

**AUSTIN HOUSING FINANCE CORPORATION**  
**Application for Financing for Homeownership Projects**

**PLEASE NOTE:** AHFC Reserves the right to fund projects at a lower amount than requested, and the right to deny applications that do not coincide with the City's FY 2011-12 Action Plan goals and policy direction from the Austin City Council.

**Project Name:** Riverside Villas

**Project Address:** 5401 & 5701 East Riverside Drive **Zip Code** 78741

**Total # units in project:** 9  
**Total # units to be assisted with AHFC Funding:** 9

**Project type:** ☒ Acquisition ☐ Rehabilitation ☐ Acquisition & Rehabilitation ☐ New construction

**Amount of funds requested:** \$310,500 **Terms Requested:** 0% interest, deferred forgivable loan

**Role of applicant in Project (check all that apply):** ☒ Owner ☒ Developer ☐ Sponsor

**1. Applicant Information** (If applicant is not acting as the developer, please provide all of the information below for the developer as well as for the applicant. If the developer involves multiple entities, is a partnership or joint venture, please provide duplicative information for each, and identify the entity that will serve as the "lead" organization).

Austin PeopleTrust d.b.a. PeopleTrust  
**Name**

55 N.IH 350, Ste. 240  
**Street Address**

Austin TX 78702 (512) 472-8788 x105  
**City** **State, Zip** **Telephone #**

Kelly Weiss (512) 472-8788 x105 kelly@peopletrusthome.org  
**Contact Person** **Contact Telephone #** **E-mail address**

[REDACTED]  
**Federal Tax ID Number or SS#**

The applicant/developer certifies that the data included in this application and the exhibits attached hereto are true and correct. **Unsigned/undated submissions will not be considered.**

Austin PeopleTrust  
**Legal Name of Developer/Entity**

[Signature]  
**Signature of Authorized Officer**

12/7/2011  
**Date**

President/CEO  
**Title**

**2. For non-profit applicants/developers only, include copies of the following:**

- a. Articles of Incorporation
- b. Certificate of Incorporation filed with the State of Texas
- c. Federal IRS certification granting non-profit status
- d. Names, addresses, and phone numbers of current board members
- e. Certified financial audit for most recent year, which include the auditor's opinion and management letters.
- f. Board resolution approving the proposed project and authorizing the request for funding

**3. Project Description** – Provide a brief project description that addresses items "A" through "G" below.

- a. Indicate the location by providing an area map with the property highlighted.
- b. Summarize the key financials of the project, clearly indicating total project cost, the amount and intended use of all AHFC funds requested, the amount(s) and provider(s) of other funding and the status of those commitments.
- c. Indicate the type of structure(s) (i.e., single-family detached, etc.), the number of units, the number of bedrooms and bathrooms in each type or style of unit, and the size of the units in square feet.
- d. Indicate the expected sales price for each type or style of unit.
- e. List the income levels of proposed homebuyers expressed in terms of the percent of Median Family Income for the Austin-Round Rock MSA.
- f. If there are existing structures, provide documentation from the taxing authority or other third-party source indicating the year the structure was built.
- g. Demonstrate the development's compatibility with current Neighborhood Plan (if applicable).

**Please attach the following to the description of the above items.**

- h. Locate on the "Opportunity Map of Austin" the census tract in which the property lies. The map is attached to the Program Guidelines.

**4. Site Control and Demonstration of Value**

Include evidence of site control such as a warranty deed or a current, receipted earnest, and provide a real estate appraisal that is no older than six months and that uses 3 or more comparables, or current tax documentation that substantiates the value of the project.

**5. Zoning**

Include a letter from the City of Austin's Planning and Development Review Department (PDRD) verifying that the current zoning of the site for the proposed project is compatible with the anticipated use, or include documentation verifying that a request to change current zoning has been submitted to PDRD. If the project is approved for funding, appropriate zoning must be in place prior to execution of loan documents.

**6. S.M.A.R.T. Housing™**

Include a copy of the letter that indicates the project has been reviewed and meets S.M.A.R.T. Housing requirements.

**7. Development Team**

Identify the persons or entities anticipated to be involved in implementing the project including lenders, attorneys, accountants, architects, engineers, general contractor, sub-contractors, and consultants. Also, indicate if any person or entity is certified by the City of Austin as a minority or women-owned business enterprise (**MBE/WBE**), or if any of the entities are also non-profit organizations.

	Development Team Name(s) & Any Comments on Role	MBE? (Mark X if Yes)	WBE? (Mark X if Yes)	Non- profit? (Mark X if Yes)
Owner	Riverside Austin Holdings LLC			
Developer	Riverside Austin Holdings LLC			
Architect	Danze & Davis			
Engineer	HP Engineering			
Construction Lender				
Other Lenders	Mission Mortgage (1 <sup>st</sup> Lien Mortgage Lender)			
Attorney	Hancock & McGill			
Accountant	Montemayor Hill & Company, P.C.	X		
General Contractor				
Affordable Housing Program Manager	Austin PeopleTrust			X
Other:	Austin Habitat for Humanity			X

8. **Development Schedule.** Complete the grid below. Re-order the steps according to the appropriate sequence for your project, and add in any other significant steps integral to your project's development. If the development schedule differs across several properties to be involved in the project, provide a development schedule for each property. Please be as precise as possible, narrowing dates by 15 day intervals.

	DATE(S)
Acquisition and/or holding	Nov 2011
Environmental and/or historic review (AHFC)	Nov 2011
Securing and packaging project financing	Pending GO Bond approval
Construction Specifications and Cost estimates	N/A
Construction Bids	N/A
Construction Start	N/A
Anticipated Draws (list all)	N/A
Completion of Construction	N/A
Marketing and Sales	March 2012
Project Completion (i.e., all homes conveyed to low to moderate income buyers)	Oct 2012

9. **Experience and Qualifications – Homeownership Development**

- a. Is this the developer's first housing project? ☐ Yes ☒ No
- b. Is this the developer's first affordable housing project? ☐ Yes ☒ No
- c. Completed projects (complete table below):

COMPLETED PROJECTS				
Address	Number of Units	New or Rehab	Type of Property (apartments, SF units, etc.)	Year Completed
See Attached –Owners Project List				
RMMA (PeopleTrust)	162	New	SF Units/Mixed Product Type	2008-2011
Westgate I (acquisition/predevelopment completed)	50	New	SF Units/detached	2009
Westgate I (acquisition)	50	New	SF Units/attached	2010

- d. Describe the **experience and qualifications** and the developer's ability and capacity to implement the proposed project. If the proposed project will involve any of the following three aspects which sometimes pertain to federally-funded projects, it is of particular importance that the developer or a member of the Development Team have experience with successful completion of: a) projects subject to Davis-Bacon and other Federal Labor Standards; b) projects involving temporary or permanent relocation of residents; or c) projects involving the testing and appropriate treatment of lead-based paint and/or asbestos. If this is the applicant's first project of this type, please provide a detailed description of the experience of the other members of the development team with similar projects.

**10. Detailed Project Budget** - Use the following table, or comparable format, to provide a complete project budget. Add line-items as necessary to detail the specific funding being requested. Delineate all prior and currently requested A&D funding by individual line item.

<b>DETAILED PROJECT BUDGET</b>				
	<b>Total Project Cost</b>	<b>Prior A&amp;D Funds Used in Project</b>	<b>A&amp;D Funds Being Requested</b>	<b>Description</b>
<b>PREDEVELOPMENT</b>				N/A
Appraisal				
Environmental Review				
Engineering				
Survey				
Architectural				
<b>TOTAL PREDEVELOPMENT</b>				N/A
<b>ACQUISITION</b>				
Site and/or Land				
Structures	\$1,529,910		\$ 288,000	1 <sup>st</sup> lien & mortgage buy-down
Other (specify)				
<b>TOTAL ACQUISITION</b>	\$1,529,910		\$ 288,000	1 <sup>st</sup> lien & mortgage buy-down
<b>CONSTRUCTION</b>				N/A
Infrastructure				
Site work				
Demolition				
Concrete				
Masonry				
Rough carpentry				
Finish carpentry				
Waterproofing & Insulation				
Roofing & Sheet Metal				
Plumbing/Hot Water				
HVAC / Mechanical				
Electrical				
Doors/Windows/Glass				
Lath & Plaster/ Drywall & Acoustical				
Tile work				
Soft & Hard Floor				
Paint/Decorating/Blinds/Shades				
Specialties/Special Equipment				
Cabinetry/Appliances				
Carpet				
Other (Please specify)				
Construction Contingency				
<b>TOTAL CONSTRUCTION</b>				N/A
<b>SOFT &amp; CARRYING COSTS</b>				

Legal				
Audit/Accounting				
Title/Recording				
Architectural (Inspections)				
Construction Interest				
Construction Period Insurance				
Construction Period Taxes				
Relocation				
Marketing				
Davis-Bacon Monitoring				
Other: (Specify)	\$ 22,500		\$ 22,500	Development Fee
<b>TOTAL PROJECT BUDGET</b>	<b>\$1,552,410</b>		<b>\$310,500</b>	<b>1<sup>st</sup> lien &amp; mortgage buy-down</b>

**11. Funds Proposal** - Provide the following information to facilitate financial review of the proposed project:

- a. **Sources and Uses of Funds** – Complete Tables A & B below, identifying all sources and uses of funds to implement project and include evidence of funds anticipated (financial statements, commitment letters, etc.).

<b>TABLE A: SOURCES OF FUNDS SUMMARY</b>					<b>Intended Use of Funds (Predevelopment, Acquisition, Construction, Soft Costs)</b>
	Amount	Term	Interest Rate	Evidence (Deed, Sales Contract)	
Owner Equity					
Down payment	\$76,495.50				Buyer contribution
Private Financing (List Below)					
Mission Mortgage	\$1,165,414.50	30yrs	4.5%	Commitment Letter	Acquisition/1 <sup>st</sup> Lien Mtg.
Other Sources (List Below)					
Development Fee	\$ 22,500				Soft Costs
<b>Proposed AHFC Funds</b>	<b>\$310,500</b>	<b>30 yrs</b>	<b>0% deferred</b>		<b>Acquisition/Buydown</b>

<b>TABLE B: USES OF FUNDS SUMMARY</b>		
	Total Cost	Cost/Unit
Predevelopment		
Acquisition	\$1,529,910	\$169,990
Hard Costs		
Soft & Carrying Costs	\$ 22,500	\$ 2,500
Other Costs		
<b>Total Project Costs</b>	<b>\$1,552,410</b>	<b>\$172,490</b>

- b. Leveraging** – Complete Table C below. Include evidence of other funds leveraged by AHFC funds to implement the project such as owner equity and commitments from private and/or other public resources.

<b>TABLE C: LEVERAGE SUMMARY</b>	
<b>TOTAL AHFC FUNDS</b>	<b>\$310,500</b>
<b>TOTAL OTHER FUNDS</b>	<b>\$1,241,910</b>
<b>LEVERAGE % – AHFC FUNDS</b>	<b>25.00%</b>

**TABLE D: AFFORDABILITY DATA**

	<b>House Model One</b>	<b>House Model Two</b>	<b>House Model Three</b>	<b>House Model Four</b>
<b>Number of Bedrooms</b>	2	3	3	
<b>Square Footage</b>	1074	1246	1336	
<b>Anticipated Sale Price</b>	\$154,990	\$166,990	\$169,990	
<b>Borrower Contribution</b>	\$7,750	\$8,350	\$8,500	
<b>Homebuyer Subsidy</b> (List all sources separately)				
<b>PeopleTrust Shared Appreciation 2<sup>nd</sup></b>	\$32,000	\$32,000	\$32,000	
<b>Total Principal Amount of Mortgage</b>	\$115,240	\$126,640	\$129,490	
<b>Anticipated Interest Rate</b>				
<b>Monthly Principal &amp; Interest Amount</b>	\$583.90	\$641.67	\$656.11	
<b>Estimated Monthly Taxes</b>	\$300	\$322	\$329	
<b>Estimated Monthly Insurance</b>	\$45	\$45	\$45	
<b>TOTAL Estimated PITI</b>	\$928.90	\$1,008.67	\$1,030.11	

- 13. Partnership with Non-profit entities.** Include commitments from other non-profit organizations or a City of Austin-certified Community Housing Development Organization (CHDO) to partner on the project in some way.
- 14. Community Engagement Strategy or Efforts.** Please provide a description of your organization's efforts or plans to engage neighborhood associations and other stakeholders in the area surrounding the proposed development. If no neighborhood association exists, provide an alternative plan to engage area residents, businesses and faith-based organization, for example.

**ATTENTION:**

**Please submit with the Application a completed "self-evaluation" using the following Scoring Criteria.**



## Scoring Criteria Acquisition & Development Program

Applications received will be reviewed and evaluated according to the following criteria:

### REQUIRED INFORMATION:

- |                                  |                                    |
|----------------------------------|------------------------------------|
| 1. Applicant Information _____   | 9. Experience/Qualifications _____ |
| 2. Nonprofit List of Items _____ | 10. Project Budget _____           |
| 3. Project Description _____     | 11. Funds Proposal: _____          |
| 4. Site Control/Value _____      | a. Sources _____                   |
| 5. Zoning _____                  | b. Uses _____                      |
| 6. S.M.A.R.T. Housing _____      | c. Leveraging _____                |
| 7. Development Team _____        | 12. Community Engagement _____     |
| 8. Development Schedule _____    | Strategy or Efforts _____          |

### EVALUATION CRITERIA:

Proposed projects will be reviewed and scored on a competitive basis relative to the evaluation criteria below. A maximum possible score is **160** points. Proposed projects must receive a minimum score of **100** points. A score above the minimum score does not guarantee funding.

1. **EXPERIENCE AND QUALIFICATIONS** (maximum 15 points) 15
  - 15 points:** Developer has successfully completed a development similar in size and scope with affordable units.
  - 10 points:** Developer has successfully completed a development smaller in size and scope with affordable units.
  - 8 points:** Consultant directly involved who has successfully completed a development similar in size and scope with affordable units.
  - 3 points:** Developer has completed and sold at least 5 ownership units in the preceding 3 years.
  
2. **SOURCES & USES OF FUNDS** (maximum 10 points) 10
  - 10 points:** All sources and uses of funds are clearly indicated and sufficient evidences of funding availability and/or commitments are included.
  - 5 points:** All sources and uses of fund are clearly indicated, but evidence of funding availability or commitments are incomplete.
  
3. **LEVERAGE** (maximum 10 points) 10

AHFC funding relative to Total Project Costs equals:

  - 10 points:** 25% or less
  - 8 points:** 26% - 30%
  - 6 points:** 31% - 35%
  - 4 points:** 36% - 50%
  - 0 points:** 51% or greater
  
4. **AFFORDABLE UNITS** (maximum 25 points) 25

If the development has a mix of units at different income levels, add the results for the percentage of units in each income category up to the maximum of 25 points. If the project has a percentage of units in a given income category that is not an exact multiple of ten as shown in the chart, please round up to the next multiple of 10 and use that point value.

% of MFI	% of AHFC Assisted Units in Total Development									
	10%	20%	30%	40%	50%	60%	70%	80%	90%	100%
80%	0	5	7	10	12	15	17	20	22	25
65%	5	7	10	12	15	17	20	22	25	
60%	7	10	12	15	17	20	22	25		
50%	10	12	15	17	20	22	25			
30%	12	15	17	20	22	25				

5. **AVERAGE INVESTMENT PER UNIT** (maximum 20 points) 15

	CHDO or Non-Profit	For-Profit
20 Points:	\$10,001 - \$25,000	\$10,001 - \$25,000
15 Points:	\$25,001 - \$35,000	\$25,001 - \$35,000
10 Points:	\$35,001 - \$45,000	\$35,001 - \$45,000
5 Points:	\$45,001 - \$80,000	\$45,001 - \$60,000

6. **AFFORDABILITY PERIOD** (maximum 25 points) 25

**25 Points:** Affordability of project is for 99-years or project is in a Community Land Trust.

**15 Points:** Affordability period of less than 99 years but enforced through "re-sale" provisions, i.e., home must be re-sold to low- to moderate-income buyer during the affordability period.

7. **PRIORITY LOCATION** (10 points) 10

**10 points:** Project is located in a Vertical Mixed-Use (VMU) Corridor, or is a Planned-Unit Development (PUD) or Transit Oriented Development (TOD). NOTE: Riverside Corridor Master Plan indicates it is in a Transit Hub.

