

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD MEETING MINUTES

The Board of Commissioners of the Knoxville's Community Development Corporation met on **March 30, 2023** at 901 N. Broadway, Knoxville, Tennessee.

The meeting was called to order and a quorum declared present at 5:01 p.m.

Present: Chair Robert Whetsel
Vice Chair Kimberly Henry
Treasurer Scott Broyles
Commissioner Robyn McAdoo
Commissioner John Winemiller
Commissioner Felix Harris

Absent: Commissioner Kathy Hill

Approval to execute the minutes for the *regular* meeting held on February 23, 2023. **Commissioner McAdoo moved to approve. Commissioner Henry seconded the motion. All other Commissioners present voted "Aye."**

REDEVELOPMENT/LEGAL MATTERS (Brad Peters)

Approval to convey 0 Texas Avenue (081PE008) via donation to The City of Knoxville's Stormwater Engineering Department. **Commissioner Henry moved to approve. Commissioner Broyles seconded the motion. All other Commissioners present voted "Aye."**

Approval to sell 2120 McCalla Avenue (095BE006 Lot 24R) to East Tennessee Housing Development Corporation (ETHDC). **Commissioner McAdoo moved to approve. Commissioner Henry seconded the motion. All other Commissioners present voted "Aye."**

Resolution authorizing the execution of a development agreement with Elmington Capital Group, LLC with respect to the development of The Dunhill and Sutherland View Apartments and authorizing the formation of Sutherland 1 GP Corporation and the admission of Sutherland 1 GP Corporation as general partner of ECG Sutherland 1, LP. **Commissioner Winemiller moved to approve. Commissioner Henry seconded the motion. All other Commissioners present voted "Aye."** Resolution 2023-06 is attached.

Resolution authorizing the execution of a development agreement with Elmington Capital Group, LLC with respect to the development of Sutherland Park Apartments and authorizing the formation of Sutherland 2 GP Corporation and the admission of Sutherland 2 GP Corporation as general partner of ECG Sutherland 2, LP. **Commissioner Winemiller moved to approve. Commissioner Henry seconded the motion. All other Commissioners present voted "Aye."** Resolution 2023-07 is attached.

PUBLIC FORUM

Adronicus Thomas, NRC Property Manager

UNFINISHED BUSINESS

None

ADJOURNMENT

With no further business to come before the Board, the meeting adjourned by consent at 5:28 p.m.



Robert Whetsel, Chair

Approved: April 27, 2023

ATTEST:


Benjamin M. Bentley, Secretary

Approved: April 27, 2023

RESOLUTION NO. 2023-06

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF KNOXVILLE'S
COMMUNITY DEVELOPMENT CORPORATION AUTHORIZING THE
EXECUTION OF A DEVELOPMENT AGREEMENT WITH ELMINGTON
CAPITAL GROUP, LLC WITH RESPECT TO THE DEVELOPMENT OF THE
DUNHILL AND SUTHERLAND VIEW APARTMENTS, AND AUTHORIZING THE
FORMATION OF SUTHERLAND 1 GP CORPORATION AND THE ADMISSION
OF SUTHERLAND 1 GP CORPORATION AS GENERAL PARTNER OF ECG
SUTHERLAND 1, LP**

WHEREAS, Knoxville's Community Development Corporation ("KCDC") is the housing, redevelopment and urban renewal authority of the City of Knoxville, Tennessee (the "Municipality") and is duly incorporated pursuant to Sections 13-20-101 *et seq.*, Tennessee Code Annotated; and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(a)(6), housing and redevelopment authorities in Tennessee are authorized to own, operate, assist, or otherwise participate in (directly or through a partnership, a limited liability company, or other entity in which the authority, or an entity affiliated with an authority, is a general partner, managing member, or otherwise participates in the activities of the entity) one (1) or more mixed-finance projects (including projects financially assisted by low-income housing tax credits); and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(b), housing and redevelopment authorities in Tennessee are authorized to cause the formation of corporations; and

WHEREAS, Elmington Capital Group, LLC (the "Developer") has requested KCDC's assistance in the development of affordable housing on real property located at 1036 Dunhill Way and 3200 Sutherland View Way in Knoxville, Tennessee (collectively, the "Property"); and

WHEREAS, in exchange for KCDC's assistance in planning and implementing the development of affordable housing on the Property, the Developer has proposed to pay twenty percent (20%) of the development fee and cash flow resulting from the development of the Property to KCDC or an affiliate of KCDC; and

WHEREAS, the Board desires to authorize the officers of KCDC to execute a Development Agreement (the "Development Agreement") with the Developer including the terms described above and such other terms as are deemed necessary and appropriate by the officers of KCDC and counsel to the Board; and

WHEREAS, for the purpose of facilitating financing and development of the Property, KCDC desires to form a corporation known as Sutherland 1 GP Corporation (the "Corporation"); and

WHEREAS, the Board desires to approve and authorize such documentation as is necessary for KCDC to form the Corporation (the "Corporate Documents"), including, but not limited to, the charter (the "Charter") and bylaws (the "Bylaws") of the Corporation, drafts of which have been submitted to KCDC and shall be filed with the records of KCDC; and

WHEREAS, as set forth in the Charter submitted to KCDC, KCDC desires to appoint its Chairman, Vice-Chairman and Treasurer as the initial Board of Directors of the Corporation; and

WHEREAS, for the purpose of facilitating financing and development of the Property, the Developer previously formed a limited partnership known as ECG Sutherland 1, LP (the "Limited Partnership"); and

WHEREAS, the Board desires to approve and authorize the execution of such documentation as is necessary for the Developer or its affiliate to assign the general partnership interest in the Limited Partnership to the Corporation and to cause the Corporation to become the general partner of record for the Limited Partnership (collectively, the "General Partner Interest Documents").

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION:

RESOLVED, that the Chairman, Vice Chairman, Secretary, Assistant Secretary and/or any other officer of KCDC, acting alone or in combination with one another (individually and collectively the "Authorized Officers"), is/are authorized and empowered to execute the Development Agreement; and, further

RESOLVED, that the Development Agreement shall be similar to the form submitted, which is hereby approved, with such completions, omissions, insertions and changes as may be approved by counsel to the Board and the officers executing it, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to carry out KCDC's obligations under the Development Agreement; and, further

RESOLVED, that it is in the best interest of KCDC to enter into the Development Agreement; and, further,

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, the Charter, the Bylaws, and the General Partner Interest Documents; and, further

RESOLVED, that the Charter and the Bylaws shall be in substantially the forms submitted, which are hereby approved, with such completions, omissions, insertions and changes as may be approved by the officers executing them, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further


RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to form the Corporation and to cause the Corporation to become the general partner of the Limited Partnership, all in the form approved by the Authorized Officers executing same, the execution of same by such Authorized Officers to constitute conclusive evidence of the approval of same; and, further

RESOLVED, that it is in the best interest of KCDC to enter into, file and/or record the Corporate Documents and the General Partner Interest Documents with respect to the development of the Property; and, further,

RESOLVED, that any and all other actions heretofore taken on behalf of KCDC by the Authorized Officers to execute and deliver any of the agreements, documents or instruments authorized by the foregoing resolutions, or to take any of the other actions authorized by the foregoing resolutions, and all acts of the Authorized Officers that are in conformity with the purposes and intent of these resolutions, are hereby approved, ratified and confirmed in all respects.

