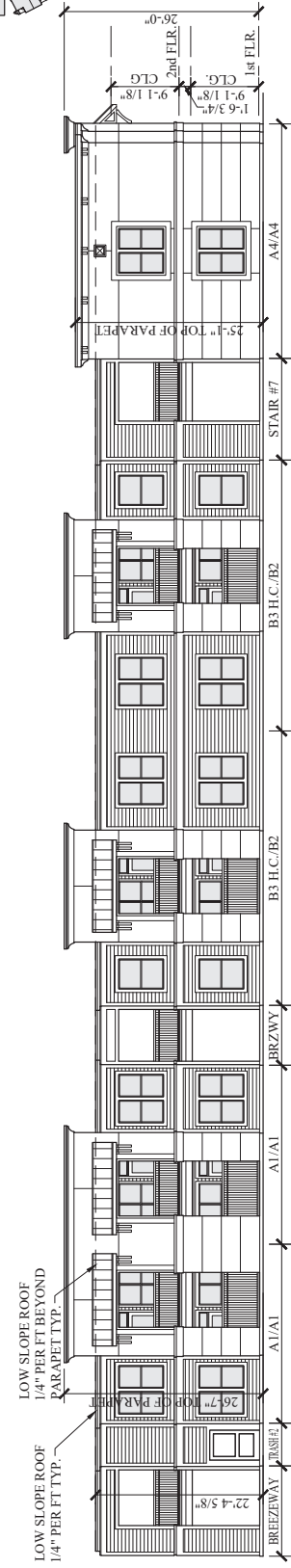
TDHCA Disclosure: In accordance with the rules of the Texas Department of Housing and Community Affairs, aspects of this development may be subject to change, including but not limited to, changes in the amenities ultimately selected and provided.



ELEVATION - COURTYARD - "N"

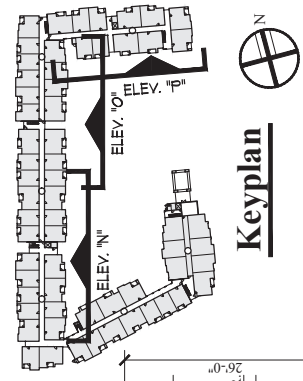


ELEVATION - COURTYARD - "O"



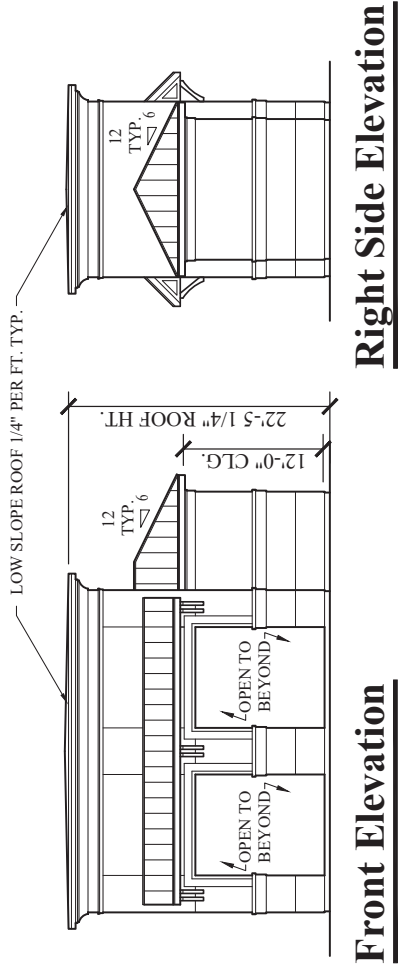
ELEVATION - COURTYARD - "P"

Villas At Western Heights
Mucasey & Associates, Architects



0 4 8 16 32
VENER:
70% PLASTER VENER
30% FIBER CEMENT SIDING

TDHCA Disclosure: In accordance with the rules of the Texas Department of Housing and Community Affairs, aspects of this development may be subject to change, including but not limited to, changes in the amenities ultimately selected and provided.



Building Plan
511 S.E.

Grille House - Floor Plan & Elevations

Villas At Western Heights

Mucasey & Associates, Architects



TDHCA Disclosure: In accordance with the rules of the Texas Department of Housing and Community Affairs, aspects of this development may be subject to change, including but not limited to, changes in the amenities ultimately selected and provided.