8. **GEOGRAPHIC DISPERSION** (maximum 25 points) 15

Project is located in an area identified according to the Kirwan institute's opportunity map of Austin (Map #2) as having greater opportunity for affordable housing for low-income households.

25 points:	Very High
20 points:	High
15 points:	Moderate
10 points:	Low
5 points:	Very Low

9. **PROJECT READINESS** (maximum 10 points) 10

**New construction**

**2 points each; maximum 10 points**

2 The project meets the normal eligibility requirements under the existing program guidelines.

2 The property is already owned by the developer.

2 The project has completed all necessary design work and received site plan approval.

2 All environmental reviews have been completed.

2 The project has firm commitments from **all** financing sources.

**Acquisition and Rehab**

**2 points each; maximum 10 points**

       The project meets the normal eligibility requirements under the existing program guidelines

       All environmental reviews have been completed.

       The project has firm commitments from all financing sources.

       A General Contractor has been selected.

       Closing on the acquisition of the property can be achieved in less than 30 days.



**Acquisition of Completed Units**

**2.5 points each (round up to nearest whole number); maximum 10 points**

- \_\_\_\_\_The project meets the normal eligibility requirements under the existing program guidelines
- \_\_\_\_\_All environmental reviews have been completed.
- \_\_\_\_\_The project has firm commitments from all financing sources.
- \_\_\_\_\_Closing on the acquisition of the property can be achieved in less than 30 days.

11. **MBE/WBE PROJECT PARTICIPATION** (5 points) 5

**5 points:** Development team includes registered City of Austin minority or women-owned business enterprises (M/WBE).

12. **PARTNERSHIP WITH NON-PROFIT ENTITIES** (5 points) 5

**5 points:** Applicant provides evidence of commitment from another certified non-profit organization to partner on the project in some way.

**TOTAL SCORE** 145

## EXHIBIT 1

### **Question 2:**

- a. Articles of Incorporation
- b. Articles of Amendment
- c. Certificates of Incorporation
- d. Federal IRS Certification granting NonProfit status
- e. Board of Directors Directory
- f. Certified Financial Audit

*\*Note: PeopleTrust is a Type 1 Support Organization of PeopleFund, organized under the Internal Revenue Code. Per IRS requirement, PeopleFund and PeopleTrust are under the same audit.*

- g. Board Resolution

ARTICLES OF INCORPORATION  
OF  
AUSTIN COMMUNITY LAND TRUST

FILED  
In the Office of the  
Secretary of State of Texas

NOV 30 2005

Corporations Section

I, the undersigned natural person of the age of eighteen (18) years or more, a citizen of the State of Texas, acting as the incorporator of a Corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such Corporation:

ARTICLE I

The name of the Corporation is Austin Community Land Trust.

ARTICLE II

The Corporation is a corporation not organized for profit and shall have all of the powers, duties, authorizations and responsibilities as provided in the Texas Non-Profit Corporation Act (the "Act"); provided, however, the Corporation shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax law (the "Code"), or as a corporation contributions to which are deductible under Section 170(a)(1) of the Code by virtue of being charitable contributions as defined in Section 170(c)(2) of the Code.

ARTICLE III

The period of the Corporation's duration is perpetual.

ARTICLE IV

The objects and purposes for which the corporation is organized are exclusively charitable within the meaning of Section 501(c)(3) of the Code, being more particularly that

- (1) The corporation is organized and shall be operated exclusively for the benefit of PeopleFund, an organization described in Section 170(b)(1)(A) of the Code (other than in clauses vii and viii thereof) by sustaining the affordability, heritage and economic vitality of Austin and Central Texas neighborhoods; and
- (2) To engage in any and all lawful activities incidental to the foregoing purposes, except as otherwise restricted herein.

ARTICLE V

The street address of the initial registered office of the Corporation is 207 Chambers Avenue, Austin, Texas 78702 and the name of its initial registered agent at such address is Margo Weisz.

## ARTICLE VI

The number of Directors constituting the initial Board of Directors of the Corporation is three (3). The names and addresses of the persons who are to serve as the initial Directors are:

Name	Address
Michael L. Cook	401 Congress Avenue, Suite 2500 Austin, Texas 78701
Margo Weisz	207 Chalmers Avenue Austin, Texas 78702
Jim Walker	5930 Middle Fiskville Road Austin, Texas 78752

The full and complete management and control of the Corporation shall be vested in the Board of Directors, the number of which shall be subject to change from time to time as provided in the bylaws. At all times, these Directors will remain "volunteers" as that term is defined in Section 84.003(2) of the Act. The Corporation is not empowered to do anything that would change the Directors' "volunteer" status.

## ARTICLE VII

The Corporation shall indemnify any person who was, is, or is threatened to be made a named defendant or respondent in a proceeding (as hereinafter defined) because the person (i) is or was a Director or officer of the Corporation or (ii) while a Director or officer of the Corporation, is or was serving at the request of the Corporation as a trustee, officer, partner, venturer, proprietor, Director, employee, agent, or similar functionary of another foreign or domestic corporation, partnership, joint venture, sole proprietorship, trust, employee benefit plan, or other enterprise, to the fullest extent that a corporation may grant indemnification to a Director under the Texas Non-Profit Corporation Act, as the same exists or may hereafter be amended. Such right shall be a contract right and shall include the right to be paid by the Corporation expenses incurred in defending any such proceeding in advance of its final disposition to the maximum extent permitted under the Texas Non-Profit Corporation Act, as the same exists or may hereafter be amended. If a claim for indemnification or advancement of expenses hereunder is not paid in full by the Corporation within ninety (90) days after a written claim has been received by the Corporation, the claimant may at any time thereafter bring suit against the Corporation to recover the unpaid amount of the claim, and if successful in whole or in part, the claimant shall be entitled to be paid also the expenses of prosecuting such claim. It shall be a defense to any such action that such indemnification or advancement of costs of defense is not permitted under the Texas Non-Profit Corporation Act, but the burden of proving such defense shall be on the Corporation. Neither the failure of the Corporation (including its Board of Directors or any committee thereof, or special legal counsel, if any) to have made its

determination prior to the commencement of such action that indemnification of, or advancement of costs of defense to, the claimant is permissible in the circumstances nor an actual determination by the Corporation (including its Board of Directors or any committee thereof, or special legal counsel, if any) that such indemnification or advancement is not permissible shall be a defense to the action or create a presumption that such indemnification or advancement is not permissible. In the event of the death of any person having a right of indemnification under the foregoing provisions, such right shall inure to the benefit of his heirs, executors, administrators, and personal representatives. The rights conferred above shall not be exclusive of any other right which any person may have or hereafter acquire under any statute, or bylaw, resolution of Directors, if any, agreement, or otherwise. To the extent permitted by then applicable law, the grant of mandatory indemnification to any person pursuant to this article shall extend to proceedings involving the negligence of such persons. The Corporation may additionally indemnify any person covered by the grant of mandatory indemnification contained above to such further extent as is permitted by law and may indemnify any other person to the fullest extent permitted by law. The Corporation may purchase and maintain insurance on behalf of any person who is serving the Corporation (or another entity at the request of the Corporation) against any liability asserted against him and incurred by him in such a capacity or arising out of his status as such a person, whether or not the Corporation would have the power to indemnify him against that liability under this Article or by statute. Notwithstanding the foregoing, no person shall be indemnified pursuant to the provisions of this Article and no insurance may be maintained on behalf of any person if such indemnification or maintenance of insurance would subject the Corporation or such person to income or excise tax under the Code, including any tax asserted under Chapter 42 of the Code. As used herein, the term "proceeding" means any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, arbitral, or investigative, any appeal in such an action, suit, or proceeding, and any inquiry or investigation that could lead to such an action, suit, or proceeding.

#### ARTICLE VIII

To the fullest extent permitted by applicable law, no Director of the Corporation shall be liable to the Corporation for monetary damages for an act or omission in such Director's capacity as a Director of the Corporation, except that this paragraph shall not eliminate or limit the liability of a Director of the Corporation to the extent the Director is found liable for:

- (1) a breach of such Director's duty of loyalty to the Corporation;
- (2) an act or omission not in good faith that constitutes a breach of duty of the Director to the Corporation or an act or omission that involves intentional misconduct or a knowing violation of the law;
- (3) a transaction from which such Director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of such Director's office; or
- (4) an act or omission for which the liability of such Director is expressly provided for by statute.

Any repeal or amendment of this paragraph by the Corporation shall be prospective only, and shall not adversely affect any limitation on the personal liability of a Director of the

Corporation existing at the time of such repeal or amendment. In addition to the circumstances in which a Director of the Corporation is not personally liable as set forth in the foregoing provisions, a Director shall not be liable to the Corporation to such further extent as permitted by any law hereafter enacted, including without limitation, any subsequent amendments of the Texas Miscellaneous Corporation Laws Act or the Texas Non-Profit Corporation Act.

#### ARTICLE IX

The power to adopt, alter, amend or repeal the bylaws of the Corporation shall be vested in its board of Directors.

#### ARTICLE X

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation affecting one or more of its purposes.

#### ARTICLE XI

No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

#### ARTICLE XII

In the event the Corporation shall ever be a private foundation for federal income tax purposes, the following provisions shall apply:

- (1) The Corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or the corresponding section of any future federal tax code.
- (2) The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code, or the corresponding section of any future federal tax code.
- (3) The Corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code, or the corresponding section of any future federal tax code.
- (4) The Corporation will not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or the corresponding section of any future federal tax code.
- (5) The Corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code, or the corresponding section of any future federal tax code.

### ARTICLE XIII

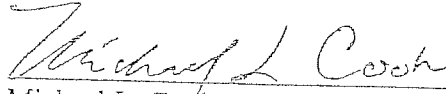
Upon the dissolution of the Corporation, the board of Directors shall, after paying or making provision for payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation to PeopleFund. In the event that PeopleFund does not exist at the time of the dissolution of the Corporation, the assets of the Corporation (after full payment of its liabilities) shall be distributed to The Austin Community Foundation so long as it exists and is exempt from taxation under Section 501(c)(3) of the Code at the time of the dissolution of the Corporation and if not to the City of Austin, Texas. Any of such assets not so disposed of shall be disposed of by the Probate Court of Travis County, Texas or to such eligible organization or organizations as said court shall determine. For purposes of this article, "eligible organization" or "eligible organization or organizations" shall refer to an organization or organizations exempt from federal income taxation as an organization described in Section 501(c)(3) of the Code or as a corporation contributions to which are deductible under Section 170(a)(1) of the Code by virtue of being charitable contributions as defined in Section 170(c)(2) of the Code.

### ARTICLE XIV

The name and address of the incorporator is:

Michael L. Cook  
401 Congress Avenue, Suite 2500  
Austin, Texas 78701

IN WITNESS WHEREOF, I have hereunto set my hand this 30<sup>th</sup> day of November, 2005.

  
\_\_\_\_\_  
Michael L. Cook

JAN 02 2008

**Corporations Section**

**ARTICLES OF AMENDMENT  
TO THE  
ARTICLES OF INCORPORATION  
OF  
AUSTIN COMMUNITY LAND TRUST**

Pursuant to the provisions of Article 1396-4.04 of the Texas Non-Profit Corporation Act, Austin Community Land Trust, a Texas non-profit corporation (the "**Corporation**"), adopts the following amendments to the Articles of Incorporation ("**Articles**") of the Corporation:

**FIRST**

The name of the Corporation is Austin Community Land Trust.

**SECOND**

ARTICLE I of the Corporation's Articles is amended in its entirety to read as follows:

**"ARTICLE I**

The name of the Corporation is Austin PeopleTrust."

**THIRD**

The Corporation has no members.

**FOURTH**

The amendments were approved by a unanimous vote of the directors of the Corporation on Sept 19, 2007.

Name: Margo Weisz

Title: President of the Board

**RECEIVED**

JAN 02 2008

1



To be filed with the Texas  
Secretary of State

**FILED**  
In the Office of the  
Secretary of State of Texas

JAN 02 2008

**Corporations Section**

**ASSUMED NAME CERTIFICATE**

1. The name of the corporation, limited liability company, limited partnership or registered limited liability partnership as stated in its certificate of formation, application for certificate of authority or comparable document is **Austin PeopleTrust**.
2. The assumed name under which the business or professional service is or is to be conducted or rendered is **PeopleTrust**.
3. The state, country, or other jurisdiction under the laws of which it was incorporated, organized or associated is Texas, and the address of its registered or similar office in that jurisdiction is 207 Chambers Avenue, Austin, Texas 78702.
4. The period, not to exceed 10 years, during which the assumed name will be used is 10 years.
5. The entity is a nonprofit corporation.
6. If the entity is required to maintain a registered office in Texas, the address of the registered office is 207 Chambers Avenue, Austin, Texas 78702, and the name of its registered agent at such address is Margo Weisz. The address of the principal office is 207 Chambers Avenue, Austin, Texas 78702.
7. The county or counties where business or professional services are being or are to be conducted or rendered under such assumed name are: All

AUSTIN PEOPLETRUST

By: 

Name: Margo Weisz  
Title: President of the Board

**RECEIVED**  
JAN 02 2008  
Secretary of State

People's  
Community  
Clinic

offers care  
with respect and dignity  
to people with little  
or no health insurance.

2909 North IH-35  
Austin, TX 78722  
www.austinpcc.org  
512.478.4939

September 14, 2007

**CONSENT TO USE OF NAME**

To the Secretary of  
the State of Texas:

Austin's People's Community Clinic hereby consents to the use of  
the name "Austin PeopleTrust" by Austin People Trust (formerly Austin  
Community Land Trust), a Texas non-profit corporation.

Dated Sept. 14, 2007.

**AUSTIN'S PEOPLE'S COMMUNITY CLINIC,**  
a Texas non-profit corporation

By: Regina Rogoff  
Name: Regina Rogoff  
Title: CEO

# Texas Department of Banking

---

Lynda Drake  
(512) 475-1322  
lynda.drake@banking.state.tx.us

December 10, 2007

Mr. Michael L. Cook  
Winstead  
401 Congress Ave., Ste. 2100  
Austin, TX 78701

RE: Use of Corporate Name "Austin PeopleTrust", pursuant to Sections 31.005 and 181.004 of the Texas Finance Code

Dear Mr. Cook:

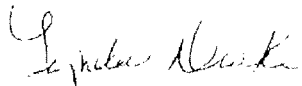
This letter is in response to your letter dated September 27, 2007, and subsequent correspondence, regarding the proposed use of the captioned corporate name. According to your request, Austin Community Land Trust, a Texas non-profit corporation, is changing its name to Austin PeopleTrust. The new name will be more descriptive of the purpose of the entity, which is to preserve land to help people by sustaining the affordability, heritage and economic vitality of Austin and Central Texas neighborhoods.

Generally, we will grant a request for a letter of no objection for use of a term identified in Sections 31.005 and 181.004(a) of the Texas Finance Code (the "Code") if in context the term is not otherwise misleading and is used as a term of art in a manner and context that clearly invokes an established secondary meaning. We have reviewed your request and determined that the name as proposed does not appear to be prohibited by Sections 31.005 and 181.004(a) of the Code. Therefore, we do not object to the use of the captioned corporate name.

The review of your request is based upon the information provided to this office taken as a whole, including commitments given in support of the request. Any variation in the presentation or usage of a name, such as the use of part of the whole name requested, may be objectionable to this office. Should it be determined by this office that the actual usage of a name is prohibited the appropriate steps will be taken to fully enforce the Code.

This expression of no objection does not obligate the Secretary of State of the State of Texas to approve such name. This determination does not authorize the use of such name contrary to any state or federal law.