BE IT THEREFORE RESOLVED that this Resolution shall be effective this 30th day of March, 2023.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: 
Secretary

35140872.1

RESOLUTION NO. 2023-07

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF KNOXVILLE'S
COMMUNITY DEVELOPMENT CORPORATION
AUTHORIZING THE EXECUTION OF A DEVELOPMENT AGREEMENT
WITH ELMINGTON CAPITAL GROUP, LLC WITH RESPECT TO THE
DEVELOPMENT OF THE SUTHERLAND PARK APARTMENTS, AND
AUTHORIZING THE FORMATION OF SUTHERLAND 2 GP CORPORATION
AND THE ADMISSION OF SUTHERLAND 2 GP CORPORATION AS
GENERAL PARTNER OF ECG SUTHERLAND 2, LP**

WHEREAS, Knoxville's Community Development Corporation ("KCDC") is the housing, redevelopment and urban renewal authority of the City of Knoxville, Tennessee (the "Municipality") and is duly incorporated pursuant to Sections 13-20-101 *et seq.*, Tennessee Code Annotated; and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(a)(6), housing and redevelopment authorities in Tennessee are authorized to own, operate, assist, or otherwise participate in (directly or through a partnership, a limited liability company, or other entity in which the authority, or an entity affiliated with an authority, is a general partner, managing member, or otherwise participates in the activities of the entity) one (1) or more mixed-finance projects (including projects financially assisted by low-income housing tax credits); and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(b), housing and redevelopment authorities in Tennessee are authorized to cause the formation of corporations; and

WHEREAS, Elmington Capital Group, LLC (the "Developer") has requested KCDC's assistance in the development of affordable housing on real property located at 510 Vista Glen Way in Knoxville, Tennessee (the "Property"); and

WHEREAS, in exchange for KCDC's assistance in planning and implementing the development of affordable housing on the Property, the Developer has proposed to pay twenty percent (20%) of the development fee and cash flow resulting from the development of the Property to KCDC or an affiliate of KCDC; and

WHEREAS, the Board desires to authorize the officers of KCDC to execute a Development Agreement (the "Development Agreement") with the Developer including the terms described above and such other terms as are deemed necessary and appropriate by the officers of KCDC and counsel to the Board; and

WHEREAS, for the purpose of facilitating financing and development of the Property, KCDC desires to form a corporation known as Sutherland 2 GP Corporation (the "Corporation"); and

WHEREAS, the Board desires to approve and authorize such documentation as is necessary for KCDC to form the Corporation (the "Corporate Documents"), including, but not limited to, the charter (the "Charter") and bylaws (the "Bylaws") of the Corporation, drafts of which have been submitted to KCDC and shall be filed with the records of KCDC; and

WHEREAS, as set forth in the Charter submitted to KCDC, KCDC desires to appoint its Chairman, Vice-Chairman and Treasurer as the initial Board of Directors of the Corporation; and

WHEREAS, for the purpose of facilitating financing and development of the Property, the Developer previously formed a limited partnership known as ECG Sutherland 2, LP (the "Limited Partnership"); and

WHEREAS, the Board desires to approve and authorize the execution of such documentation as is necessary for the Developer or its affiliate to assign the general partnership interest in the Limited Partnership to the Corporation and to cause the Corporation to become the general partner of record for the Limited Partnership (collectively, the "General Partner Interest Documents").

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION:

RESOLVED, that the Chairman, Vice Chairman, Secretary, Assistant Secretary and/or any other officer of KCDC, acting alone or in combination with one another (individually and collectively the "Authorized Officers"), is/are authorized and empowered to execute the Development Agreement; and, further

RESOLVED, that the Development Agreement shall be similar to the form submitted, which is hereby approved, with such completions, omissions, insertions and changes as may be approved by counsel to the Board and the officers executing it, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to carry out KCDC's obligations under the Development Agreement; and, further

RESOLVED, that it is in the best interest of KCDC to enter into the Development Agreement; and, further,

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, the Charter, the Bylaws, and the General Partner Interest Documents; and, further

RESOLVED, that the Charter and the Bylaws shall be in substantially the forms submitted, which are hereby approved, with such completions, omissions, insertions and changes as may be approved by the officers executing them, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

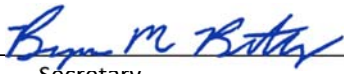
RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to form the Corporation and to cause the Corporation to become the general partner of the Limited Partnership, all in the form approved by the Authorized Officers executing same, the execution of same by such Authorized Officers to constitute conclusive evidence of the approval of same; and, further

RESOLVED, that it is in the best interest of KCDC to enter into, file and/or record the Corporate Documents and the General Partner Interest Documents with respect to the development of the Property; and, further,

RESOLVED, that any and all other actions heretofore taken on behalf of KCDC by the Authorized Officers to execute and deliver any of the agreements, documents or instruments authorized by the foregoing resolutions, or to take any of the other actions authorized by the foregoing resolutions, and all acts of the Authorized Officers that are in conformity with the purposes and intent of these resolutions, are hereby approved, ratified and confirmed in all respects.

BE IT THEREFORE RESOLVED that this Resolution shall be effective this 30th day of March, 2023.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: 
Secretary

35140872.1

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

Date: March 24, 2023

To: Board of Commissioners

From: Benjamin M. Bentley, Secretary

Subject: **AGENDA**
Board Meeting of the Board of Commissioners
Thursday, March 30, 2023, 5 p.m.
901 N. Broadway Street
Knoxville, TN 37917

1. Call to Order.
2. Approval is requested to execute the minutes for the regular meeting held on February 24, 2023. [\(Item 2 Attachment\)](#)
3. Motion to add, delete or postpone agenda items.
4. Reports of officers and special presentations.

NEW BUSINESS

REDEVELOPMENT (Jim Hatfield)

5. Approval is requested to sell 0 Texas Avenue (081PE008) to The City of Knoxville's Stormwater Engineering Department. [\(Item 5 Attachment\)](#)
6. Approval is requested to sell 2120 McCalla Avenue (095BE006 Lot 24R) to East Tennessee Housing Development Corporation (ETHDC). [\(Item 6 Attachment\)](#)
7. Resolution authorizing the execution of a development agreement with Elmington Capital Group, LLC with respect to the development of The Dunhill and Sutherland View Apartments and authorizing the formation of Sutherland 1 GP Corporation and the admission of Sutherland 1 GP Corporation as general partner of ECG Sutherland 1, LP. [\(Item 7 Attachment\)](#)
8. Resolution authorizing the execution of a development agreement with Elmington Capital Group, LLC with respect to the development of Sutherland Park Apartments and authorizing the formation of Sutherland 2 GP Corporation and the admission of

Sutherland 2 GP Corporation as general partner of ECG Sutherland 2, LP. [\(Item 8 Attachment\)](#)

Unfinished Business

Public Forum

Adjournment

The next agenda review meeting will be held

Thursday, April 20, 2023 @ 5 p.m.