Exhibit H

CITY OF DALLAS AFFIRMATIVE FAIR HOUSING MARKETING PLAN



**COMPLETE FORM AND SUBMIT TO:
FAIR HOUSING OFFICE**

**CITY HALL • 1500 MARILLA ST., RM 1BN • DALLAS, TEXAS 75201
Ph. (214) 670-3247 • Fax (214) 670-0665**

1. INTRODUCTION

The Affirmative Fair Housing Marketing Program requires that each City Assisted Housing Provider carry out an affirmative program to attract prospective buyers or tenants of all minority and non-minority groups to the housing that the applicant is providing. These groups include Whites (Non-Hispanic) and members of minority groups: African-American, Hispanics and others in the Dallas, Texas area who may be subject to housing discrimination on the basis of race, color, religion, sex, national origin, handicap or familial status.

2. APPLICATION AND PROJECT IDENTIFICATION

| | |
|---|---|
| A. APPLICANTS: | B. PROJECT OR APPLICATION NUMBER |
| NAME: | NUMBER OF UNITS AVAILABLE: _____ |
| ADDRESS (include city, state and zip code): | NUMBER OF UNITS LEASED OR SOLD: _____ |
| TELEPHONE NUMBER: | PRICE OR RENTAL RANGE OF UNITS: FROM \$ _____ TO: \$ _____ |
| C. PROJECT NAME: | D. FOR MULTIFAMILY HOUSING ONLY: <input type="checkbox"/> ELDERLY <input type="checkbox"/> NON-ELDERLY |
| PROJECT ADDRESS: | E. APPROXIMATE STARTING DATE: ADVERTISING: _____ OCCUPANCY: _____ |
| CENSUS TRACT: _____ | F. NAME OF MANAGING AGENT: |
| | ADDRESS (include city, state and zip code): |

3. TYPE OF AFFIRMATIVE MARKETING PLAN

- ☐ Project Plan ☐ Annual Plan (For single family scattered site units)
NOTE: a separate Annual Plan must be developed for each type of census tract in which the house is to be built.
☐ Minority Area ☐ White (non-minority area) ☐ Mixed Area (with _____% minority residents)

4. DIRECTION OF MARKETING ACTIVITY

Indicate below which group(s) in the housing market area are least likely to apply for the housing because of its location and other factors without special outreach efforts.

- ☐ White ☐ African-American ☐ Hispanic ☐ Other

5. MARKETING PROGRAM

A. COMMERCIAL MEDIA

Check the media to be used to advertise the availability of the housing.

- ☐ Newspaper(s)/Publication(s) ☐ Radio ☐ TV ☐ Billboard(s) ☐ Other (Specify)_____

| NAME OF NEWSPAPER RADIO OR TV STATION (1) | RACIAL/ETHNIC IDENTIFICATION OF READERS/AUDIENCE (2) | SIZE/DURATION OF ADVERTISING (3) |
|---|---|--|
| | | |
| | | |
| | | |
| | | |

B. BROCHURES, SIGNS AND HUD'S FAIR HOUSING POSTER

(1) Will brochures, leaflets or handouts be used to advertise? ☐ Yes ☐ No If yes, attach a copy or submit when available. (2) For project site sign; indicate sign size ____ x ____; Logotype size ____ x _____. Attach a photograph or project sign or submit when available. (3) HUD's Fair Housing Poster must be conspicuously displayed wherever sales/rentals and showings take place. Fair Housing Posters will be displayed in the ☐ Sales/Rental Office(s); ☐ Real Estate Office(s); ☐ Model Units; ☐ Other _____

C. COMMUNITY CONTACTS

To further inform the group(s) least likely to apply about the availability of the housing, the applicant agrees to establish and maintain contact with the groups/organization listed below that are located in the housing market area or SMSA. If more space is need attach an additional sheet. Notify FHO of any changes in this list. Attach a copy of correspondence to be mailed to these group/organizations. (Provide all requested information)

| NAME OF GROUP/ ORGANIZATION (1) | RACIAL/ETHNIC IDENTIFICATION (2) | APPROXIMATE DATE OF CONTACT PROPOSED CONTACT (3) | PERSON CONTACTED OR TO BE CONTACTED (4) |
|--|--|---|---|
| | | | |
| | | | |
| | | | |
| | | | |
| ADDRESS AND TELEPHONE NUMBER (5) | METHOD OF CONTACTS (6) | INDICATE THE SPECIFIC FUNCTION GROUP/ORGANIZATION WILL UNDERTAKE IN IMPLEMENTING THE MARKETING PROGRAM (7) | |
| | | | |
| | | | |
| | | | |
| | | | |
| | | | |

6. FUTURE MARKETING ACTIVITIES (Rental Units Only)

Check the block(s) that best describe future marketing activities to fill vacancies as they occur after the project has been initially occupied.