Sincerely,

  
Lynda Drake  
Director of Corporate Activities

LAD/cl

cc: Linda Gernuenden, Office of the Secretary of State - Texas

To be filed with the Texas  
Secretary of State

**FILED**  
In the Office of the  
Secretary of State of Texas  
JAN 02 2008

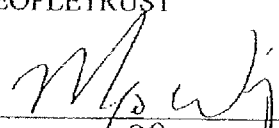
ASSUMED NAME CERTIFICATE

Corporations Section

1. The name of the corporation, limited liability company, limited partnership or registered limited liability partnership as stated in its certificate of formation, application for certificate of authority or comparable document is **Austin PeopleTrust**.
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7. The county or counties where business or professional services are being or are to be conducted or rendered under such assumed name are: All

AUSTIN PEOPLETRUST

By:

  
Name: Margo Weisz  
Title: President of the Board



## Office of the Secretary of State

### CERTIFICATE OF INCORPORATION OF

Austin Community Land Trust  
Filing Number: 800576789

The undersigned, as Secretary of State of Texas, hereby certifies that Articles of Incorporation for the above named corporation have been received in this office and have been found to conform to law.

Accordingly, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Incorporation.

Issuance of this Certificate of Incorporation does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 11/30/2005

Effective: 11/30/2005



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams  
Secretary of State

INTERNAL REVENUE SERVICE  
P. O. BOX 2508  
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date: MAY 1 2007

AUSTIN COMMUNITY LAND TRUST  
207 CHALMERS AVE  
AUSTIN, TX 78702

Employer Identification Number:

DLN:

17053101014016

Contact Person:

MRS T FARR

ID# 52404

Contact Telephone Number:

(877) 829-5500

Accounting Period Ending:

December 31

Public Charity Status:

509(a)(3)

Form 990 Required:

Yes

Effective Date of Exemption:

November 30, 2005

Contribution Deductibility:

Yes

Dear Applicant:

We are pleased to inform you that upon review of your application for tax exempt status we have determined that you are exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code. Contributions to you are deductible under section 170 of the Code. You are also qualified to receive tax deductible bequests, devises, transfers or gifts under section 2055, 2106 or 2522 of the Code. Because this letter could help resolve any questions regarding your exempt status, you should keep it in your permanent records.

Organizations exempt under section 501(c)(3) of the Code are further classified as either public charities or private foundations. We determined that you are a public charity under the Code section(s) listed in the heading of this letter.

Please see enclosed Information for Exempt Organizations Under Section 501(c)(3) for some helpful information about your responsibilities as an exempt organization.

We have determined that you are a Type 1 supporting organization under section 509(a)(3). A Type 1 is operated, supervised, or controlled by, a Type 2 is supervised or controlled in connection with, and a Type 3 is operated in connection with one or more publicly supported organizations.

AUSTIN COMMUNITY LAND TRUST

We have sent a copy of this letter to your representative as indicated in your power of attorney.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert Choi". The signature is stylized with a large, looping "R" and a cursive "Choi".

Robert Choi  
Director, Exempt Organizations  
Rulings and Agreements

Enclosures: Information for Organizations Exempt Under Section 501(c)(3)



## 2011 Board of Directors

**Sherine Thomas, Board Chair**

Director, Travis County Attorney's Office

**George Gau, Vice Chair**

Professor of Real Estate and Finance, University of Texas McCombs School of Business  
(served as Dean of McCombs School 2002-2008)

**Robbi Millest, Secretary**

Attorney at Law

**Sarah Stasney-Chun, Treasurer**

Business Analyst, Silicon Valley Bank

**Luke Ellis**

Partner, Dawson, Sodd, Ellis & Hodge, LLP

**Jeff Serra**

President & CEO, Vida Capital, Inc.

**Nikelle Meade**

Partner, Brown McCarroll, Attorneys at Law

**Everett Plante**

Chief Information Officer, Silicon Labs, Inc.





PeopleTrust

City of Austin

Affordable Housing Funding

Authority to Apply & Receive Funds

WHEREAS,

The Board of Directors of PeopleTrust support the creation and preservation of affordable homeownership opportunities for low- income, working families in the City of Austin, and therefore

RESOLVED,

That PeopleTrust shall have the authority to apply for and receive all City of Austin Neighborhood Housing & Community Development – Austin Housing Finance Corporation funding, and as otherwise made available by the City of Austin.

Date: 9-13-11

A handwritten signature in cursive script, reading "Patrick O'Beirne", written over a horizontal line.

Signature of Board Officer

Printed Board Officer Name: PATRICK O'BEIRNE

Printed Board Officer Title: SEC. / TREAS.

## CORPORATE RESOLUTION

### STATE OF TEXAS COUNTY OF TRAVIS

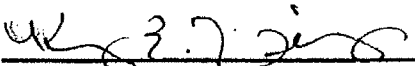
Before me, the undersigned authority, on this day personally appeared Pat O'Beirne, known to be a credible person, and after being duly sworn, deposes and says:

That he is the duly elected and acting Secretary of Austin PeopleTrust d/b/a PeopleTrust, and that at a duly called meeting of the Directors of said corporation, held in Austin, Travis County, Texas, the following resolution was unanimously adopted:

"BE IT RESOLVED: That any contract, deed, mortgage, deed of trust, release, transfer, assignment, or any other instrument necessary and proper for the sale, purchase or refinance of land now owned or to be acquired by the Corporation shall be signed by the Executive Director and that such instrument shall not require the attest of the Secretary nor the seal of the Corporation."

"BE IT FURTHER RESOLVED: That all acts and instruments executed by the Executive Director without the attest of the Secretary or the Corporate seal is hereby in all things ratified and confirmed."

The current Executive Director of the corporation is: Kelly Weiss

  
Signature of Executive Director

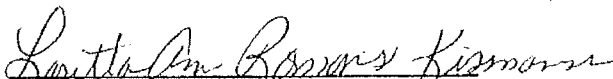
Executed this 9<sup>TH</sup> day of February, 2011.

  
Secretary: Pat O'Beirne

STATE OF TEXAS  
COUNTY OF TRAVIS



This instrument was acknowledged before me on February 9, 2011, by Pat O'Beirne, Secretary of Austin PeopleTrust d/b/a PeopleTrust, a corporation, on behalf of said corporation

  
Notary Public, State of Texas

## **EXHIBIT 2**

### **Question 3: Project Description**

- a. Floor Plans
- b. Opportunity Map

## **RIVERSIDE VILLAS PROJECT DESCRIPTION**

The Riverside Villas project will consist of approximately 89 single family units at the intersection of East Riverside Drive and Faro Boulevard, which is in a redeveloping part of Austin located adjacent to a transit Hub on a core transit corridor making it a moderate opportunity area for housing according to the City of Austin's Comprehensive Opportunity Map. This development is located in proximity to good schools, retail and services, research and development facilities, and near-by Cap Metro bus stops. The surrounding schools include Baty Elementary, Martin Middle School, and Eastside Memorial HS at Johnston. .

Approval of this application will provide nine (9) single family detached homes to homebuyers earning 80% MFI or below. All of the 9 homes will be built to S.M.A.R.T. Housing standards. Home sales are expected to begin late 1st quarter of 2012. The project is vacant land, and the homes will be new construction; relocation is not required. In Phase I & II of this project, PeopleTrust will buy-down the sales price of the homes through the affordable homes program of the Riverside Villas affordable homes re-development.

Site design is complete and development construction will begin November 2011 and estimated to be completed in October 2012. Riverside Villas development includes a partnership between PeopleTrust and master developer, Riverside Austin Holdings LLC. Riverside Austin Holdings LLC will partner with Milestone Community Builders, a successful local Austin home building company, to complete the community. The management team for Milestone Community Builders has over 30 years combined experience in home building and real estate development and has been responsible for the developed and construction of more than 2,500 lots and homes over their years in the business.

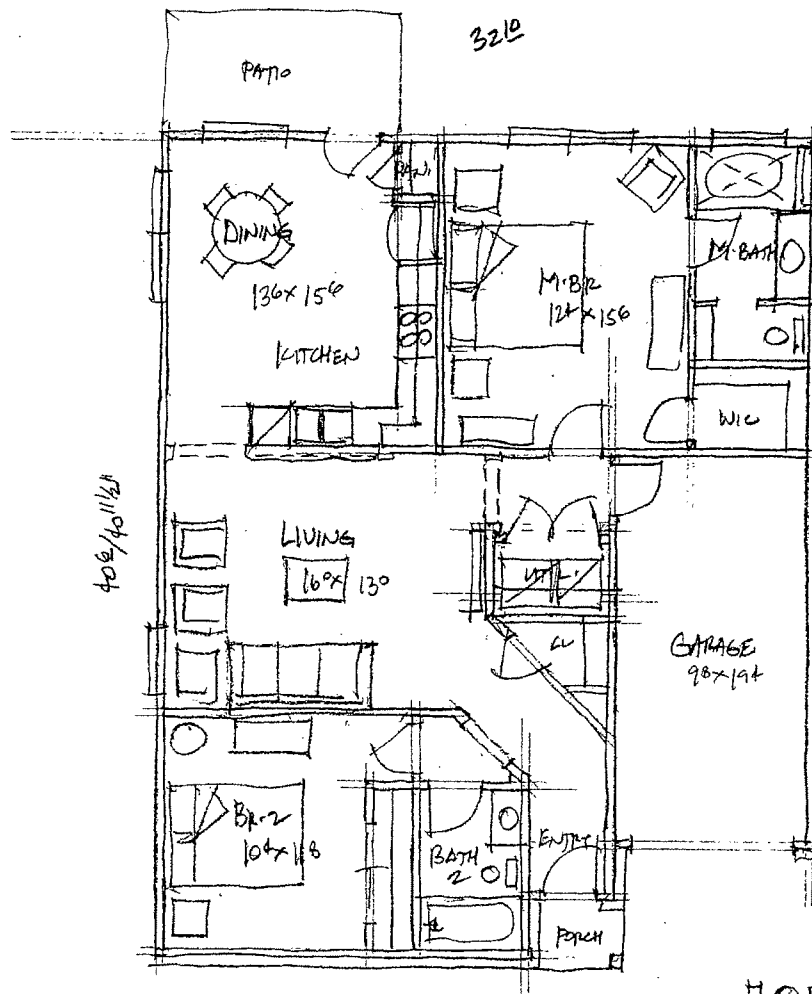
The property is currently zoned LO-MU-CO-NP and will support 9 units of affordable detached housing. Similar developments exist in the neighborhood. These homes are for all intents and purposes single family dwellings type of detached product development will provide a more affordable option for working families. To the best of our knowledge, the property is compatible with the current neighborhood plan.

The units will be detached, single family dwelling units with flexible floorplans ranging from approximately 1100 – 1300 square feet and include attached single and double car garages. (*See Attached Floor Plans*). PeopleTrust will acquire five (5) units in Phase I and four (4) units in Phase II. PeopleTrust has made floor plan selections that will meet the requirements of the City of Austin's visitability standards and provide the most livable space for the future owners of these homes.

The total project cost is estimated to be \$1,529,910 with \$22,500 for soft costs. The homes will have a market price of \$169,990. Proposed funding from AHFC includes: \$310,500 in acquisition funding to buy-down the sales price and provide affordable homes to families earning 80% or below of the median family income. The remaining funds will be provided by MileStone Community Builders, LLC. All funding will be verified, as required by the City of Austin.

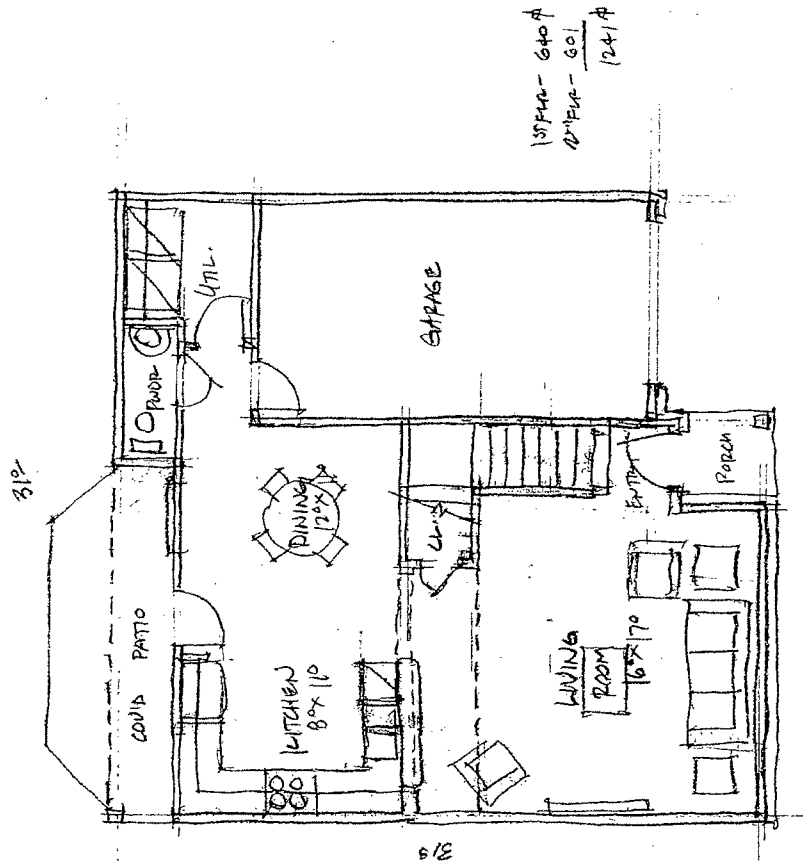
PeopleTrust will administer and manage the Shared Equity Homeownership Program for this development, in order to achieve long-term affordability. PeopleTrust will serve as the compliance

agent to insure income eligible families occupy the units. PeopleTrust will also manage re-sales to ensure another income eligible family is able to purchase these units. We are committed to providing long-term affordable homeownership through a Shared Equity Model to achieve 99-year affordability. PeopleTrust will partner with Austin Habit for Humanity to provide homebuyer counseling for our homebuyers.



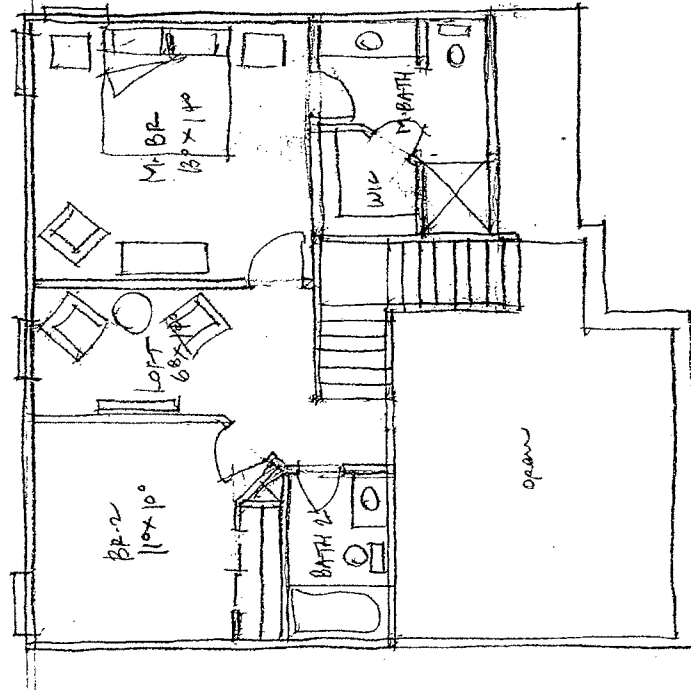
1078

MILESTONE COMMUNITY BLDRS  
©DANZE & DAVIS ARCHTS.