The next board meeting will be held

Thursday, April 27, 2023 @ 5 p.m.

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION BOARD ACTION FORM

| | |
|---|---|
| MEETING DATE | March 30, 2023 |
| AGENDA ITEM DESCRIPTION | Approval is requested to sell 0 Texas Ave (081PE008) to The City of Knoxville. |
| SUBMITTED BY | Name, Title / Department: Jim Hatfield, VP Redevelopment |
| MEETING TYPE | <input checked="" type="checkbox"/> Regular <input type="checkbox"/> Special <input type="checkbox"/> Annual |
| CLASSIFICATION | <input type="checkbox"/> Resolution <input checked="" type="checkbox"/> Approval |
| BUDGET / FINANCIAL IMPACT | Budgeted: \$ _____ Expenditure: \$ _____ Source of Funds: _____ |
| APPROVAL / REVIEWS | <input checked="" type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input type="checkbox"/> Executive Director/CEO <input type="checkbox"/> Legal Counsel: _____ Other – Name/Title: _____ |
| <u>BACKGROUND</u> | |
| <p>1. What is the objective of this action? The City's Land Acquisition Committee recommends the action.</p> | |
| <p>2. Why is the action needed now? Originally KCDC acquired 6 parcels through the blighted property process. The parcels have had a history of issues with water due to the riparian streams bisecting them. After discussions with Stormwater Engineering, KCDC re-subdivided the 6 parcels into three parcels. Two of those parcels are now buildable allowing for proper setbacks from the wetland stream. The subject parcel is not buildable due to wetland streams.</p> | |
| <p>3. Who are the parties involved and what are their roles (if appropriate)? City of Knoxville's Stormwater Engineering Division will monitor and maintain. KCDC will convey the property for \$1.</p> | |
| <p>4. What are the long-term and short-term exposures? None</p> | |
| HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where) | The City's Land Acquisition Committee approved the matter March 9. |
| ATTACHMENTS | Maps, Land Acquisition Committee Request |



0 TEXAS AVENUE

081PE008

Knoxville - Knox County - KUB Geographic Information System

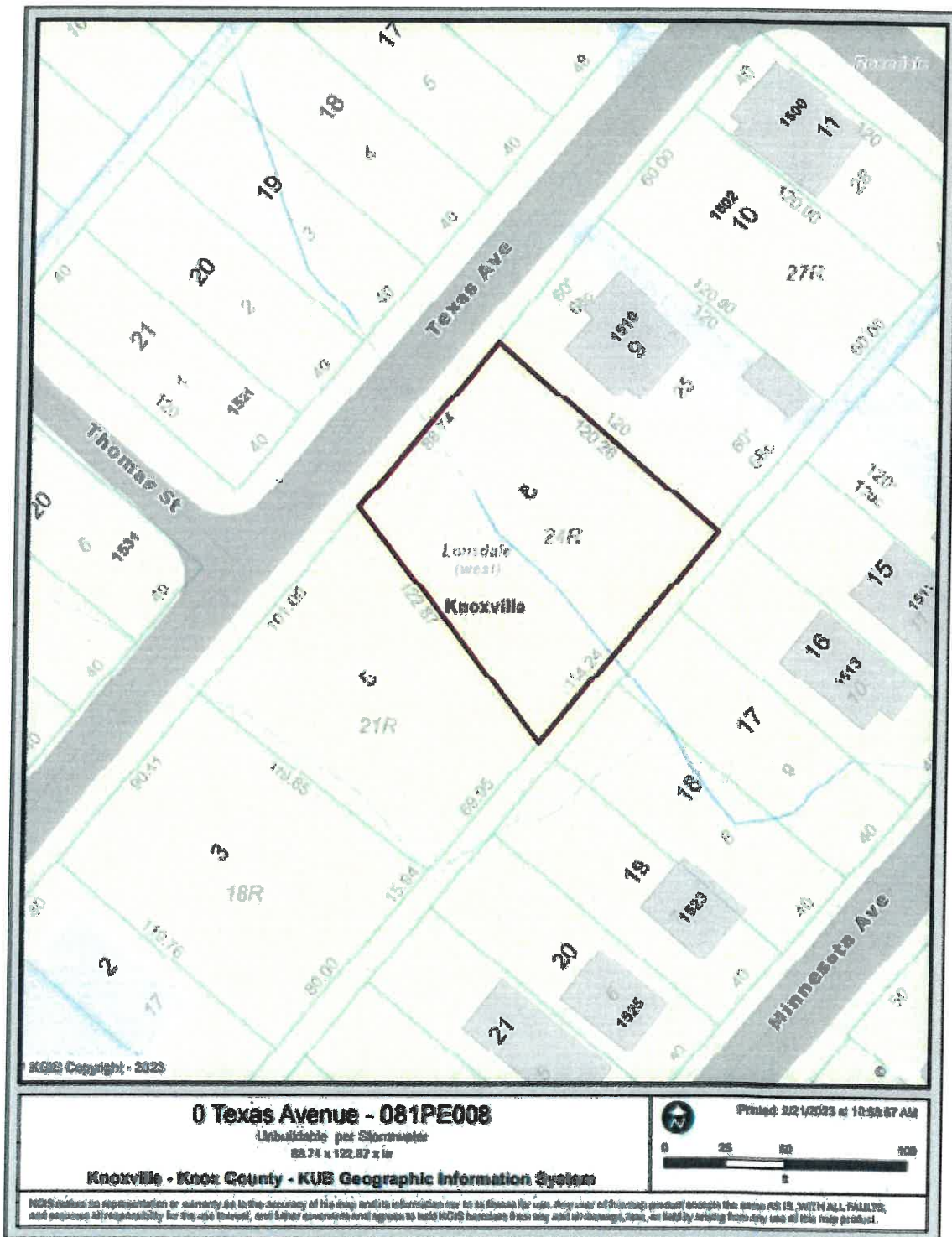


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0 Texas Avenue / 081PE008



LAND ACQUISITION COMMITTEE REQUEST

(Committee Meets 4th, Monday Each Month)
(Attach Supporting Maps, Documentation, etc.)

Department: Housing and Neighborhood Development Date: 02/27/23
Project Name: Blighted Property Acquisition focus in Redevelopment Plan Areas
Project Desc.: Acquisition and disposition of blighted property

Approved Capital Project: Yes/No Yes Budget Yr. Approv.: 2022
Project Funding Source: FIN083702 / 201802193 / Award-Debt Svc FY19 & General Fund

Purchase: Yes/No No Donation: Yes/No Yes Lease: Yes/No No
Condemnation: Yes/No No Estimated Value: \$200

CLT #: 081-PE008 Desired Acquisition Date: ASAP
Address: 0 Texas Avenue
City: Knoxville St.: TN Zip: 37921

Owner's Name: KCDC ATTN: David Cook
Owner's Address: 901 Broadway
Owner's Phone #: 865-403-1188 Cell #: 865-755-5967

Is this Property Acquisition / Donation / Lease in the "Best" interest of the City ? (Explain)

This unimproved parcel of land was recently one of six (6) contiguous parcels re-subdivided (081PE-003-008).in the Lonsdale Redevelopment Plan area on Texas Avenue to cure blight and create much needed additional infill housing. These lots have long been issues due to the lack of maintenance by the former property owners, blue line & riparian streams and land that can never be developed due to the fact they're so marshy anything placed upon them would simply sink.