☐ Newspapers/Publications

☐ Radio

☐ TV

☐ Brochures/Leaflets/Handouts

☐ Site Signs

☐ Others (Specify)

| D. OCCUPANCY GOALS | | |
|---|--|---|
| Race/Ethnic Origin: | GOALS African-American _____% Hispanic _____% White _____% Other _____% | CURRENT STATUS African-American _____% Hispanic _____% White _____% Other _____% |
| 7. EXPERIENCE AND STAFF INSTRUCTIONS (Attach description on separate sheet) | | |
| A. Indicate any experience in marketing housing to the group(s) identified as least likely to apply <input type="checkbox"/> Yes <input type="checkbox"/> No B. Indicate training to be provided to staff on federal, state and local fair housing laws and regulations, as well as this AFHM Plan. Attach a copy of the instructions to staff regarding fair housing. | | |
| 8. ADDITIONAL CONSIDERATIONS: | | |
| | | |
| 9. By signing this form, the applicant agrees, after appropriate consultation with FHO, to change any part of the plan covering a multifamily protest to assure continued compliance with the City of Dallas Affirmative Fair Housing Marketing Program. | | |
| FOR FHO'S USE ONLY | | SIGNATURE OF PERSON SUBMITTING PLAN |
| APPROVAL BY: | DISAPPROVAL BY: | |
| SIGNATURE: | SIGNATURE: | NAME (Type or print): |
| NAME (Type or print): | NAME (Type or print): | TITLE: |
| TITLE: | TITLE: | COMPANY: |
| DATE: | DATE: | DATE: |

EXHIBIT I Fort Worth Avenue TIF District Increment Allocation Policy, Amended and Restated September 1, 2020

This Tax Increment Financing (“TIF”) Allocation Policy provides for the distribution of revenue in the Fort Worth Avenue TIF District (“District”) fund (“TIF Fund”).

Definitions

Administrative Expenses – The City will first take a share of TIF revenue from the District for the amount it bills to the District for costs necessary for administration of the TIF District, which may include charges from other departments, each year.

Available Cash - Cash in the Fort Worth Avenue TIF District fund that is not already allocated, encumbered, or otherwise set aside for other purposes.

Developer – A person or entity that has completed all contractual requirements for a TIF Subsidy upon completion of a Project.

District-Wide Improvement Allocation - Ten percent of the Total Increment will be set aside for District-Wide improvements.

District-Wide Improvements – Improvements that the TIF board and City Council find benefit the District and that are not attributed to a Project, such as gateways, trails, open space, public facilities, or utility/streetscape improvements benefiting multiple properties or blocks. District-Wide Improvements will be reviewed by the TIF board annually based on updated financial projections and District needs.

Individual Increment – The portion of the Total Increment that a Project or Related Project adds to the TIF Fund each year.

Mixed-Income Project Leveraging Non-City Funds – A Project that provides market and affordable housing units and leverages Non-City (state or federal) funds; a Mixed-Income Project Leveraging Non-City Funds is considered a Project, defined herein, where applicable.

Mixed-Income Project Leveraging Non-City Funds Allocation – A Mixed-Income Project Leveraging Non-City Funds shall be eligible to receive seventy five percent (75%) of all Shared Increment until such Project is paid in full, in accordance with any Mixed-Income Project Leveraging Non-City Funds Development Agreement, if there are other eligible completed Projects.

Project – A development, redevelopment, or rehabilitation project that the TIF board and the City Council have determined meets all City policies and requirements and that has received a contractual commitment for a TIF Subsidy in accordance with this Allocation Policy.

Related Project/Developer – If a Developer or a Developer’s affiliate (as defined in a development agreement) has other development or redevelopment Projects in addition to a TIF eligible Project, in the District, Individual Increment from those Related Project(s) may be aggregated for purposes of calculating the Individual Increment for that Developer. A Developer of a TIF-eligible Project must have at least 50% ownership in any Related Project. These requirements will be further specified in a development agreement where applicable.

Related Projects must add new taxable real property value for the District based on the following criteria:

EXHIBIT I Fort Worth Avenue TIF District Increment Allocation Policy, Amended and Restated September 1, 2020

- New development on previously vacant land or demolished structures.
- Redevelopment or major modification of an existing building if this results in an increased taxable value of 50% or more of the original building.

Shared Increment – The Total Increment less (1) Administrative Expenses, (2) District-Wide Improvement Allocation, and (3) the sum of the Individual Increments of all eligible Developers. Shared Increment may include Available Cash from Fort Worth Avenue TIF District not committed to Administrative Expenses, District-Wide Improvement Allocation or otherwise committed, as defined.

TIF Subsidy – The total incentive committed to a Project per contract between the City and the developer to be paid from current or future available increment in the TIF fund during the term of the District.

Total Increment – The annual amount of tax increment funds deposited into the TIF fund from the participating jurisdictions.