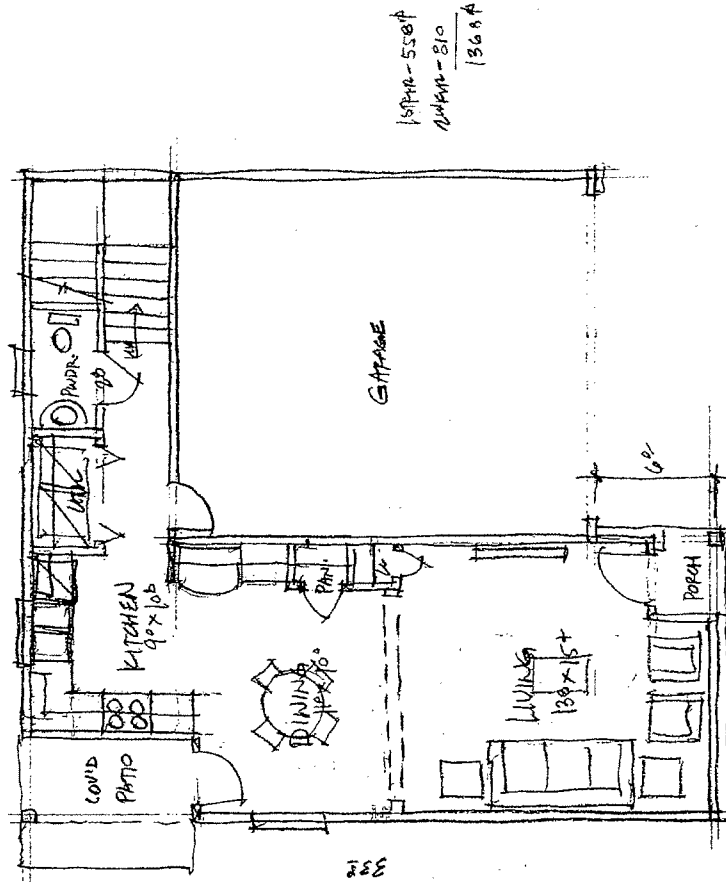
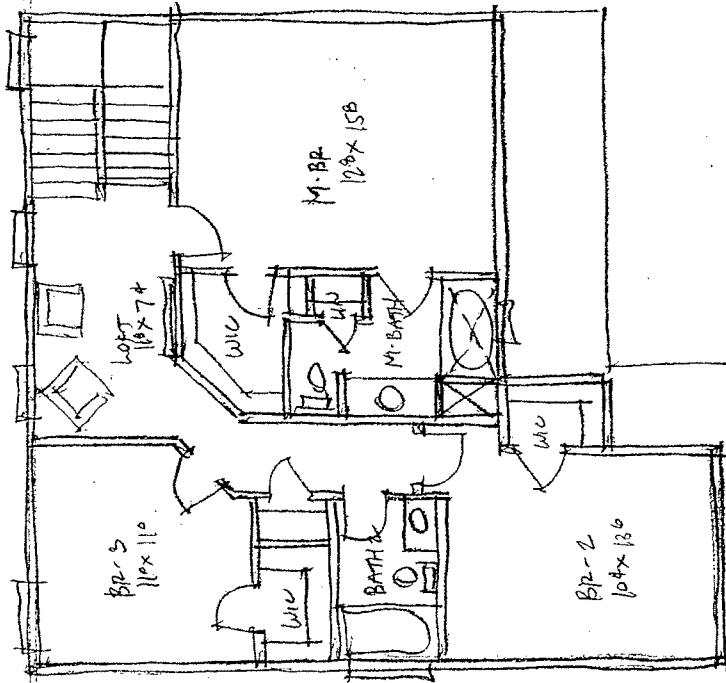


[24]

MILESTONE COMMUNITY BLDGS.  
© DANEE & DAVIS ARCHTS.



322-



15'0" x 55'0"  
24'0" x 8'10"  
136'0" x 4'

1368

MILBURN COMMUNITY BLDGS  
© DANIEL & DAVIS ARCHTS.



## Map 2: Comprehensive Opportunity Map, City of Austin

This map displays the spatial pattern of distribution of opportunity in City of Austin based on Economic, Mobility, Education, Public Health and Neighborhood Indicators.

### LEGEND

— Limited Access

— Highway

— Major Road

Water Feature

Counties

Urban Areas

Regional Opportunity

Opportunity Ranking

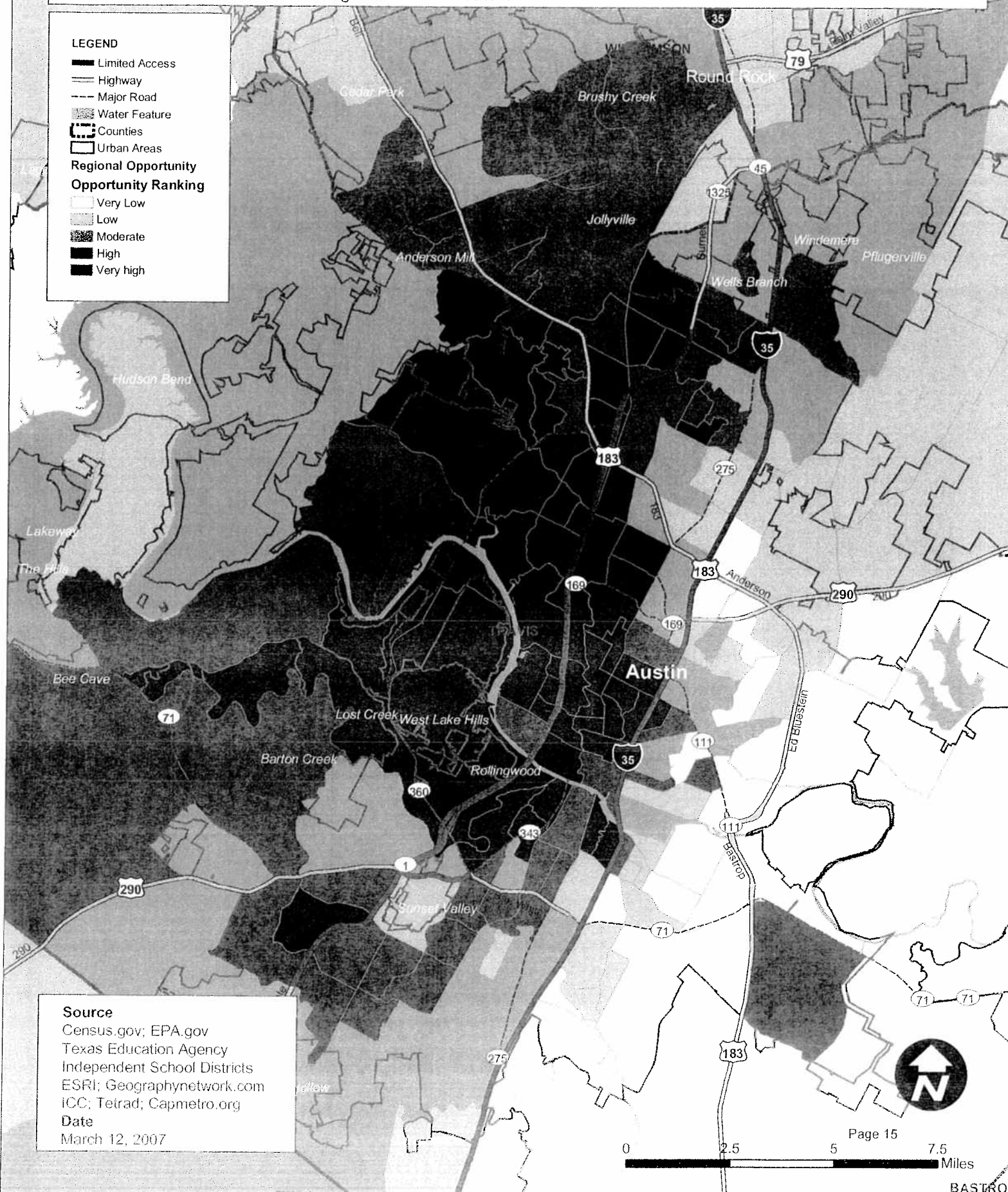
Very Low

Low

Moderate

High

Very high



### Source

Census.gov; EPA.gov  
Texas Education Agency  
Independent School Districts  
ESRI; Geographynetwork.com  
ICC; Teirad; Capmetro.org

### Date

March 12, 2007

## **EXHIBIT 3**

### **Question 4: Site Control & Demonstration of Value**

- a. Certificate of Filing – Riverside Austin Holdings, LLC
- b. TCAD property information demonstrating site control
- c. MOU to acquire 9 units in Riverside Villas demonstrating site control
- d. Market Study of Area
- e. TCAD comparables substantiating the value of the project
- f. Commitment Letter from Mission Mortgage



## Office of the Secretary of State

### CERTIFICATE OF FILING OF

RIVERSIDE AUSTIN HOLDINGS, LLC  
File Number: 801019547

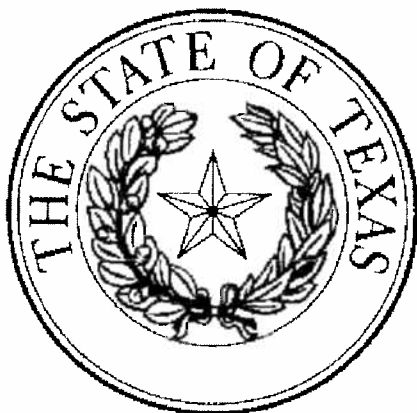
The undersigned, as Secretary of State of Texas, hereby certifies that a Certificate of Formation for the above named Domestic Limited Liability Company (LLC) has been received in this office and has been found to conform to the applicable provisions of law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the secretary by law, hereby issues this certificate evidencing filing effective on the date shown below.

The issuance of this certificate does not authorize the use of a name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: 08/21/2008

Effective: 08/21/2008



A handwritten signature in black ink, appearing to read "Hope Andrade".

Hope Andrade  
Secretary of State

Secretary of State  
P.O. Box 13697  
Austin, TX 78711-3697  
FAX: 512/463-5709



**Certificate of Formation  
Limited Liability Company**

Filed in the Office of the  
Secretary of State of Texas  
Filing #: 801019547 08/21/2008  
Document #: 226745320002  
Image Generated Electronically  
for Web Filing

Filing Fee: \$300

**Article 1 - Entity Name and Type**

The filing entity being formed is a limited liability company. The name of the entity is:

**RIVERSIDE AUSTIN HOLDINGS, LLC**

The name of the entity must contain the words "Limited Liability Company" or "Limited Company," or an accepted abbreviation of such terms. The name must not be the same as, deceptively similar to or similar to that of an existing corporate, limited liability company, or limited partnership name on file with the secretary of state. A preliminary check for "name availability" is recommended.

**Article 2 - Registered Agent and Registered Office**

☐ A. The initial registered agent is an organization (cannot be company named above) by the name of:

OR

☒ B. The initial registered agent is an individual resident of the state whose name is set forth below:

Name:

**GARRETT MARTIN**

C. The business address of the registered agent and the registered office address is:

Street Address:

**2602 KINNEY OAKS COURT AUSTIN TX 78704**

**Article 3 - Governing Authority**

☒ A. The limited liability company is to be managed by managers.

OR

☐ B. The limited liability company will not have managers. Management of the company is reserved to the members.

The names and addresses of the governing persons are set forth below:

Manager 1: **GARRETT MARTIN**

Title: **Manager**

Address: **2602 KINNEY OAKS COURT AUSTIN TX, USA 78704**

**Article 4 - Purpose**

The purpose for which the company is organized is for the transaction of any and all lawful business for which limited liability companies may be organized under the Texas Business Organizations Code.

**Supplemental Provisions / Information**

[The attached addendum, if any, is incorporated herein by reference.]

**Organizer**

The name and address of the organizer are set forth below.

**JOSHUA D. BERNSTEIN**      **100 CONGRESS AVE, STE 1300 AUSTIN, TX 78701**

**Effectiveness of Filing**

☒ A. This document becomes effective when the document is filed by the secretary of state.

**OR**

☐ B. This document becomes effective at a later date, which is not more than ninety (90) days from the date of its signing. The delayed effective date is:

**Execution**

The undersigned signs this document subject to the penalties imposed by law for the submission of a materially false or fraudulent instrument.

**Joshua D. Bernstein**

Signature of Organizer

**FILING OFFICE COPY**

**TaxNetUSA: Travis County Property Information**

Property ID Number: 507766 Ref ID2 Number: 03081101170000

Owner's Name **RIVERSIDE AUSTIN HOLDINGS LLC****Property Details**Mailing Address PO BOX 162311  
AUSTIN, TX 78716-2311

Deed Date 08262008

Deed Volume

Deed Page

Location 5401 E RIVERSIDE DR 78741

Exemptions

Legal LOT 1 BLK A BTRS ADDN

Freeze Exempt

F

ARB Protest

F

Agent Code

0

Land Acres

7.8300

**Value Information****2011 Certified**

Land Value 613,934.00

Block

A

Improvement Value 0.00

Tract or Lot

1

AG Value 0.00

Docket No.

2008145367TR

AG Productivity Value 0.00

Abstract Code

S01977

Timber Value 0.00

Neighborhood Code

#SEA

Timber Productivity Value 0.00

Assessed Value 613,934.00

10% Cap Value 0.00

**Data up to date as of 2011-12-02**

Total Value 613,934.00

☐ **AGRICULTURAL (1-D-1)**☐ **APPOINTMENT OF AGENT FORM**☐ **FREEPORT EXEMPTION**☐ **HOMESTEAD EXEMPTION FORM**☐ **PRINTER FRIENDLY REPORT**☐ **PROTEST FORM**☐ **RELIGIOUS EXEMPTION FORM**☐ **PLAT MAP****Value By Jurisdiction**

Entity Code	Entity Name	2010 Tax Rate	Assessed Value	Taxable Value	Market Value	Appraised Value
0A	TRAVIS CENTRAL APP DIST		613,934.00	613,934.00	613,934.00	613,934.00
01	AUSTIN ISD	1.227000	165,762.00	165,762.00	165,762.00	165,762.00
02	CITY OF AUSTIN	0.457100	613,934.00	613,934.00	613,934.00	613,934.00
03	TRAVIS COUNTY	0.465800	613,934.00	613,934.00	613,934.00	613,934.00
06	DEL VALLE ISD	1.530000	448,172.00	448,172.00	448,172.00	448,172.00
2J	TRAVIS COUNTY HEALTHCARE DISTRICT	0.071900	613,934.00	613,934.00	613,934.00	613,934.00
68	AUSTIN COMM COLL DIST	0.095100	613,934.00	613,934.00	613,934.00	613,934.00

**Improvement Information**

Improvement ID State Category Description

**Segment Information**

Imp ID	Seg ID	Type Code	Description	Class	Effective Year Built	Area
						Total Living Area 0

**Land Information**

Land ID	Type Code	SPTB Code	Homesite	Size-Acres	Front	Depth	Size-Sqft
424871	LAND	D2	F	7.830	0	0	341,075

[show history](#)

**TaxNetUSA: Travis County Property Information**

Property ID Number: 507767 Ref ID2 Number: 03081101180000

Owner's Name **RIVERSIDE AUSTIN HOLDINGS LLC****Property Details**Mailing Address PO BOX 162311  
AUSTIN, TX 78716-2311

Deed Date 08262008

Deed Volume

Deed Page

Location 5701 E RIVERSIDE DR 78741

Exemptions

Legal LOT 2 BLK A BTRS ADDN

Freeze Exempt

F

ARB Protest

F

Agent Code

0

Land Acres

5.8200

Block

A

Tract or Lot

2

Docket No.

2008145367TR

Abstract Code

S01977

Neighborhood Code

#SEA

**Value Information****2011 Certified**

Land Value	380,279.00
Improvement Value	0.00
AG Value	0.00
AG Productivity Value	0.00
Timber Value	0.00
Timber Productivity Value	0.00
Assessed Value	380,279.00
10% Cap Value	0.00
Total Value	380,279.00

Data up to date as of 2011-12-02

☐ AGRICULTURAL (1-D-1)☐ APPOINTMENT OF AGENT FORM☐ FREEPORT EXEMPTION☐ HOMESTEAD EXEMPTION FORM☐ PRINTER FRIENDLY REPORT☐ PROTEST FORM☐ RELIGIOUS EXEMPTION FORM☐ PLAT MAP**Value By Jurisdiction**

Entity Code	Entity Name	2010 Tax Rate	Assessed Value	Taxable Value	Market Value	Appraised Value
0A	TRAVIS CENTRAL APP DIST		380,279.00	380,279.00	380,279.00	380,279.00
01	AUSTIN ISD	1.227000	106,478.00	106,478.00	106,478.00	106,478.00
02	CITY OF AUSTIN	0.457100	380,279.00	380,279.00	380,279.00	380,279.00
03	TRAVIS COUNTY	0.465800	380,279.00	380,279.00	380,279.00	380,279.00
06	DEL VALLE ISD	1.530000	273,801.00	273,801.00	273,801.00	273,801.00
2J	TRAVIS COUNTY HEALTHCARE DISTRICT	0.071900	380,279.00	380,279.00	380,279.00	380,279.00
68	AUSTIN COMM COLL DIST	0.095100	380,279.00	380,279.00	380,279.00	380,279.00

**Improvement Information**

Improvement ID	State Category	Description
----------------	----------------	-------------

**Segment Information**

Imp ID	Seg ID	Type Code	Description	Class	Effective Year Built	Area
						Total Living Area 0

**Land Information**

Land ID	Type Code	SPTB Code	Homesite	Size-Acres	Front	Depth	Size-Sqft
424872	LAND	D2	F	3.882	0	0	169,097
438410	LAND	D2	F	1.938	0	0	84,422

[show history](#)



**MOU for Acquisition of 9 units in Riverside Villas**

This is a Memorandum of Understanding between Austin PeopleTrust, Inc. ("PeopleTrust") and Milestone Community Builders for the following:

1. Acquisition of 9 single, detached homes in the Riverside Villas community;
2. All of the 9 homes will be built to S.M.A.R.T Housing Standards;
3. Acquisition will be contingent upon approval of the City of Austin's G.O. Bond application;
4. Affordable Home Program Administration & Compliance will be conducted by PeopleTrust.