Our department has worked vigilantly for more than two years with Stormwater Engineering staff to identify exactly where potential housing can be erected and observe the proper larger than normal setback requirements due to riparian stream zones.

At the City's direction and as part of the Lonsdale Redevelopment Plan, KCDC acquired all parcels, obtained a survey, new legal descriptions and appraisals for the project, which has resulted in two lots for new homes on Texas Avenue re-subdivided as 081PE003 and 005. However, based upon our conversations and emails, we knew it would be necessary to transfer the remaining re-subdivided parcel of 081PE008 to Stormwater to ensure no construction ever takes place on this lot and so the City can easily implement any future requirements as may be necessary.

The parcel is zoned RN-2/IH (Single -Family Residential / Infill Housing Overlay) and located within the NW Knoxville Lonsdale Land Company Resubdivision. There are no projected costs associated with the transfer. The current fair market appraisal dated 1/22/2023, values this parcel at \$200. The property will be maintained by the City of Knoxville.

Sr. Director's Signature: _____

Date: 2/22/2023


Kevin DuBose
DO NOT WRITE BELOW THIS LINE

Review Date: _____

Committee Recommendation: _____

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION BOARD ACTION FORM

| | |
|---|--|
| MEETING DATE | March 30, 2023 |
| AGENDA ITEM DESCRIPTION | Approval is requested to sell 2120 McCalla Ave (095BE006) to East Tennessee Housing Development Corporation (ETHDC) (\$1,875). |
| SUBMITTED BY | Name, Title / Department: Jim Hatfield, VP Redevelopment |
| MEETING TYPE | <input checked="" type="checkbox"/> Regular <input type="checkbox"/> Special <input type="checkbox"/> Annual |
| CLASSIFICATION | <input type="checkbox"/> Resolution <input checked="" type="checkbox"/> Approval |
| BUDGET / FINANCIAL IMPACT | Budgeted: \$ _____ Expenditure: \$ _____ Source of Funds: _____ |
| APPROVAL / REVIEWS | <input checked="" type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input type="checkbox"/> Executive Director/CEO <input type="checkbox"/> Legal Counsel: _____ Other – Name/Title: _____ |
| <u>BACKGROUND</u> | |
| <p>1. What is the objective of this action? Build a single-family home on a vacant lot in Five Points.</p> <p>2. Why is the action needed now? ETHDC made application to the Homemakers Program for the parcel. They will build a 1,127 SF, 3BR, 2BA single-family dwelling to be made available for sale to a household with an income at or below 80% of the Area Median Income. ETHDC will pay \$1,875 for the lot.</p> <p>3. Who are the parties involved and what are their roles (if appropriate)? City of Knoxville KCDC ETHDC</p> <p>4. What are the long-term and short-term exposures? None</p> | |
| HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where) | KCDC first acquired the property in 2004 from Knox County KCDC sold it to the AME Zion Church to use for a single-family home in 2006. The church was unable to develop the property and gave it back to KCDC in 2008. This action will result in development of the property. |
| ATTACHMENTS | map, site photograph, THDC Homemaker & Infill Housing information |



2120 McCalla Avenue
095BE006

Knoxville - Knox County - KUB Geographic Information System



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2120 McCalla Avenue



Google





**CITY OF KNOXVILLE
HOUSING & NEIGHBORHOOD DEVELOPMENT DEPARTMENT
APPLICATION FOR INFILL HOUSING
DESIGN REVIEW**

Date: 2/28/23

1. Location of Property: Address: 2120 McALLA AVE. - 37915 KNOXVILLE, TN

NOTE: Obtain a certified address from MPC before submitting your plans

Lot and Parcel Number: Parcel # 095BE006 / PART OF LOT #4
PROPERTY TO BE REPLATTED
FOLLOWING CLOSING.

Check nature of request:

☒ New primary structure: ☒ Site built ☐ Modular ☐ Multi-sectional**

☐ Additions visible from the primary street

☐ Changes to porches visible from the primary street

☐ Driveways, parking pads, access point, garages or similar facilities

* Submit Manufacture, Distributor and Installer; ** Submit Home Dealer and Stabilizer

Project contact:

Name of Applicant: EAST TENNESSEE HOUSING DEVELOPMENT CORP.

Street: 10414 JACKSON OAKS WY 202 City: KNOXVILLE

State: TN Zip: 37922 Daytime Telephone: (865) 281-3130

Email: SAUNDRA.ETHDC@gmail.com Fax: N/A

2. Owner:

Name of Owner: KCDC - SALE PENDING / ETHDC BUYER (HOMEMAKERS)

Organization (if applicable): SAME AS ABOVE

Street: - City: -

State: - Zip: - Daytime Telephone: -

Email: - Fax: -

3. Documents:

☒ Proposed plot plan, submit 9 copies (see plot plan requirements)