Increment Allocation Procedure

Dallas Central Appraisal District (DCAD) certified values for each tax year will be the data source used to determine values for the increment allocation procedure. However, no distribution of TIF Funds will be made unless a total Project or specific phase as defined in a development agreement is completed by May 1st of a given year. The City's Director of Economic Development will make the final determination in applying future available revenues in the TIF Fund among Projects.

Any Mixed-Income Project Leveraging Non-City Funds may be eligible for all Available Cash accrued and collected as of the approval date of this Allocation Policy, as amended, but such Available Cash shall not be held for any Mixed-Income Project Leveraging Non-City Funds if TIF funding approval and full execution of a development agreement has not occurred prior to February 28, 2021.

Annually, after the Total Increment has been deposited in the TIF Fund, the City will pay or set aside Administrative Expenses and a District Wide Improvement Allocation. After Administrative Expenses and the District-Wide Improvement Allocation have been paid or set aside, Developers approved for TIF funding from the Fort Worth Avenue TIF District will be eligible to receive their Individual Increment.

For projects that meet the Mixed-Income Project Leveraging Non-City Funds definition, in addition to its Individual Increment, any eligible completed Mixed-Income Project Leveraging Non-City Funds will be eligible to receive 75% of the Shared Increment, as defined above.

For all other Projects, in addition to their Individual Increment, all eligible Developers will be able to receive the remaining portion of any Shared Increment not committed to a Mixed-Income Project Leveraging Non-City Funds. With the exception of Mixed-Income Project Leveraging Non-City Funds, the Shared Increment allotted to an eligible Developer shall be a ratio of an eligible Developer's Individual Increment to the sum of the Individual Increments for all Projects eligible for payment for that year (the sum of the Individual Increment for this calculation removes the Individual Increment from any Mixed-Income Project Leveraging Non-City Funds). On an annual basis, all Shared Increment may be distributed to any Mixed-Income Project Leveraging Non-City Funds if there are no additional Projects to pay.

Thus, the fund will be allocated in the following order: Administrative Expenses, District-Wide Improvement Allocation, Individual Increment (for all eligible Projects), Mixed-Income Project Leveraging

EXHIBIT I Fort Worth Avenue TIF District Increment Allocation Policy, Amended and Restated September 1, 2020

Non-City Funds Increment, pro-rata portions of Shared Increment for eligible Projects (excluding Mixed-Income Project Leveraging Non-City Funds).

The following is a sample illustration of the procedure in the case that there is one Mixed-Income Project Leveraging Non-City Funds and two additional eligible Projects:

| Admin and DW Calculation: | Calculated Amount | Amount Distributed |
|---|-------------------|--------------------|
| Total Increment | \$2,000,000 | |
| Total Administrative Expenses | | \$100,000 |
| District Wide Improvements (10%) | | \$200,000 |
| | | |
| Individual Increment Calculation | | |
| Mixed-Income Project Leveraging Non-City Funds | | \$80,000 |
| Individual Increment Project 2 | | \$60,000 |
| Individual Increment Project 3 | | \$120,000 |
| | | |
| Shared Increment | \$1,440,000 | |
| | | |
| Mixed-Income Project Leveraging Non-City Funds Increment | | \$1,080,000 |
| | | |
| Shared Increment Calculation | \$360,000 | |
| Project 2 (\$60,000/\$180,000 = 33.3%) | | \$120,000 |
| Project 3 (\$120,000/\$180,000 = 66.6%) | | \$240,000 |
| | | |
| Total TIF Funds Distributed | | \$2,000,000 |
| | | |

Notes: 1. In general, the assignment of increment will be done annually, after each participating jurisdiction has deposited its annual increment into the TIF fund. However, upon completion of a Project, developers may apply for payment of their TIF Subsidy from Available Cash currently in the TIF fund, if any. Available Cash accrued and collected as of the approval date of this amended TIF District Allocation Policy shall be reserved for Mixed-Income Project Leveraging Non-City Funds, as defined.

2. If the appraised value of the remaining property in the TIF District decreases in value despite new development and as additional TIF Projects are approved and completed, the TIF subsidy for Projects that year may be reduced or unpaid. Similarly, if the sum of (1) Administrative Expenses and (2) the sum of the Individual Increments is greater than the Total Increment, then the Individual Increments shall be allotted on a proportional basis based on the ratio of each Developer's Individual Increment to the sum of the Individual Increments for that year. If there is no revenue available after administrative expenses, there will be no increment payments or funds for District-Wide Improvements that year.

3. Specific District-Wide Improvement Projects are to be determined and the amount of this set-aside will be reviewed annually based on updated financial projections and District needs. As needed, the Fort Worth Avenue TIF District TIF board may make modifications or corrections to this Policy to increase its effectiveness.