Agreed to:

A handwritten signature in black ink, appearing to read "K Weiss", written over a horizontal line.

Kelly Weiss, Executive Director  
PeopleTrust

A handwritten date "12/7/2011" written over a horizontal line.

Date

A handwritten signature in black ink, appearing to read "G Martin", written over a horizontal line.

Garrett Martin, President & CEO  
Milestone Community Builders

A handwritten date "12/7/2011" written over a horizontal line.

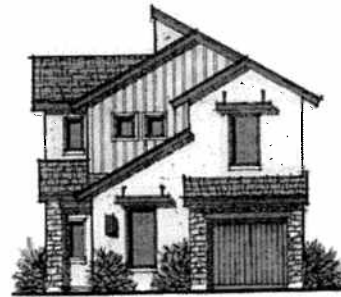
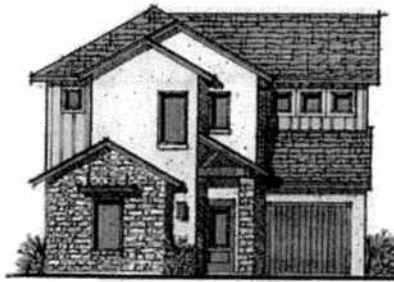
Date



# Project Description:

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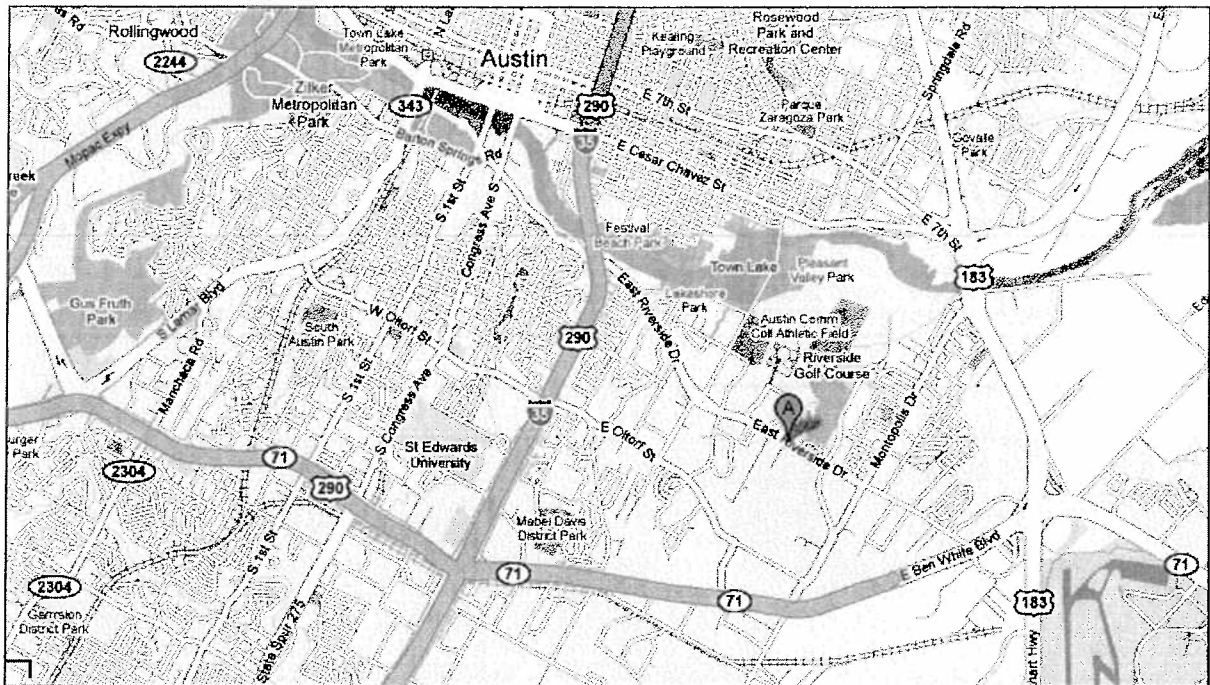
The project will consist of 89 single family dwelling units enclosed in a gated community with large mature trees, and several large green space areas throughout the community. The type of architecture that will be built in the community is pictured below.



The product will have general market appeal, but will be geared toward our projected buyer profile, which includes singles, dual income no children couples, and a limited number of retirees and empty nesters, all seeking close proximity to downtown and the associated downtown lifestyle.

## **The Environment:**

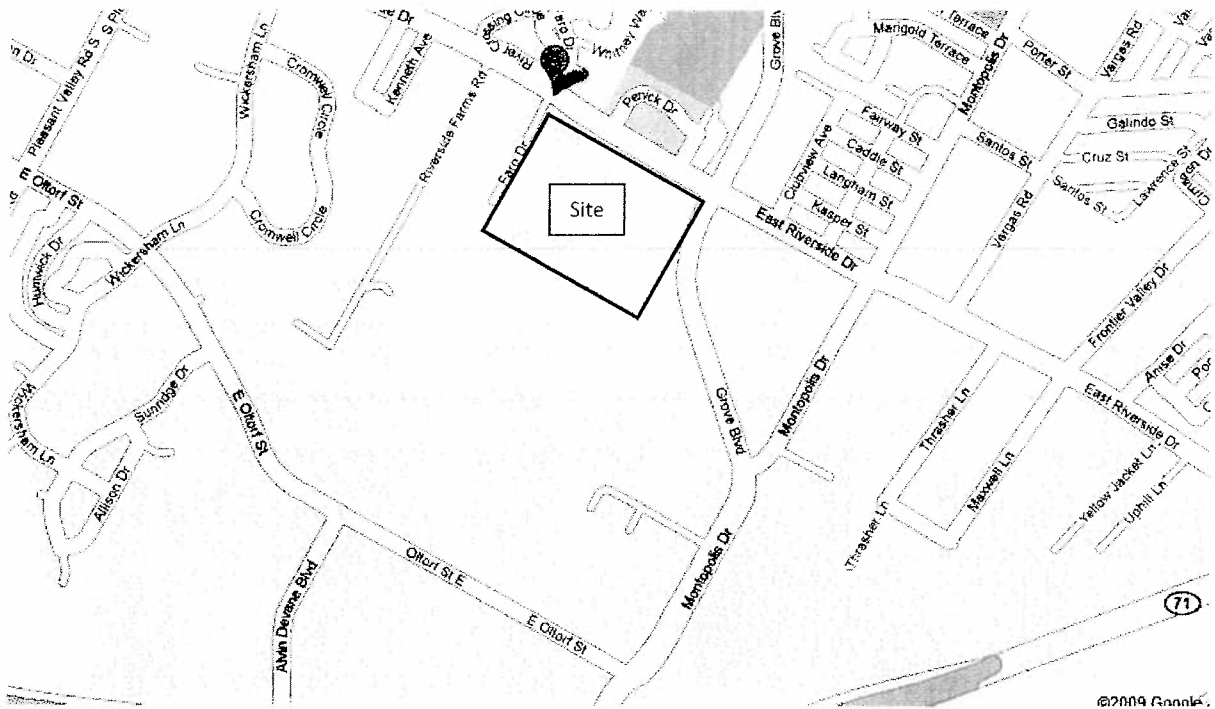
The immediate area surrounding the Riverside Villas community includes the following adjoining uses: Baty Elementary School, a Fire Station, and a sprawling research and development facility owned by Tokyo Electron in addition to a vacant parcel and a well maintained townhome project located north of the project across Riverside Drive. One of the strengths of the site is the Riverside drive frontage – more than 40,000 car trips per day pass in front of the site, which will help drive awareness of the project.



The broader submarket within Austin is known as the Riverside Drive corridor, which is experiencing a high degree of growth including mixed use retail and residential uses renovated and ground up retail projects, and even the prospect of a light rail commuter train at some point in the future.

Single Family projects located in the Riverside/East Austin submarket include:

- **Edgewick** (Wes Peoples Homes, currently selling) – Sales prices range from \$150k to \$250k with square footages ranging from 835 to 1650 sq. ft. Edgewick is a project without a marketing window, located off of Parker lane with no major traffic arterials around it, nevertheless, they managed to sell approximately 14 homes last year at sales price
- **The Grove** (Independent Small Builder, currently selling through realtor program) – Sales prices range from \$139k to \$189k with square footages ranging from 907 to 1,415 sq. ft.
- **MLS Data** for re-sale pricing on older homes in the area (from 1947 to 2010) shows an average sq. ft. of 1495 sq. ft. and an average price of \$151,581.
- **Centex's Riverside Meadows** (complete) – previous sales prices from \$120k to \$180k (between 2005 and 2007) sales pace 10-20 units per month.



(See attached Market Chart)

In the near term (currently under construction or completed) the following projects are contributing the vibrancy of the Riverside Drive area:

- The Amli mixed use complex with rents ranging from \$1.60 to as high at \$2.30 psf and an abundance of retail on the ground floor (complete).
- Cypress Real Estate Advisors is kicking off its latest project lakeshore South (below), which will include more than 780 apartments and townhome units in a large sprawling complex located on the shores of Ladybird Lake.
- A variety of small and large retail developments including a new HEB store, restaurants and upscale bars that are helping to gentrify the surrounding area and make it suitable for middle class living.

With 89 single family dwelling units at prices substantially below market the Riverside Villas project will be a success similar to the recent and current competing projects in the submarket.

**TaxNetUSA: Travis County Property Information**

Property ID Number: 773525 Ref ID2 Number: 03090304480000

Owner's Name **THOMAS JOHN R****Property Details**Mailing Address 1908 TRAMSON DR  
AUSTIN, TX 78741-

Deed Date 07162010

Deed Volume

Deed Page

Location 1908 TRAMSON DR 96C 78741

Exemptions

Legal UNT 96C EDGEWICK CONDOMINIUMS AMENDED  
PLUS 1.5384 % INT IN COM AREA

Freeze Exempt F

ARB Protest F

Agent Code 0

Land Acres 0.0867

Block

Tract or Lot 96C

Docket No. 2010104632TR

Abstract Code C01472

Neighborhood Code F00C0

**Value Information****2011 Certified**

Land Value	5,665.00
Improvement Value	219,143.00
AG Value	0.00
AG Productivity Value	0.00
Timber Value	0.00
Timber Productivity Value	0.00
Assessed Value	224,808.00
10% Cap Value	0.00
Total Value	224,808.00

**Data up to date as of 2011-12-02**☐ AGRICULTURAL (1-D-1)☐ APPOINTMENT OF AGENT FORM☐ FREEPORT EXEMPTION☐ HOMESTEAD EXEMPTION FORM☐ PRINTER FRIENDLY REPORT☐ PROTEST FORM☐ RELIGIOUS EXEMPTION FORM☐ PLAT MAP**Value By Jurisdiction**

Entity Code	Entity Name	2010 Tax Rate	Assessed Value	Taxable Value	Market Value	Appraised Value
0A	TRAVIS CENTRAL APP DIST		224,808.00	224,808.00	224,808.00	224,808.00
01	AUSTIN ISD	1.227000	224,808.00	224,808.00	224,808.00	224,808.00
02	CITY OF AUSTIN	0.457100	224,808.00	224,808.00	224,808.00	224,808.00
03	TRAVIS COUNTY	0.465800	224,808.00	224,808.00	224,808.00	224,808.00
2J	TRAVIS COUNTY HEALTHCARE DISTRICT	0.071900	224,808.00	224,808.00	224,808.00	224,808.00
68	AUSTIN COMM COLL DIST	0.095100	224,808.00	224,808.00	224,808.00	224,808.00

**Improvement Information**

Improvement ID

State Category

Description

822378

1 FAM DWELLING

**Segment Information**

Imp ID	Seg ID	Type Code	Description	Class	Effective Year Built	Area
822378	4305680	1ST	1st Floor	WS	2010	742
822378	4305681	2ND	2nd Floor	WS	2010	992
822378	4305682	011	PORCH OPEN 1ST F	*	2010	8
822378	4305683	041	GARAGE ATT 1ST F	WS	2010	260
822378	4305684	251	BATHROOM	*	2010	3
822378	4305685	252	BEDROOMS	*	2010	3
822378	4305686	612	TERRACE UNCOVERD	*	2010	9
822378	4305687	095	HVAC RESIDENTIAL	*	2010	1,734
822378	4305688	591	MASONRY TRIM SF	A	2010	65

Total Living Area **1,734**

**Land Information**

Land ID	Type Code	SPTB Code	Homesite	Size-Acres	Front	Depth	Size-Sqft
859767	LAND	A4	T	0.087	0	0	3,777

[show history](#)

**TaxNetUSA: Travis County Property Information**

Property ID Number: 776923 Ref ID2 Number: 03090304510000

Owner's Name **HUDSON MARY ELIZABETH****Property Details**Mailing Address  
FAMILY TRUST  
1916 TRAMSON DR #98C  
AUSTIN, TX 78741-

Deed Date 07012011

Deed Volume

Deed Page

Location 1916 TRAMSON DR 98C 78741

Exemptions

Legal UNT 98C EDGEWICK CONDOMINIUMS AMENDED  
PLUS 1.5384 % INT IN COM AREA

Freeze Exempt F

ARB Protest F

Agent Code 0

Land Acres 0.0867

Block

Tract or Lot 98C

Docket No. 2011096824TR

Abstract Code C01472

Neighborhood Code F00C0

**Value Information****2011 Certified**

Land Value	5,665.00
Improvement Value	216,280.00
AG Value	0.00
AG Productivity Value	0.00
Timber Value	0.00
Timber Productivity Value	0.00
Assessed Value	221,945.00
10% Cap Value	0.00
Total Value	221,945.00

**Data up to date as of 2011-12-02** **AGRICULTURAL (1-D-1)** **APPOINTMENT OF AGENT FORM** **FREEPORT EXEMPTION** **HOMESTEAD EXEMPTION FORM** **PRINTER FRIENDLY REPORT** **PROTEST FORM** **RELIGIOUS EXEMPTION FORM** **PLAT MAP****Value By Jurisdiction**

Entity Code	Entity Name	2010 Tax Rate	Assessed Value	Taxable Value	Market Value	Appraised Value
0A	TRAVIS CENTRAL APP DIST		221,945.00	221,945.00	221,945.00	221,945.00
01	AUSTIN ISD	1.227000	221,945.00	221,945.00	221,945.00	221,945.00
02	CITY OF AUSTIN	0.457100	221,945.00	221,945.00	221,945.00	221,945.00
03	TRAVIS COUNTY	0.465800	221,945.00	221,945.00	221,945.00	221,945.00
2J	TRAVIS COUNTY HEALTHCARE DISTRICT	0.071900	221,945.00	221,945.00	221,945.00	221,945.00
68	AUSTIN COMM COLL DIST	0.095100	221,945.00	221,945.00	221,945.00	221,945.00

**Improvement Information**

Improvement ID

State Category

Description

822382

1 FAM DWELLING

**Segment Information**

Imp ID	Seg ID	Type Code	Description	Class	Effective Year Built	Area
822382	4305706	1ST	1st Floor	WS	2010	710
822382	4305707	2ND	2nd Floor	WS	2010	946
822382	4305708	011	PORCH OPEN 1ST F	*	2010	10
822382	4305709	041	GARAGE ATT 1ST F	WS	2010	240
822382	4305710	251	BATHROOM	*	2010	3
822382	4305711	252	BEDROOMS	*	2010	3
822382	4305712	095	HVAC RESIDENTIAL	*	2010	1,656
822382	4305713	591	MASONRY TRIM SF	A	2010	65