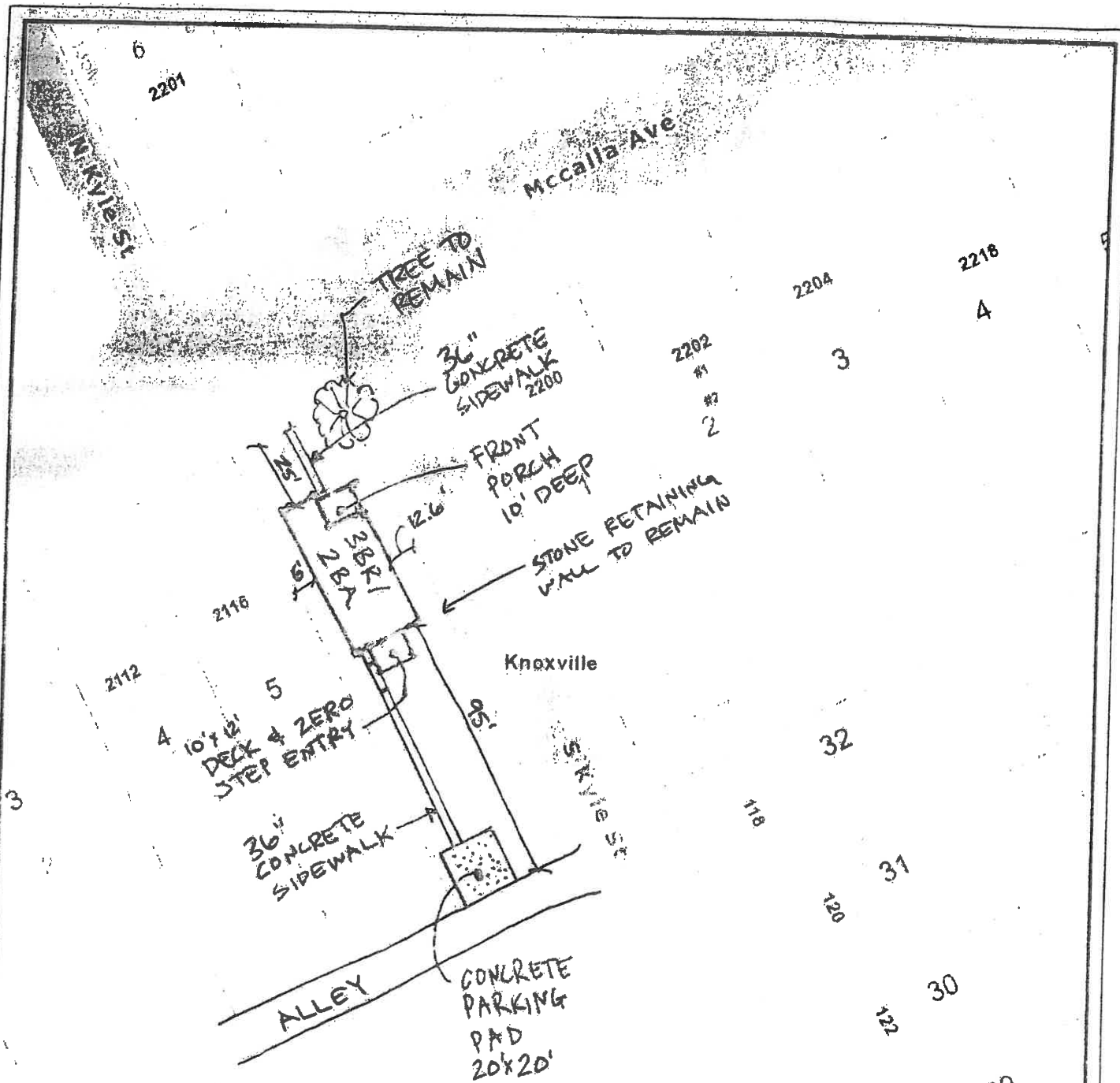
☒ Proposed front and side elevations, submit 9 copies (see elevation requirements)

☐ Workmans Compensation Certificate (if required)

4. Signature of Applicant:

I hereby certify that this application is consistent with the principles found within the
Heart of Knoxville Infill Housing Design Guidelines.

Signature: Sandra Swink Date: 3/1/2023




SUBJECT PROPERTY LOT SIZE = 41.7'x176'
 NEW 3BR/2BA - 1,127 SQ.FT. SINGLE-FAMILY DWELLING
 (23' WIDE x 56' DEEP)
 10.01


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2120 McCALLA AVE.

Knoxville - Knox County - KUB Geographic Information System

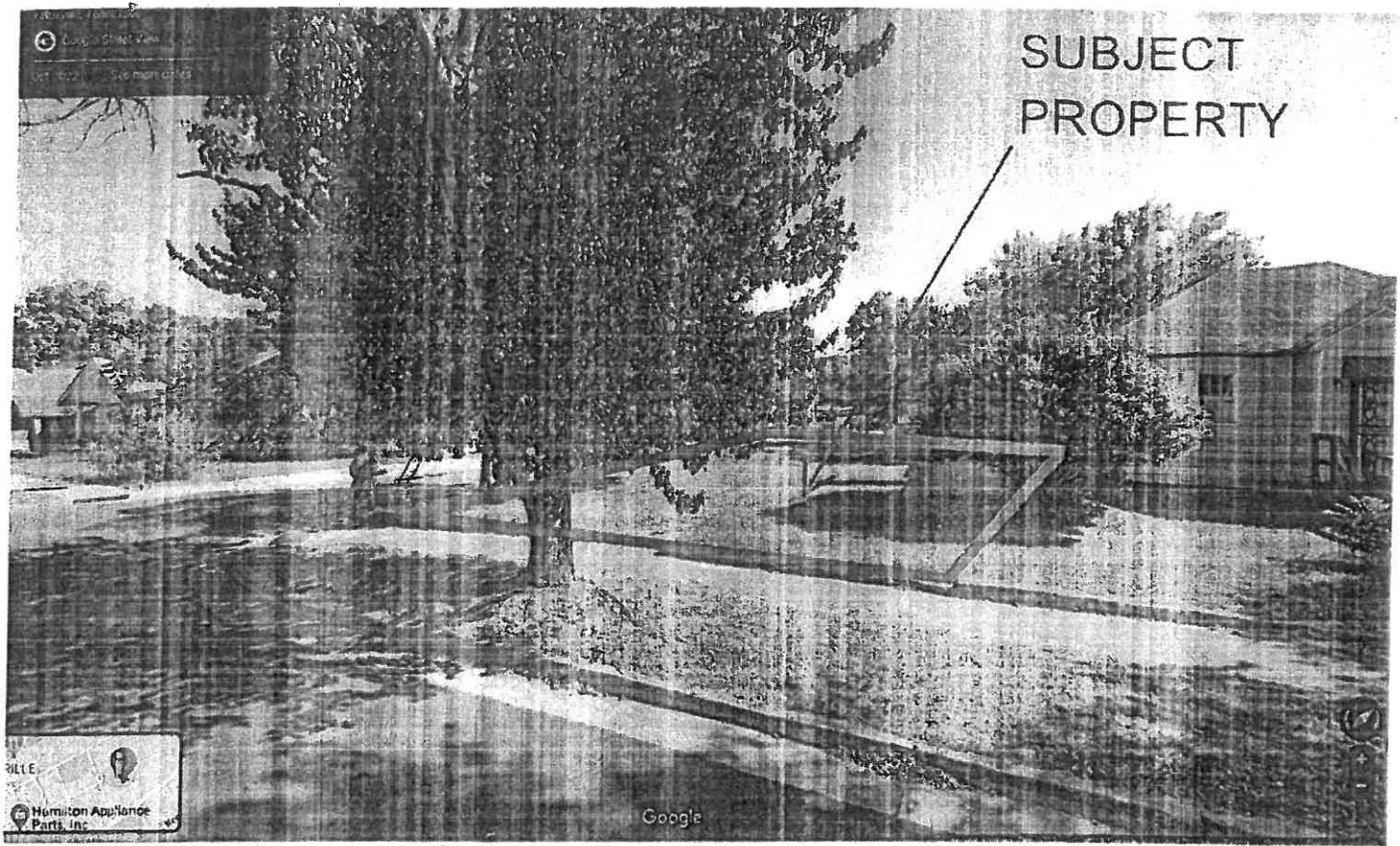


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RIGHT SIDE ELEVATION
44' - 10"



SUBJECT
PROPERTY



Google

GEORGE C. SHIELDS II

Attorney
City of Knoxville

Document No. C-23-0073

**HOMEMAKERS PROGRAM
CONDITIONAL SALES AGREEMENT**

THIS CONDITIONAL SALES AGREEMENT ("CSA") is made by and between the **Department of Housing and Neighborhood Development** (formerly known as the Department of Community Development), a department of the City of Knoxville, a municipal corporation organized and existing under the laws of the State of Tennessee, 400 Main Street, Suite 532, Knoxville, TN 37902 ("**Department**"), and **East Tennessee Housing Development Corporation**, 10414 Jackson Oaks Way, Knoxville, TN 37922 ("**Homemaker**").

WITNESSETH:

WHEREAS, by Ordinance No. O-207-95, the City of Knoxville ("**City**") established a process called the Homemakers Program to dispose of properties acquired through the Blighted Property Ordinance (codified as amended at Knoxville City Code § 6-150) and other properties acquired by or under control of the Department in order to meet the City's housing and community development objectives; and

WHEREAS, by agreement with the City, Knoxville's Community Development Corporation ("**KCDC**") conveys property acquired through the Five Points Redevelopment Project through the Homemakers Program; and

WHEREAS, **KCDC** owns certain property located at 2120 McCalla Avenue, Parcel ID No. 095 BE 006 ("**Property**"), which is more specifically described in the Quitclaim Deed whereby **KCDC** acquired the Property, which is recorded as Instrument No. 200806180095120 in the Knox County Register's Office, to which Instrument specific reference is made for a more particular description of the Property; and

WHEREAS, the Homemaker has been selected by the Homemakers Program Committee to purchase the Property, and the Homemaker has agreed to purchase the Property, under the conditions set forth in this CSA; and

WHEREAS, said contemplated conveyance shall be made only under the prescribed conditions of this CSA.

NOW, THEREFORE, the Department and the Homemaker, for the mutual considerations stated herein, agree as follows:

1. The total purchase price for the fee simple title to the Property is \$1,875.00. The Homemaker will deposit \$188.00 as earnest money. The City will hold said deposit in escrow until transfer of title. The Homemaker is responsible for any financing arrangements that must be made to pay any balance due.

2. Final authorization for the transfer of title is subject to the approval of the Board of KCDC. By executing this CSA, the Department agrees to recommend to KCDC that it execute a Deed conveying the Property to the Homemaker in consideration of \$1,875.00 and compliance with all provisions of this CSA.

3. The Homemaker agrees to assume full responsibility for payment of all taxes on the Property as of the date of delivery of the Deed, paying all property taxes when due and never allowing them to become delinquent.

4. The Homemaker agrees to assume full responsibility for obtaining and maintaining adequate hazard and/or builders' risk insurance as of the date of delivery of the Deed and will provide certificates, endorsements, and policies evidencing such insurance upon the City's request.

5. The Homemaker agrees to accept title upon delivery of the Deed by KCDC.

6. The Homemaker agrees to use the Property as proposed in the Homemakers Program application submitted to and approved by the Department and amended and restated below:

Newly constructed single-family, one-story, three-bedroom, two-bath home with approximately 1,170 square feet. The home will be ADA VISIBLE, ENERGY STAR certified, and, upon completion, sold to a household with income at or below 80 percent of Area Median Income.

When used in this CSA: the term "ADA Accessible" means designed and constructed in such manner that the Property or part of the Property is readily accessible to and usable by individuals with disabilities in compliance with the provisions of the Americans with Disabilities Act of 1990, as amended, 42 U.S.C. § 12101 *et seq.* ("ADA"); the term "ADA VISIBLE" means construction compliant with the provisions of the ADA that includes interior doorways that provide a minimum 32-inch-wide unobstructed opening, an accessible means of egress, and a full or half bathroom on the ground floor; the terms "Area Median Income" and "Fair Market Rent" mean the median family income and the fair market rent, respectively, for the Knoxville, Tennessee, metropolitan area as published annually by the United States Department of Housing and Urban Development; and the term "energy efficient" means compliant with minimum design requirements that promote efficient utilization of energy in buildings as set forth in the Residential Building Code of the City of Knoxville.

7. The Homemaker agrees to complete the rehabilitation and/or construction on the Property within one (1) year of the date of delivery of the Deed. The Homemaker will begin the work necessary to rehabilitate the structure and/or construct a structure on the Property within 180 days of the transfer of the Property to the Homemaker. All work shall comply with infill housing design guidelines and all applicable City codes, inspection and permitting rules, rehabilitation standards, and approved plans and specifications.

8. The Homemaker agrees to submit all necessary plans within 90 days of the date of this CSA for the rehabilitation and/or construction of a structure on the Property. This CSA is subject to cancellation by the Department if the Homemaker fails to complete this obligation within 90 days of the date of this CSA.

9. The Homemaker agrees to obtain a written commitment from any and all funding sources for all necessary financing for the purchase, rehabilitation and/or construction required by this CSA within 120 days of the date of this CSA. The Homemaker will provide, or cause to be provided, to the City supportive documents from the funding source(s) fully disclosing the financing terms. This CSA is subject to cancellation by the Department if the Homemaker fails to complete this obligation within 120 days of the date of this CSA.

10. During the period beginning upon delivery of the Deed and continuing to the date KCDC issues a notice of completion of the rehabilitation and/or construction, the Homemaker agrees to secure and maintain the Property.

11. The Homemaker agrees that if the Property is a contributing property within a potential Historic District, a National Register District, a Redevelopment Area, or an H-1 Historical Zoning Overlay, then all rehabilitation work, new construction, or other alterations shall conform to the specific area requirements.

12. Time is of the essence with respect to all matters to be performed pursuant to this CSA.

13. The Homemaker will permit inspections at reasonable times by the Department's staff and designated agents to determine compliance with the terms of this CSA.

14. The Homemaker agrees to provide to the City the following information about the family or individual that initially occupies the structure located on the property: income, family size, race, sex of head of household, and elderly and handicap status. The Homemaker will submit the information on the form provided to the Homemaker for such purpose by the Department.

15. The Homemaker agrees to comply with all applicable federal requirements related to the construction, sale, rental, and financing of the housing units constructed and/or rehabilitated on the Property, including, but not limited to, lead-based paint hazard elimination regulations, the Civil Rights Act of 1964, and the Fair Housing Act, and related regulations.

16. The Homemaker agrees to maintain the Property in accordance with all applicable City codes, ordinances, rules, and regulations related to the maintenance of property standards and shall not allow the Property to fall into disrepair or blight.

17. Notices shall be given between the parties in writing, and shall be delivered to the addresses of the parties as set forth herein. All notices shall be either personally delivered or mailed through the U.S. Postal Service, postage prepaid, in a sealed envelope, certified mail, return receipt requested. Notices shall be deemed given when personally delivered or the day following deposit in the U.S. Postal Service as aforesaid.

18. Transfer of title shall take place within 150 days of the date of this CSA. This CSA is subject to cancellation by the Department if transfer of title does not take place within 150 days of the date of this CSA.

19. If the circumstances surrounding or the facts underlying the decision of the Department to enter into this CSA have materially changed between the date of this CSA and closing, and said changes are outside the control of the parties and could not have been avoided by the exercise of due care, then the Department, in its sole discretion, reserves the right to cancel this CSA and return the earnest money deposit to the Homemaker.

20. If it becomes necessary to enforce this CSA through an attorney, or by institution of litigation or other proceedings, the prevailing party, in addition to all other damages or remedies that may be awarded, shall be entitled to receive all costs, out-of-pocket expenditures, and reasonable attorneys' fees.