Total Living Area **1,656****Land Information**

Land ID	Type Code	SPTB Code	Homesite	Size-Acres	Front	Depth	Size-Sqft
868121	LAND	A4	T	0.087	0	0	3,777
<a href="#">show history</a>							

**TaxNetUSA: Travis County Property Information**

Property ID Number: 773515 Ref ID2 Number: 03090304380000

**Owner's Name CROFT JOHN MICHEAL &**

**Mailing Address**  
GINGER JAYE STAMPLEY  
1809 CARLSON DR UNIT 35C  
AUSTIN, TX 78741-

**Location** 1809 CARLSON DR 35C 78741

**Legal** UNT 35C EDGEWICK CONDOMINIUMS AMENDED  
PLUS 1.5384 % INT IN COM AREA

**Property Details**

Deed Date 11122010  
Deed Volume  
Deed Page  
Exemptions HS  
Freeze Exempt F  
ARB Protest F  
Agent Code 0  
Land Acres 0.0867  
Block  
Tract or Lot 35C  
Docket No. 2010169208TR  
Abstract Code C01472  
Neighborhood Code F00C0

**Value Information****2011 Certified**

Land Value 5,665.00  
Improvement Value 171,926.00  
AG Value 0.00  
AG Productivity Value 0.00  
Timber Value 0.00  
Timber Productivity Value 0.00  
Assessed Value 177,591.00  
10% Cap Value 0.00  
Total Value 177,591.00

**Data up to date as of 2011-12-02** **AGRICULTURAL (1-D-1)** **APPOINTMENT OF AGENT FORM** **FREESPORT EXEMPTION** **HOMESTEAD EXEMPTION FORM** **PRINTER FRIENDLY REPORT** **PROTEST FORM** **RELIGIOUS EXEMPTION FORM** **PLAT MAP****Value By Jurisdiction**

Entity Code	Entity Name	2010 Tax Rate	Assessed Value	Taxable Value	Market Value	Appraised Value
0A	TRAVIS CENTRAL APP DIST		177,591.00	177,591.00	177,591.00	177,591.00
01	AUSTIN ISD	1.227000	177,591.00	162,591.00	177,591.00	177,591.00
02	CITY OF AUSTIN	0.457100	177,591.00	177,591.00	177,591.00	177,591.00
03	TRAVIS COUNTY	0.465800	177,591.00	142,073.00	177,591.00	177,591.00
2J	TRAVIS COUNTY HEALTHCARE DISTRICT	0.071900	177,591.00	142,073.00	177,591.00	177,591.00
68	AUSTIN COMM COLL DIST	0.095100	177,591.00	172,591.00	177,591.00	177,591.00

**Improvement Information****Improvement ID**

822404

**State Category****Description**

1 FAM DWELLING

**Segment Information**

Imp ID	Seg ID	Type Code	Description	Class	Effective Year Built	Area
822404	4305765	1ST	1st Floor	WS	2010	615
822404	4305766	2ND	2nd Floor	WS	2010	665
822404	4305767	011	PORCH OPEN 1ST F	*	2010	60
822404	4305768	251	BATHROOM	*	2010	3
822404	4305769	252	BEDROOMS	*	2010	3
822404	4305770	612	TERRACE UNCOVERD	*	2010	9
822404	4305771	095	HVAC RESIDENTIAL	*	2010	1,280

**Total Living Area 1,280****Land Information**



Land ID	Type Code	SPTB Code	Homesite	Size-Acres	Front	Depth	Size-Sqft
859757	LAND	A4	T	0.087	0	0	3,777

[show history](#)



## Mission Mortgage

October 18, 2011

Kelly Weiss  
Executive Director  
PeopleTrust  
2921 East 17<sup>th</sup> Street  
Austin, TX 78702

Dear Kelly:

Mission Mortgage supports PeopleTrust's application for GO Bond funding of the Riverside Villas Project. Mission Mortgage is pleased to be selected as a participating lender for the project and is committed to providing financing for qualified borrowers.

Mission Mortgage is a Central Texas full-service, locally-owned mortgage banker providing residential mortgage service. We've funded over 3 billion dollars in home loans in Austin and the surrounding communities. We offer a full range of lending services, such as Conventional, FHA and VA loans, as well as interim financing for new construction, second liens for purchase money or equity cash-outs, home improvement loans, and lot loans. Mission Mortgage offers personal financial planning and consulting as well as convenient online services for loan applications and approvals.

We're proud to offer unique, comprehensive home buying tools, from our mortgage loan programs and competitive rates to personal financial planning and convenient services available online.

Sincerely,

Leigh Ann McCoy  
President, Mission Mortgage

Mission Mortgage of Texas, Inc.

Barton Oaks V  
901 South Mopac Expressway  
Suite 120  
Austin, Texas 78746  
Ph. 512.328.0400  
Fax 512.328.0472  
[www.missionmortgage.com](http://www.missionmortgage.com)

## **EXHIBIT 4**

### **Question 5: Zoning** Zoning Ordinance

ORDINANCE NO. 20061116-058

AN ORDINANCE REZONING AND CHANGING THE ZONING MAP TO ADD A NEIGHBORHOOD PLAN COMBINING DISTRICT TO THE BASE ZONING DISTRICTS ON APPROXIMATELY 1,275 ACRES OF LAND SAVE AND EXCEPT THE AUSTIN COMMUNITY COLLEGE TRACT, GENERALLY KNOWN AS THE PLEASANT VALLEY NEIGHBORHOOD PLAN AREA AND TO CHANGE THE BASE ZONING DISTRICTS ON THREE TRACTS OF LAND.

BE IT ORDAINED BY THE CITY COUNCIL OF THE CITY OF AUSTIN:

**PART 1.** The zoning map established by Section 25-2-191 of the City Code is amended to add a neighborhood plan (NP) combining district to each base zoning district within the property, Save and Except approximately 183 acres of land known as the Austin Community College ("ACC") tract, and the properties withdrawn for future consideration as shown in the attached Exhibit "A" (*the Withdrawn Parcels*) and to change the base zoning districts on three tracts of land within the property (the "Property") described in Zoning Case No. C14-05-0113, on file at the Neighborhood Planning and Zoning Department, as follows:-

Approximately 1,275 acres of land in the City of Austin, Travis County, Texas, more particularly described and identified in the attached Exhibit "B" (*the Tract Map*),

generally known as the Pleasant Valley neighborhood plan combining district, locally known as the area bounded by the Colorado River on the north, Grove Boulevard and the ACC tract on the east, Pleasant Valley Road on the west, Oltorf Street on the south, in the City of Austin, Travis County, Texas, and generally identified in the map attached as Exhibit "C" (*the Zoning Map*); Exhibits "A" through "C" incorporated into this ordinance.

Except as provided in this ordinance, the existing base zoning districts and conditions remain in effect.

**PART 2.** The base zoning districts for the three tracts of land are changed from limited office (LO) district to limited office-mixed use-conditional overlay-neighborhood plan (LO-MU-CO-NP) combining district, and public-neighborhood plan (P-NP) combining district, as more particularly described and identified in the chart below:

TRACT NUMBER	ADDRESS	FROM	TO
306	2101 Faro Drive	LO	P-NP
307	2100 1/2 Faro Drive	LO	P-NP
308	4825 E. Riverside Drive	LO	LO-MU-CO- NP

**PART 3.** The following applies to an existing legal lot with single-family residential use or secondary apartment special use within the boundaries of the NP combining district:

1. The minimum lot area is 2,500 square feet.
2. The minimum lot width is 25 feet.
3. For a lot with an area of 4,000 square feet or less, the impervious coverage may not exceed 65 percent.

**PART 4.** The following applies to a single-family residential use, a duplex residential use, or a two-family residential use within the boundaries of the NP:

1. Impervious cover and parking placement restrictions apply as set forth in Section 25-2-1603 of the Code.
2. Garage placement restrictions apply as set forth in Section 25-2-1604 of the Code.
3. Front or side yard parking restrictions apply as set forth in Section 25-2-1406 and Section 12-5-29 of the Code.

**PART 5.** The Property within the boundaries of the conditional overlay combining district established by this ordinance is subject to the following conditions:

A multifamily residential use is prohibited on Tract 308.

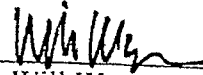
**PART 6.** Except as specifically restricted under this ordinance, the Property may be developed and used in accordance with the regulations established for the respective base districts and other applicable requirements of the City Code.

PART 7. This ordinance takes effect on November 27, 2006.

**PASSED AND APPROVED**

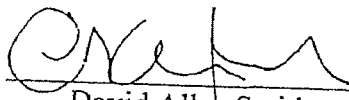
\_\_\_\_ November 16 \_\_\_\_\_, 2006

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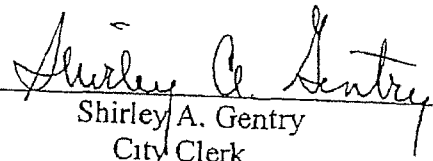
Will Wynn  
Mayor

APPROVED:



David Allan Smith  
City Attorney

ATTEST:



Shirley A. Gentry  
City Clerk

# East Riverside/Oltorf Neighborhood Plan

November 16, 2006

## EXHIBIT # A (Pleasant Valley NPCD)

Parcels withdrawn for future consideration

Parcel (Tract Number or TCAD Property ID)	Addresses
287933 (Includes Tract 310)	2207 WICKERSHAM LN 2301 WICKERSHAM LN
285047	1109 1/2 S PLEASANT VALLEY RD 1109 S PLEASANT VALLEY RD
286715	2201 S PLEASANT VALLEY RD 2111 S PLEASANT VALLEY RD
287438	2306 WICKERSHAM LN 2308 WICKERSHAM LN 2314 WICKERSHAM LN 4601 SHERINGHAM DR
287442	1909 1/2 S PLEASANT VALLEY RD 1919 S PLEASANT VALLEY RD
287443	1819 1/2 S PLEASANT VALLEY RD 1819 S PLEASANT VALLEY RD
287812	1401 S PLEASANT VALLEY RD
287814	1303 1/2 CROSSING PL 1301 1/2 CROSSING PL 1309 CROSSING PL 1351 1/2 CROSSING PL 1511 FARO DR
287939	1705 CROSSING PL
287990	1600 WICKERSHAM LN 1602 1/2 WICKERSHAM LN
287993	1717 S PLEASANT VALLEY RD
289155	2433 S PLEASANT VALLEY RD 2433 1/2 S PLEASANT VALLEY RD 2512 1/2 E OLTORF ST 2514 E OLTORF ST
289156	2301 S PLEASANT VALLEY RD 2317 S PLEASANT VALLEY RD
290410	2400 WICKERSHAM LN
290411	2440 WICKERSHAM LN

Parcel (Tract Number or TCAD Property ID)	Addresses
445742	4405 E RIVERSIDE DR
483166	1225 S PLEASANT VALLEY RD 4600 ELMONT DR
551574	5003 E RIVERSIDE DR 5021 E RIVERSIDE DR 5001 E RIVERSIDE DR
287926	0 ELMONT DR (LOT 1 BLK C.PARKE GREEN SUBD)
551506	0 E RIVERSIDE (AUSTIN OAKS CONDOMINIUMS COMMON AREA)



## **EXHIBIT 5**

### **Question 9: Experience and Qualifications**

- a. Description of Experience, Qualifications, Services, and Awards
- b. Executive Director Resume
- c. Director of Homeownership Resume
- d. Developer and Partner Resumes

## **EXHIBIT 5**

### **Project Experience & Qualifications**

#### **PEOPLETRUST**

PeopleTrust is a 501(c)(3) organization with extensive staff experience and project experience in affordable housing. Executive Director, Kelly Weiss is an attorney who has focused on real estate development and affordable housing for the past 12 years. Homeownership Director, Ramon Valeriano is an experienced affordable housing lender and program manager. (See attached resumes.)

PeopleTrust is the Affordable Housing Administrator for Catellus, the Master Development for the City of Austin's Robert Mueller Municipal Airport (RMMA) Redevelopment Project. Since 2008, PeopleTrust has closed 162 affordable shared equity homeownership units for this project.

The RMMA project is larger in scope than the project proposed. Phase I of RMMA included 71 affordable homes, including 30 townhomes and 41 yard homes. Phase II of RMMA included 114 affordable homes. . Phase III of RMMA includes 50 additional, consisting of 24 garden homes and 26 Mueller homes (condos). A total of 550 affordable units are planned for the RMMA Project. PeopleTrust has experience in affordable housing single-family, townhome, and condo development administration, mortgage lending, marketing and sales, and resale monitoring and management, as demonstrated through our partnership with Catellus and the Mueller Foundation.

In 2009, PeopleTrust secured \$1.8 million from G.O. Bonds to develop Westgate Grove (11 acres). Phase I will include 50 affordable units, consisting of 2/2, 3/2, and 4/2 detached single family units. In 2010, PeopleTrust secured \$1.25 million to develop Phase II of Westgate Grove (7 acres). This phase will provide approximately 50 single family attached condominium homes to homebuyers of 80% MFI or below. Ten (10) of these units will be offered to Easter Seals to serve low-income, disabled households and will be accessible. PeopleTrust has partnered with MoMark Development and Peoples/Howell 2 LLC; all homes will be built to S.M.A.R.T. Housing

PeopleTrust works with private developers to leverage funding sources to develop, manage, and administer affordable homeownership production. PeopleTrust has a proven track record in providing similar services to private developers to facilitate affordable homeownership opportunities, including marketing and outreach to income qualified buyers, coordinating homebuyer and post-ownership education, managing and administering the builder sales contract and mortgage lender process, overseeing compliance after the initial home sale, and managing the resale process to ensure long-term affordability. Partner volume builders and developers include Catellus, David Weekley, Meritage Homes, Standard Pacific, and Streetman Homes.

**EXHIBIT 5**  
**Project Experience & Qualifications**

**RMMA Redevelopment Project MFI (as of Nov 2011)**

<b>MFI % Distribution</b>	<b>&lt; 40%</b>	<b>41%-49%</b>	<b>50%-59%</b>	<b>60%-69%</b>	<b>70%-80%</b>
<b># of Closed Units</b>	1	4	8	34	115
<b>MFI % of Closed Units</b>	1%	3%	5%	22%	69%

## EXHIBIT 5

### Project Experience & Qualifications

PeopleTrust offers the following experience and services in Affordable Homeownership Program Management & Administration:

<b>PEOPLETTRUST AFFORDABLE HOMEOWNERSHIP PROGRAM MANAGEMENT &amp; ADMINISTRATION</b>	
<b>FUNCTION</b>	<b>DESCRIPTION</b>
<b>PRICING</b>	<ol style="list-style-type: none"> <li>1. Coordinate Initial Pricing of Units to ensure initial housing affordability and coordinate Market Value Appraisals</li> <li>2. Analyze Resale Formula and Calculate Resale Pricing of Units to ensure a fair return to seller and to preserve housing affordability</li> </ol>
<b>MARKETING &amp; OUTREACH</b>	<ol style="list-style-type: none"> <li>1. Develop marketing and outreach materials</li> <li>2. Perform general outreach to potential buyers, on an on-going basis</li> <li>3. Coordinate a "wait list" or interest list of eligible applicants who understand the Shared Equity Model</li> <li>4. Coordinate marketing new units both to existing wait/interest list and general public</li> <li>5. Educating the real estate and broader community about the nature of the program and available units</li> </ol>
<b>HOMEBUYER &amp; POST-OWNER EDUCATION</b>	<ol style="list-style-type: none"> <li>1. Provide general homebuyer education and credit counseling to prepare potential buyers for homeownership</li> <li>2. Conduct Orientation Sessions for small groups to ensure the homebuyer fully understands the program requirements and restrictions</li> <li>3. Conduct individual (1-1) meetings, as needed, to fully disclose program requirements and to answer any questions</li> <li>4. Develop post-ownership education and training</li> </ol>
<b>SCREENING &amp; SELECTION</b>	<ol style="list-style-type: none"> <li>1. Screen homebuyers for income/asset limits, credit history, ability to qualify for a mortgage, and to ensure housing affordability</li> <li>2. Coordinate a fair and transparent process to select qualified buyers, e.g., a lottery, or first-come, first-serve process, etc.</li> </ol>
<b>FINANCING &amp; REFINANCING</b>	<ol style="list-style-type: none"> <li>1. Secure mortgage lender approval for the program to develop a mortgage lender pool</li> <li>2. Review and approve initial mortgage products to ensure homeowner success and housing affordability</li> <li>3. Review and approve refinancing, home equity loans, etc., to ensure that the owner does not borrow more than the maximum resale price</li> </ol>
<b>COMPLIANCE &amp; MONITORING</b>	<ol style="list-style-type: none"> <li>1. Ensure income eligibility with SMART Housing Requirements and other applicable fund source requirements</li> <li>2. Coordinate and track primary resident status of homeowners on an annual basis; includes an annual certification by the homeowner</li> <li>3. Regularly review land records to monitor ownership and lien status of property</li> </ol>
<b>RESALE MANAGEMENT</b>	<ol style="list-style-type: none"> <li>1. Respond to homeowner's notices</li> <li>2. Coordinate with title companies</li> <li>3. Coordinate and review home inspections and appraisals</li> <li>4. Work with out-going homeowners on sales transaction</li> <li>5. Coordinate subsequent purchase with eligible homebuyer</li> </ol>
<b>ENFORCEMENT</b>	<ol style="list-style-type: none"> <li>1. Ensure properly executed, enforceable legal documents</li> <li>2. Coordinate foreclosure prevention measures</li> </ol>

# Kelly E. Weiss

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## *RESUME*

### **Education**

**The University of Texas School of Law**, Austin, Texas.  
J.D. May 1998. Licensed to practice in the State of Texas, SBN 24008256.