21. It is expressly understood and agreed that this CSA contains the entire agreement between the Department and the Homemaker and that there are no oral or collateral conditions, agreements, or representations, all such having been incorporated and resolved into this CSA. All conditions of this CSA shall be satisfied at or before closing.

IN WITNESS WHEREOF, this CSA has been duly executed and is effective on the latest of the dates set forth below.

**EAST TENNESSEE HOUSING
DEVELOPMENT CORPORATION**

3/10/2023
Date

BY: Saundra Swink
SAUNDRA SWINK
EXECUTIVE DIRECTOR

**DEPARTMENT OF HOUSING AND
NEIGHBORHOOD DEVELOPMENT**

3/10/2023
Date

BY: [Signature]
KEVIN DUBOSE
DIRECTOR

STATE OF TENNESSEE)
COUNTY OF KNOX)

Before me, a Notary Public in and for the County and State aforesaid, personally appeared **Saundra Swink**, with whom I am personally acquainted (or proved to me on the basis of satisfactory evidence), and who, upon oath, acknowledged that as the Executive Director of East Tennessee Housing Development Corporation is authorized to do so, executed the foregoing instrument for the purposes contained therein.

WITNESS my hand and seal at office in Knox County, Tennessee, this 10th day of March, 2023.

My Commission Expires: 6/1/2025

Kathy D. Ellis
Notary Public



STATE OF TENNESSEE)
COUNTY OF KNOX)

Before me, a Notary Public in and for the County and State aforesaid, personally appeared **Kevin DuBose**, with whom I am personally acquainted and who, upon oath, acknowledged himself to be the Director of Housing and Neighborhood Development of the City of Knoxville, a municipal corporation, and, being so authorized, executed the foregoing instrument for the purposes contained therein.

WITNESS my hand and seal at office in Knox County, Tennessee, this 10th day of March, 2023.

My Commission Expires: 6/1/2025

Kathy D. Ellis
Notary Public



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KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION BOARD ACTION FORM

| | |
|---|---|
| MEETING DATE | March 30, 2023 |
| AGENDA ITEM DESCRIPTION | Resolution authorizing the execution of a development agreement with Elmington Capital Group, LLC with respect to the development of The Dunhill and Sutherland View Apartments and authorizing the formation of Sutherland 1 GP Corporation and the admission of Sutherland 1 GP Corporation as general partner of ECG Sutherland 1, LP. |
| SUBMITTED BY | Name, Title / Department: Jim Hatfield, Vice President Redevelopment |
| MEETING TYPE | <input checked="" type="checkbox"/> Regular <input type="checkbox"/> Special <input type="checkbox"/> Annual |
| CLASSIFICATION | <input checked="" type="checkbox"/> Resolution <input type="checkbox"/> Approval |
| BUDGET / FINANCIAL IMPACT | Budgeted: \$ <u>n/a</u> Expenditure: \$ <u>n/a</u> Source of Funds: |
| APPROVAL / REVIEWS | <input checked="" type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: <u>BBS</u> Other – Name/Title: _____ |
| <u>BACKGROUND</u> | |
| <p>1. What is the objective of this action? Approval to enter into a development agreement with Elmington Capital as well as the formation of entities necessary to facilitate the acquisition and renovation of Dunhill and Sutherland View apartments. These two apartment complexes are located adjacent to each other in 37919 and have a combined unit count of 166 units.</p> | |
| <p>2. Why is the action needed now? In order to apply and pursue 2023 4% tax credits and MTEB, these entities and agreements need to be in place.</p> | |
| <p>3. Who are the parties involved and what are their roles (if appropriate)? Elmington Capital and/or its subsidiaries will be our partner on this transaction as well as co-developer. The deal structure will be the same as previous ventures with Elmington (Moss Grove, Young High Flats and Pond Gap Flats). Sutherland 1 GP Corporation will be an instrumentality of KCDC and will serve as the general partner of the ownership entity.</p> | |
| <p>4. What are the long-term and short-term exposures? None.</p> | |
| HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where) | KCDC and Elmington have partnered on previous deals together including Moss Grove, Young High Flats and Pond Gap Flats. |
| ATTACHMENTS | Resolution, map |

RESOLUTION NO. 2023-__

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION AUTHORIZING THE EXECUTION OF A DEVELOPMENT AGREEMENT WITH ELMINGTON CAPITAL GROUP, LLC WITH RESPECT TO THE DEVELOPMENT OF THE DUNHILL AND SUTHERLAND VIEW APARTMENTS, AND AUTHORIZING THE FORMATION OF SUTHERLAND 1 GP CORPORATION AND THE ADMISSION OF SUTHERLAND 1 GP CORPORATION AS GENERAL PARTNER OF ECG SUTHERLAND 1, LP

WHEREAS, Knoxville's Community Development Corporation ("KCDC") is the housing, redevelopment and urban renewal authority of the City of Knoxville, Tennessee (the "Municipality") and is duly incorporated pursuant to Sections 13-20-101 *et seq.*, Tennessee Code Annotated; and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(a)(6), housing and redevelopment authorities in Tennessee are authorized to own, operate, assist, or otherwise participate in (directly or through a partnership, a limited liability company, or other entity in which the authority, or an entity affiliated with an authority, is a general partner, managing member, or otherwise participates in the activities of the entity) one (1) or more mixed-finance projects (including projects financially assisted by low-income housing tax credits); and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(b), housing and redevelopment authorities in Tennessee are authorized to cause the formation of corporations; and

WHEREAS, Elmington Capital Group, LLC (the "Developer") has requested KCDC's assistance in the development of affordable housing on real property located at 1036 Dunhill Way and 3200 Sutherland View Way in Knoxville, Tennessee (collectively, the "Property"); and

WHEREAS, in exchange for KCDC's assistance in planning and implementing the development of affordable housing on the Property, the Developer has proposed to pay twenty percent (20%) of the development fee and cash flow resulting from the development of the Property to KCDC or an affiliate of KCDC; and

WHEREAS, the Board desires to authorize the officers of KCDC to execute a Development Agreement (the "Development Agreement") with the Developer including the terms described above and such other terms as are deemed necessary and appropriate by the officers of KCDC and counsel to the Board; and

WHEREAS, for the purpose of facilitating financing and development of the Property, KCDC desires to form a corporation known as Sutherland 1 GP Corporation (the "Corporation"); and

WHEREAS, the Board desires to approve and authorize such documentation as is necessary for KCDC to form the Corporation (the "Corporate Documents"), including, but not limited to, the charter (the "Charter") and bylaws (the "Bylaws") of the Corporation, drafts of which have been submitted to KCDC and shall be filed with the records of KCDC; and

WHEREAS, as set forth in the Charter submitted to KCDC, KCDC desires to appoint its Chairman, Vice-Chairman and Treasurer as the initial Board of Directors of the Corporation; and

WHEREAS, for the purpose of facilitating financing and development of the Property, the Developer previously formed a limited partnership known as ECG Sutherland 1, LP (the "Limited Partnership"); and

WHEREAS, the Board desires to approve and authorize the execution of such documentation as is necessary for the Developer or its affiliate to assign the general partnership interest in the Limited Partnership to the Corporation and

to cause the Corporation to become the general partner of record for the Limited Partnership (collectively, the "General Partner Interest Documents").