**Rice University**, Houston, Texas.  
B.A. May 1992, *Cum Laude*.  
Majors: Political Science, Sociology, Religious Studies

### **Work Experience**

*Present -*

*December 2007*

#### **PeopleFund & PeopleTrust**

##### **Sr. Vice President, PeopleFund; President, PeopleTrust**

- Oversee daily operations of CDFI Loan Fund, including Loan Team, Finance & Accounting, Development & Communications, and Technical Assistance & Outreach Functions
- Direct strategy and operations of PeopleTrust, a non-profit, affordable housing development, construction, and mortgage lending and development organization

*December 2007-*

*September 2005*

#### **City of Austin – Neighborhood Housing & Community Development**

##### **Austin Housing Finance Corporation, Community Development Administrator**

- Direct program development, implementation, management, and compliance for federally and locally funded affordable housing programs and initiatives
- Direct day-to-day operations and management of 32 staff
- Develop and manage \$20 million administrative and program budget
- Negotiate and close private developer agreements, fee reimbursement agreements, grant and loan agreements to secure affordable housing requirements
- Prepare grant applications, funding proposals, and loan applications
- Administer housing policy implementation and draft housing policy documents
- Represent NHCD-AHFC in front of AHFC Board of Directors, Austin City Council, Boards and Commissions, community stakeholders, lenders, private and non-profit developers
- Serve as a board member for AHFC subsidiary corporations

*September 2005 -*

*January 2004*

##### **Austin Housing Finance Corporation, Housing Development Manager**

- Manage Contract Compliance and Real Estate staff
- Manage affordable housing program, contracts, and loan portfolio
- Manage project review and underwriting for affordable projects
- Coordinate housing policy issues and draft housing policy documents

*January 2004 –*

*February 2003*

##### **Austin Housing Finance Corporation, Property Agent**

- Coordinate acquisition, development, and sales of real property
- Perform site selections and cost estimates, feasibility reports, and market analysis

*February 2003 -  
February 2000*

### **Urburbia, LLC, Managing Member**

- Direct and manage real estate acquisition and development
- Negotiate and secure financing
- Develop and manage project budgets
- Manage contracts for HUD project-based rehabilitation
- Prepare pro formas, feasibility studies, and development plans
- Prepare corporate and partnership financial statements and file tax returns
- Perform accounting and payroll activities

*February 2000 -  
September 1996*

### **Law Offices of R. Stephen McNally**

#### **Associate Attorney**

- Research legal issues, draft appellate briefs and policy documents
- Manage staff of 3 legal interns and law clerks

*August 1996 -  
June 1996*

### **State of Texas Office of the Attorney General**

#### **Child Support Legal Division, Law Clerk**

- Review cases and assist in court for establishment and enforcement cases
- Research special issues for General Counsel

*July 1995 -  
May 1994*

### **Child Support Enforcement Division New Systems (Title IV-D)**

#### **System Test Administrator (Systems Analyst III)**

- Manage and establish a work plan and budget for 16 Team Leaders and User Analysts
- Develop and implement computer system policy, guidelines, processes and procedures
- Develop and implement back-up system design for test database
- Develop and implement archival system for system database
- Develop systems interface computer programs for external data sources

*February 1994 -  
July 1992*

### **Andersen Consulting**

#### **Systems Analyst Child Support Enforcement System, Legal Function Lead**

- Manage and establish a work plan and budget for five team members
- Develop and implement change management approaches to introduce new, state-wide software system
- Design, code, and test batch and on-line computer programs
- Direct strategic planning of legal function for child support enforcement, including enforcement strategies for American Indian lands
- Develop training and curriculum for Legal Function
- Verify Federal and State requirements for federal certification

### **Activities**

- Austin Community Development Design Center, Board of Directors
- Primavera Montessori School, Board of Director, President
- National Shared Equity Housing Coalition Member
- Guest Lecturer (University of Texas School of Law, School of Public Administration, School Architecture)

## Ramon G. Valeriano



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### Objective

To match my professional and personal skills with a dynamic organization in order to contribute to the success of the company

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### Experience

#### **Vice President of Client Services *Habitat for Humanity/PeopleTrust***

***11/11 to Present  
Austin, Texas***

- Direct the family selection process while providing equal opportunity outreach to potential Habitat partner families
- Oversee all mortgage management activities
- Function as the primary advocate within the agency regarding issues specific to family partners
- Supervise the work of the Family Services staff, volunteers, and committees
- Oversee all partner family engagement activities: sweat equity, class attendance etc,
- Report on mortgage performance metrics, enforces mortgage policies, and serves as a voting member of the Mortgage Review Committee
- Manage family services production pipeline and adhere to timelines set forth by construction schedule, strategic plan goals, and funding sources
- Work closely with Development/Grants Department to provide data and analysis to secure and maintain funding streams
- In cooperation with appropriate staff, committees, (and when appropriate the Board of dDirectors), develop, implement and enforce Family Services policies
- Design, implement and maintain Family Services procedures departmental manuals
- Research and develop policies as needed to comply with Habitat for Humanity International standards and directives

#### **Director of Homeownership *PeopleTrust***

***8/08 to 11/11  
Austin, Texas***

- Create, oversee, and administer the systems, processes, and policies for homeownership program
- Direct and manage homeownership development projects, including acquisitions and partnerships with private and non-profit builders
- Establish and maintain working relationships with PeopleFund, public entities, private developers, and other non-profit community based organizations
- Serve as a representative of PeopleTrust in all meetings, conferences, and public events
- Oversee the general organizational administration
- Provide homebuyer orientation for shared appreciation program
- Provide 1-on-1 and hands-on orientation to families for the shared appreciation program
- Provide shared appreciation training to realtors, lenders & title companies
- Prepare closing documents for the Mueller Affordable Homes Program
- Facilitate closings with lenders, realtors and title companies
- Assist with grant writing and organizational funding opportunities
- Oversee lender approval and participation in housing programs
- Coordinate approval of housing programs with FNMA, FHLMC, and HUD

**Regional Emerging Markets Manager**  
**Wells Fargo Home Mortgage**

**8/05 to 8/08**  
**Austin, Texas**

- Created tactical marketing plans for regional and local areas which included Central Texas, West Texas, Arkansas and Oklahoma
- Implemented Emerging Market strategies to drive market share in ethnic communities
- Increased the visibility of WFHM through partnerships, strategic alliances and work with Area Managers to recruit diverse Home Mortgage Consultants (HMCs)
- Served as a representative of Emerging Markets in all meetings and conferences
- Represented local and regional loan officers in the design and participation in local events to increase homeownership awareness and opportunities
- Developed and managed day-to-day relationships with non-profits, community-based and social organizations that increase the loan volume generations to the local market.
- Collaborated with WF Bank Community Development Officers to meet CRA and Fair Lending requirements
- Trained and developed EM HMCs and provide First Time Homebuyer certification course for the region

**Operations Manager**  
**Guaranty Residential Lending**

**8/03 to 8/05**  
**Austin, Texas**

- Establish organizational goals and objectives
- Develop sound policies, strategies, and action plans to meet department goals and objectives
- Exercise sound cost-control measures to ensure the financial soundness of the department
- Ensure continuous flow of quality products, programs, or services
- Provide an organizational structure for achieving maximum productivity and effectiveness
- Make full and effective use of all organizational resources
- Promote harmony and spirit of cooperation with all affiliated companies, divisions, departments
- Keep informed of all emerging trends and developments affecting the department
- Ensure the timely release of all reports needed to meet internal and external requirements
- Communicate effectively with employees and customers
- Represent the organization in dealing with the public, government, and employees

**Housing Development Supervisor**  
**City of Austin/Austin Housing Finance Corporation**

**7/01 to 8/03**  
**Austin, Texas**

- Coordinate the activities of a neighborhood team involved in the development of single and multi-family projects
- Review housing projects and make approval recommendations
- Direct staff in coordinating activities between elected officials, housing developers, real estate specialists, attorneys, title companies, project managers, contractors, and others
- Prepare and recommend budgets for housing projects; review and approve expenditures
- Conduct financial underwriting, research, and analysis to determine the economic and social feasibility of the proposed projects
- Monitor compliance with federal regulations of funds provided to contractors and sub-recipients for various federal and state programs
- Develop, interpret and enforce program guidelines, policies, and procedures
- Perform site selections and cost estimates and assist in purchasing properties for project developments
- Write specifications and scopes of work for Contracts to ensure quality control
- Represent the division before boards, commissions, City Council, neighborhood associations and organizations, public agencies, and citizens
- Respond to requests for information from the City Manager, City Council, citizens, and public interest groups
- Review applications, conduct interviews and top candidate for hire
- Evaluate employee performance and provide coaching, feedback and performance evaluations
- Make recommendations on promotions, salary increases and terminations



**Lending/Production Specialist*****Texas State Affordable Housing Corporation******8/97 to 7/01******Texas Department of Housing & Community Affairs******Austin, Texas***

- Liaison with federal, state, local agencies and private organizations in matters concerning the coordination of housing programs
- Research and recommend viable funding sources for affordable housing along the Texas/Mexico border
- Coordinated the Contract for Deed Conversion Program, to convert ownership of property along the Texas/Mexico border from a contract for deed to a mortgage secured with a deed of trust
- Developed and administered a \$4 million home improvement loan program to provide low interest loans to low income residents throughout the State of Texas
- Responsible for supervising employees and the daily operation of the Texas Home Improvement Loan Program
- Developed a training manual and conducted seminars for participating non-profit agencies
- Prepared recommendations of approval for presentation to the TDHCA Board of Directors

**Senior Assistant Branch Manager*****3/96 to 3/97******The Associates******Austin, Texas***

- Responsible for supervising employees and daily branch operations
- Performed and reviewed credit investigations and performed credit analysis for revolving and installment contracts
- Prepared and executed loan documents secured with real estate, personal property, and automobiles
- Devised quarterly marketing strategies to promote loan and sales growth
- Collected accounts 60-90 days delinquent and made recommendations for loss

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**Education**

- B.B.A, Finance with Real Estate Option - Angelo State University, GPA 3.34/4.0

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**Special Skills**

- S.A.F.E. Certified - NMLS# 339292
- Obtaining Realtor License Feb. 2012
- National CLT Network Board Member
- National CLT Network Board Secretary
- National CLT Network Public Policy Committee Member
- Bilingual in Spanish
- Computer skills include MS Word/Excel/Power Point/Access/Front Page

## Garrett S. Martin

### Experience:

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#### **MileStone Community Builders, LLC – Austin, Texas**

*President & CEO, October 2009 to Present*

- Founded and successfully grew MileStone Community Builders to Austin's 15<sup>th</sup> largest builder over the initial 18-month launch period while maintaining a net profit margin equal to more than double the industry average.
- Acquired 210 distressed bank-owned lots at an acquisition price of less than fifty percent of replacement value making MileStone one of the few Austin companies to secure distressed asset properties.
- Turned around an abandoned community by adjusting product, pricing, and promotion to match the demographics and psychographic buying factors of the target market. Took the closings pace from less than one home per month to more than four throughout 2010.
- Repositioned a major master planned community in West Austin by adjusting product and promotion to match the market. Drove closings to an average monthly closings pace of more than three homes per month where other builders had been unable to achieve a closing pace above one unit per month.
- Contracted for the acquisition of twelve tracts of land, closed on the acquisition of five properties in the initial 18-month startup period. Processed the zoning, subdivision, and site plan approval for five additional tracts to be acquired upon completion of the entitlements.

#### **GSM Real Estate, LLC – Austin, Texas**

*Partner, November 2008 to October 2009*

- Negotiated and secured a construction and sales management contract to build and sell 144 single family cottage homes for a fee. Built and implemented a construction and sales team to accomplish the sales and construction goals.
- Negotiated a construction and sales management contract to build and sell 247 single family cottage homes for a fee and part of the ownership structure in the development. Assembled a construction and sales team to accomplish the sales and construction goals for the community.
- Conducted extensive negotiations with numerous groups to secure an equity investment for the purposes of acquiring a portfolio of properties in the Austin area.

**Portrait Homes – Austin, Texas**

*Director of Land Development, July 2006 to November 2008*

- Responsible for all development activities from the Austin Division's inception including the acquisition, entitlement and development of more than \$31 million in company assets, the contract and feasibility of more than eleven parcels of land, the acquisition of five parcels of land, the full entitlement of six parcels of land, and the development of five parcels of land.
- Navigated the competitive landscape in Austin to successfully position the division to outperform in the event of a market slowdown by carving out various market niches including acquiring all remaining multifamily land in certain submarkets to ensure a relative monopoly, decisively avoiding overly competitive submarkets in positioning the division, and establishing the division in markets with high barriers to entry.
- Cut development costs by more than 25% over the costs of comparable publicly traded builders, cut entitlement times from an average of six months by publicly traded builders to four months, and cut development times from an average of six months by publicly traded builders to less than three months.

**D.R. Horton – Austin, Texas**

*Land Development, March 2005 to July 2006*

- Managed contractor relationships, legal counsel, developers, engineers and municipal personnel to develop lots on as many as nine subdivisions at one time.
- Conducted studies on existing and new markets, including absorption, pipeline analysis, property pricing, ROI, and GPA analysis to determine the value and viability of markets.
- Conducted analysis to identify and capture the synergies between home construction and land development, helping to reduce costs by more than \$9 million per year and improve efficiency.

**Education:**

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**University of Texas School of Law**

**Austin, Texas**

**Southern Methodist University Dedman School of Law**

**Dallas, Texas**

*Juris Doctor/Licensed Attorney*

May 2005

- Phi Delta Phi Honor Law Fraternity, Law Review

**Trinity University**

**San Antonio, Texas**

*Bachelor of Science in Business Administration, cum laude*

Majors in English Literature and Finance, May 2002

# *Project List*

## **Project Summary Highlights:**

- Formed a motivated team of independent contractors including engineers, general contractors, land planners, and landscape architects to act cohesively in producing and completing subdivisions all over Austin.
- Built a disciplined strategic plan for acquiring parcels of land in a competitive, land constrained market place. Reviewed more than 80 parcels of land in three months and contracted for the acquisition of eleven infill land positions in selected submarkets.
- Navigated the planning and zoning and city council approval process to obtain full entitlements for 713 units in three different jurisdictions in less than five months without exceeding the initial feasibility and entitlement budgets.
- Closed on the acquisition of five fully entitled sites and worked with contractors and sub-contractors to manage the site improvements. Construction on the first phase was completed in a maximum of 90 days with an average of 60 days per site. Sales models were open within 150 days of breaking ground on most sites. All sites were completed within the initial budget with zero cost overruns.

## **Austin Area Developments:**

### The Enclave at Brushycreek (Acquired, Entitled):

- 30 Residential Acres, 105 Lots; 14 Commercial Acres
- Zoned, Annexed, and Amended the City of Cedar Park's future land use map for one of the last remaining large tracts of land not reserved for commercial purposes in the City of Cedar Park.
- Overcame through consensus building substantial neighborhood opposition and gained unanimous City Council support for the proposed project without any delay.
- Acquired the last large tract suitable for residential use at a price basis that will enable the delivery of single family lots at substantially less than market price.

### SouthBridge Villas I and II (Acquired, Entitled and Developed):

- 10 Acres, 77 Lots
- Acquired SouthBridge Villas I at ½ of its previously contracted value to a competing national homebuilder.
- Acquired, Zoned, and processed site plan approval on SouthBridge Villas II in a period of less than five months
- Developed SouthBridge Villas I for over \$250k less than budgeted, delivered the finished lots within 3 ½ months from the project start date without any contractor change orders.

### Paradiso Villas Section 3 (Engineered and Developed):

- 9 Acres, 41 Lots
- Redesigned and reengineered the third phase of an ongoing project in an effort to reduce costs and improve constructability.
- Reduced the projected budget for completing the section from more than \$1M to \$600k through value engineering efforts.

### East Riverside Drive (Acquired, Entitled):

- 14 gross acres, 150 dwelling units.

- Formed and worked with an engineering and architecture team to design a new product to be built in a 3 story, 'stacked flat' configuration.
- Negotiated with the City of Austin staff to bring the proposed site into compliance with alternative minimum design criteria for the newly enacted Commercial Design Standards, while simultaneously maintaining the project timeline to obtain full entitlements within four months.

Cypress Creek (Acquired, Entitled and Developed):

- 21.57 gross acres, 17.51 net acres, 180 dwelling units.
- Negotiated the purchase of the land from the Pohl Brown Company.
- Negotiated with the city to allow Portrait Homes to dedicate floodplain land in lieu of paying to meet parkland dedication requirements.
- Obtained full plat and site plan approval in less than four months by actively managing the city's approval process.
- Developed and completed the initial infrastructure phase in less than 90 days.

Silver Oak (Acquired, Entitled and Developed):

- 9 gross acres, 82 dwelling units.
- Negotiated the purchase of the land from the Blake Magee Company.
- Increased site density above previous prospective purchasers by 50% through the creation and use of walkout basement floor plans, which reduced the need for more than \$500k in retaining walls and created more than one million dollars worth of useful square footage.

Buttercup (Acquired, Entitled and Developed):

- 9.64 gross acres, 6 net acres, 69 dwelling units.
- Negotiated with the city to allow a median cut, and avoided the use of a mandatory joint access agreement with an adjacent apartment complex.
- Contracted for the purchase of the site at substantially less than market value and created value through engineering persistence by designing a site plan on the tract that was previously viewed by most as unusable.

Ravenscroft (Acquired, Entitled and Developed):

- 11.36 gross acres, 96 dwelling units.
- Purchased centrally located parcel in a submarket with high barriers to entry due to limited land supply.
- Closed 28 homes in the first month the community was open for closings.

City Side Townhomes (Acquired, Entitled and Developed):

- 15 gross acres, 136 dwelling units.
- Completed site infrastructure in the first phase within 60 days.
- Formed a design team to develop new housing product for the site. Achieved a sales rate of eight units within the first month of sales while utilizing a temporary sales trailer.

Olympic Heights (Entitled and Developed):

- Major Master Planned Community; responsible for entitlement and development of various sections.
- Responsible for all community infrastructure development including planning, securing entitlements, and managing contractors.

Olympic Heights West (Acquired, Entitled and Developed):

- 28 gross acres, 82 dwelling units.
- Negotiated the acquisition of a tract of land adjacent to the successful Olympic Heights community to be developed as a final phase of the master plan.
- Negotiated with the City of Austin, more than four area homeowners' associations, and several environmental rights groups to obtain preliminary zoning approval at planning and zoning with homeowner support.

Plum Creek (Acquired, Entitled and Developed):

- Formed a lasting relationship and negotiated with the master developer for the Plum Creek community for additional lot purchases and takedowns.
- Participated in the management of contractors to ensure that lots were properly finished.
- Managed the cost sharing arrangements with the master developer and the takedown schedules. Drafted and negotiated new land acquisition contracts with the master developer.

Anderson Mill West (Negotiated Resolution to Prior Project Manager's Development Problems with County):

- Resolved a potential multimillion dollar subdivision acceptance problem with Travis County by sitting on an accessibility rules committee and aiding in the creation of rules governing how Travis County would apply the American's with Disabilities Act.

Benbrook Ranch (Developed):

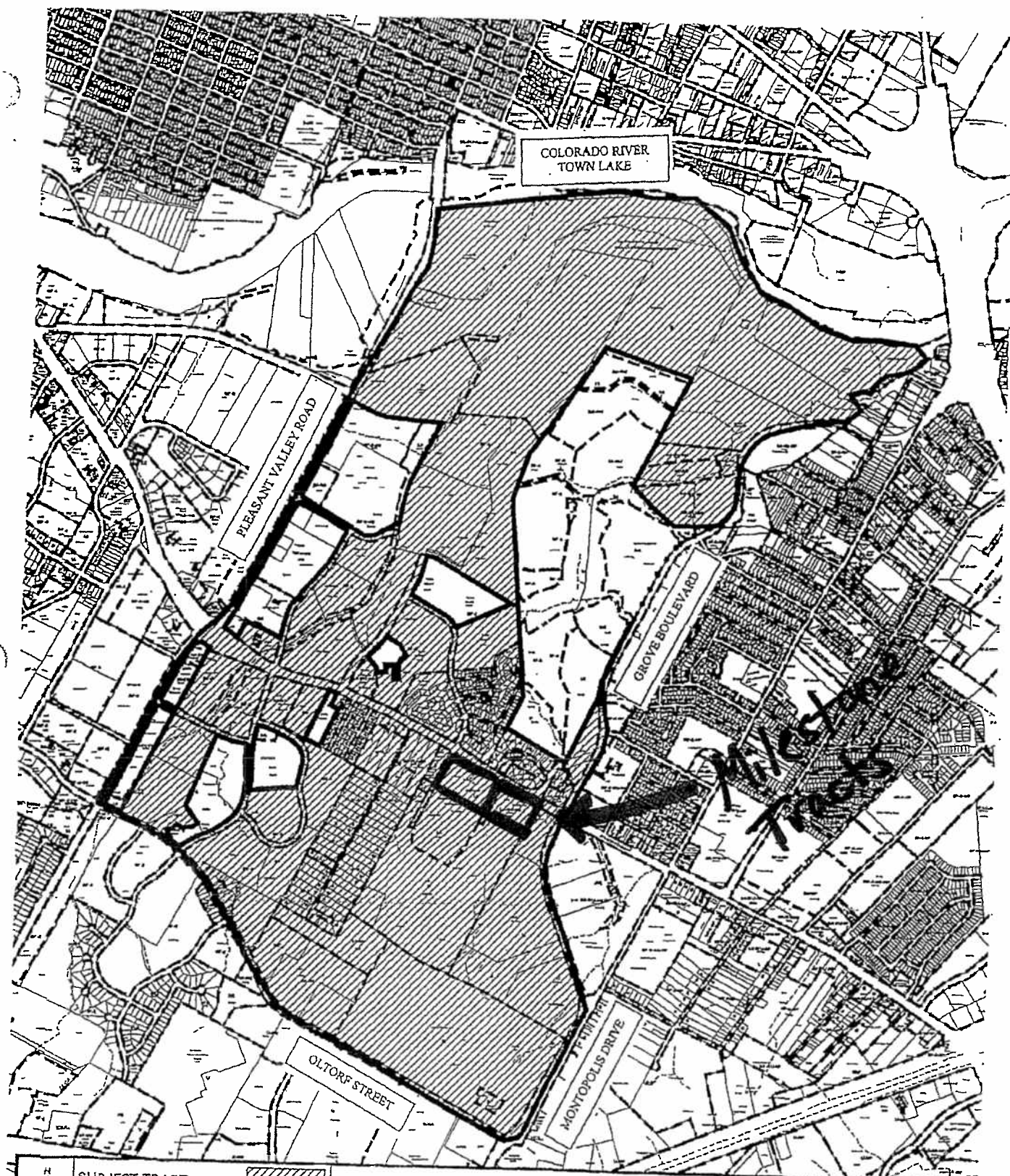
- Managed the joint development of Benbrook Ranch with a development partner which included contractor oversight and developer negotiations.
- Created a lot padding system that saved thousands of dollars per house in foundation expense, and millions of dollars over the entire company after it was implemented.

Pioneer Hill (Entitlement):

- Participated in finalization of the entitlements on a 655-unit master planned community, which included the creation of an entire zoning ordinance within the City of Austin's zoning code and creation of numerous development agreements that allocated the cost of offsite improvements to the City of Austin.

Riverwalk (Acquired, Entitled and Developed):

- Managed the joint development of Riverwalk with a development partner. Responsibilities extended to managing all of the subdivision improvements including the construction of a multimillion dollar entry, road, and pond.



- SUBJECT TRACT
- PENDING CASE
- ZONING BOUNDARY
- CASE MGR: R. HEIL

CASE #: C14-05-0113  
 ADDRESS: PLEASANT VALLEY  
 NEIGHBORHOOD PLAN COMBINING DISTRI  
 SUBJECT AREA (acres): N/A

### ZONING EXHIBIT C

DATE 06-10  
 INTLS: SM

CITY GRID  
 REFERENCE  
 NUMBER  
 'K18-20 L18-2  
 0

## **EXHIBIT 6**

### **Question 13: Partnership with Non-Profit Entities**



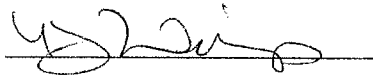
### MOU for Homebuyer Counseling and Education Services

This is a Memorandum of Understanding between Austin PeopleTrust, Inc. ("PeopleTrust") and Austin Habitat for Humanity for the following services:

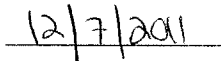
1. Homebuyer counseling and education through certified housing counselors using the NeighborWorks Homebuyer Education curriculum to serve low-to- moderate income homebuyers for the PeopleTrust Riverside Villas Homeownership Project, or other project as may be designated.
2. Homebuyer counseling and education to be offered in English or Spanish;
3. Homebuyer Education Certificate to be issued to the homebuyer and copy provided to PeopleTrust upon successful completion of class.

The amount due under this MOU is not to exceed \$1,350, payable when services are rendered, by Austin Habitat for Humanity invoice to Austin PeopleTrust.

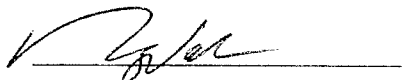
Agreed to:



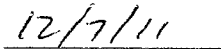
Kelly Weiss, Executive Director  
PeopleTrust



Date



Ramon G. Valeriano, V.P. Client Svcs.  
Austin Habitat for Humanity

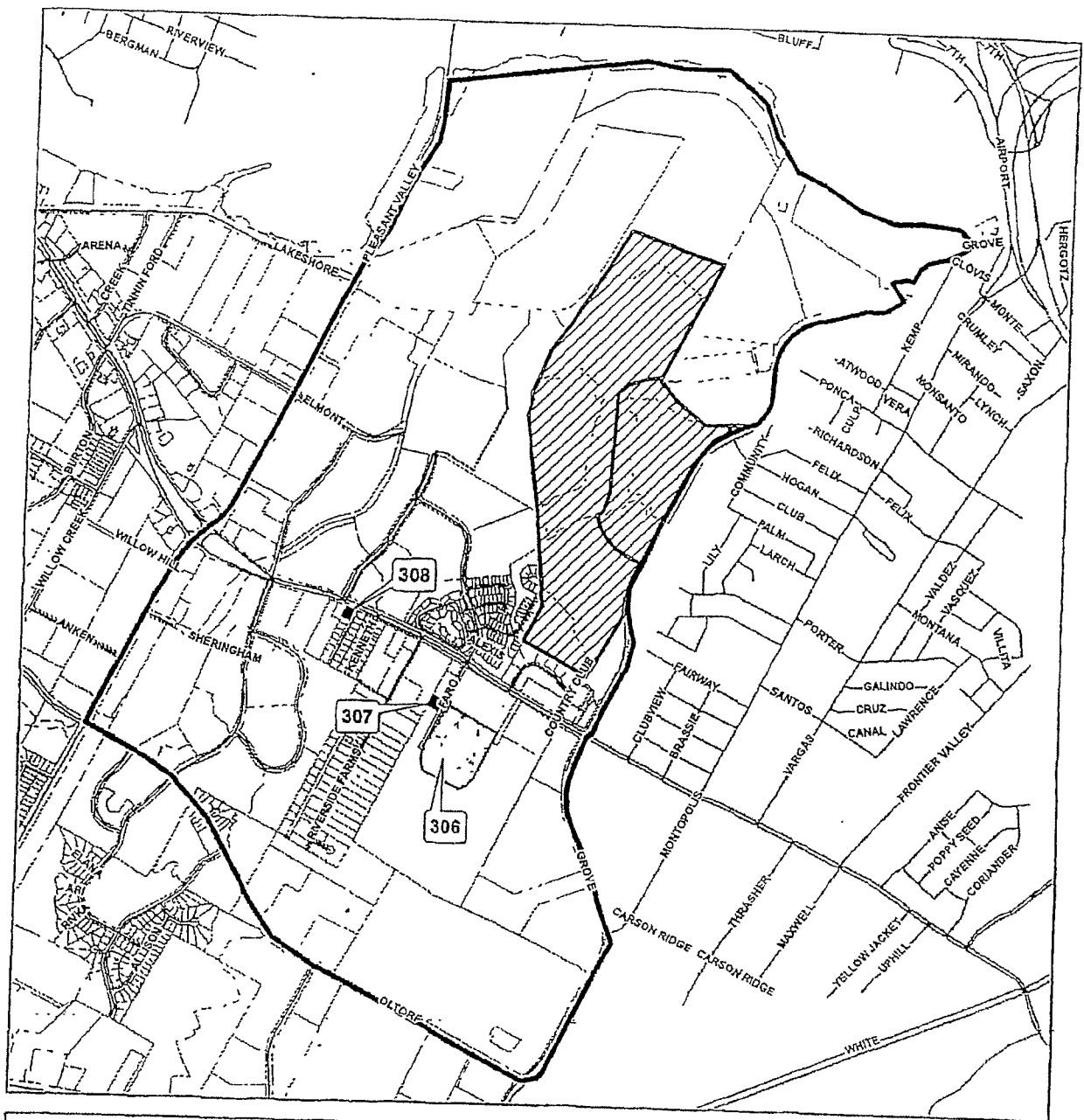


Date

## **EXHIBIT 7**

### **Question 14: Neighborhood Support**

- a. Map of Pleasant Valley Neighborhood Plan
- b. Request of Support Letter to Pleasant Valley Neighborhood Association



Pleasant Valley Neighborhood Plan Combining District  
 Tract Map of Rezoning  
 Zoning Case #C-14-05-0113  
 Exhibit B



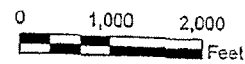
City of Austin  
 Neighborhood Planning and Zoning Department  
 Updated October 27, 2006



Tracts for Rezoning

Tracts Exempt from Neighborhood Plan Rezoning

ACC (Exempt from NP)





December 7, 2011

Pleasant Valley Neighborhood Association  
Ms. Barb Fox  
1615 Whitney Way  
Austin, Texas 78741

Dear Ms. Fox:

PeopleTrust is a 501(c)(3) non-profit housing organization that provides affordable homeownership for working families. With median home sales prices in Austin of \$191,700, homeownership is simply out of reach for many working families. Our homeowners have good credit and must qualify for a home mortgage from a private lender. We serve families who are 80% or below median family income or incomes of \$59,900 annually for a family of four.

PeopleTrust has successfully closed 162 affordable homes at Mueller, and we are working on developing affordable homeownership opportunities in other communities across Austin, including Riverside Villas.

We have applied for General Obligation Housing Bond funding from the City of Austin, in order to acquire and develop the tract of land located at 5401 East Riverside Drive. We plan on offering **quality**, new homes that meet **green building** standards.

We are requesting a letter from your neighborhood organization supporting this opportunity. I am happy to meet with you or to attend a neighborhood meeting to provide more information about our organization and this development.

Please do not hesitate to contact me, if you have any questions.

Sincerely,

Ramon g. Valeriano  
V.P. Client Services