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION:

RESOLVED, that the Chairman, Vice Chairman, Secretary, Assistant Secretary and/or any other officer of KCDC, acting alone or in combination with one another (individually and collectively the "Authorized Officers"), is/are authorized and empowered to execute the Development Agreement; and, further

RESOLVED, that the Development Agreement shall be similar to the form submitted, which is hereby approved, with such completions, omissions, insertions and changes as may be approved by counsel to the Board and the officers executing it, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to carry out KCDC's obligations under the Development Agreement; and, further

RESOLVED, that it is in the best interest of KCDC to enter into the Development Agreement; and, further,

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, the Charter, the Bylaws, and the General Partner Interest Documents; and, further

RESOLVED, that the Charter and the Bylaws shall be in substantially the forms submitted, which are hereby approved, with such completions, omissions, insertions and changes as may be approved by the officers executing them, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to form the Corporation and to cause the Corporation to become the general partner of the Limited Partnership, all in the form approved by the Authorized Officers executing same, the execution of same by such Authorized Officers to constitute conclusive evidence of the approval of same; and, further

RESOLVED, that it is in the best interest of KCDC to enter into, file and/or record the Corporate Documents and the General Partner Interest Documents with respect to the development of the Property; and, further,

RESOLVED, that any and all other actions heretofore taken on behalf of KCDC by the Authorized Officers to execute and deliver any of the agreements, documents or instruments authorized by the foregoing resolutions, or to take any of the other actions authorized by the foregoing resolutions, and all acts of the Authorized Officers that are in conformity with the purposes and intent of these resolutions, are hereby approved, ratified and confirmed in all respects.

BE IT THEREFORE RESOLVED that this Resolution shall be effective this 30th day of March, 2023.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary

Sutherland View
Apartments

Sutherland Park
Apartments

Dunhill
Apartments

West High
School

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION BOARD ACTION FORM

| | |
|---|---|
| MEETING DATE | March 30, 2023 |
| AGENDA ITEM DESCRIPTION | Resolution authorizing the execution of a development agreement with Elmington Capital Group, LLC with respect to the development of Sutherland Park Apartments and authorizing the formation of Sutherland 2 GP Corporation and the admission of Sutherland 2 GP Corporation as general partner of ECG Sutherland 2, LP. |
| SUBMITTED BY | Name, Title / Department: Jim Hatfield, Vice President, Redevelopment |
| MEETING TYPE | <input checked="" type="checkbox"/> Regular <input type="checkbox"/> Special <input type="checkbox"/> Annual |
| CLASSIFICATION | <input checked="" type="checkbox"/> Resolution <input type="checkbox"/> Approval |
| BUDGET / FINANCIAL IMPACT | Budgeted: \$ <u>n/a</u> Expenditure: \$ <u>n/a</u> Source of Funds: |
| APPROVAL / REVIEWS | <input checked="" type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: <u>BBS</u> Other – Name/Title: |
| <u>BACKGROUND</u> | |
| <p>1. What is the objective of this action? Approval to enter into a development agreement with Elmington Capital as well as the formation of entities necessary to facilitate the acquisition and renovation of Sutherland Park apartments. This apartment complex has 120 units and is located adjacent to Dunhill and Sutherland View apartments in 37919.</p> | |
| <p>2. Why is the action needed now? In order to apply and pursue 2023 4% tax credits and MTEB, these entities and agreements need to be in place.</p> | |
| <p>3. Who are the parties involved and what are their roles (if appropriate)? Elmington Capital and/or its subsidiaries will be our partner on this transaction as well as co-developer. The deal structure will be the same as previous ventures with Elmington (Moss Grove, Young High Flats and Pond Gap Flats). Sutherland 2 GP Corporation will be an instrumentality of KCDC and will serve as the general partner of the ownership entity.</p> | |
| <p>4. What are the long-term and short-term exposures? None.</p> | |
| HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where) | KCDC and Elmington have partnered on previous deals together including Moss Grove, Young High Flats and Pond Gap Flats. |
| ATTACHMENTS | Resolution, map |

RESOLUTION NO. 2023-__

**A RESOLUTION OF THE BOARD OF COMMISSIONERS OF KNOXVILLE'S
COMMUNITY DEVELOPMENT CORPORATION
AUTHORIZING THE EXECUTION OF A DEVELOPMENT AGREEMENT WITH
ELMINGTON CAPITAL GROUP, LLC WITH RESPECT TO THE DEVELOPMENT OF
THE SUTHERLAND PARK APARTMENTS, AND AUTHORIZING THE FORMATION
OF SUTHERLAND 2 GP CORPORATION
AND THE ADMISSION OF SUTHERLAND 2 GP CORPORATION AS GENERAL
PARTNER OF ECG SUTHERLAND 2, LP**

WHEREAS, Knoxville's Community Development Corporation ("KCDC") is the housing, redevelopment and urban renewal authority of the City of Knoxville, Tennessee (the "Municipality") and is duly incorporated pursuant to Sections 13-20-101 *et seq.*, Tennessee Code Annotated; and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(a)(6), housing and redevelopment authorities in Tennessee are authorized to own, operate, assist, or otherwise participate in (directly or through a partnership, a limited liability company, or other entity in which the authority, or an entity affiliated with an authority, is a general partner, managing member, or otherwise participates in the activities of the entity) one (1) or more mixed-finance projects (including projects financially assisted by low-income housing tax credits); and

WHEREAS, pursuant to Tenn. Code Ann. § 13-20-104(b), housing and redevelopment authorities in Tennessee are authorized to cause the formation of corporations; and

WHEREAS, Elmington Capital Group, LLC (the "Developer") has requested KCDC's assistance in the development of affordable housing on real property located at 510 Vista Glen Way in Knoxville, Tennessee (the "Property"); and

WHEREAS, in exchange for KCDC's assistance in planning and implementing the development of affordable housing on the Property, the Developer has proposed to pay twenty percent (20%) of the development fee and cash flow resulting from the development of the Property to KCDC or an affiliate of KCDC; and

WHEREAS, the Board desires to authorize the officers of KCDC to execute a Development Agreement (the "Development Agreement") with the Developer including the terms described above and such other terms as are deemed necessary and appropriate by the officers of KCDC and counsel to the Board; and

WHEREAS, for the purpose of facilitating financing and development of the Property, KCDC desires to form a corporation known as Sutherland 2 GP Corporation (the "Corporation"); and

WHEREAS, the Board desires to approve and authorize such documentation as is necessary for KCDC to form the Corporation (the "Corporate Documents"), including, but not limited to, the charter (the "Charter") and bylaws (the "Bylaws") of the Corporation, drafts of which have been submitted to KCDC and shall be filed with the records of KCDC; and

WHEREAS, as set forth in the Charter submitted to KCDC, KCDC desires to appoint its Chairman, Vice-Chairman and Treasurer as the initial Board of Directors of the Corporation; and

WHEREAS, for the purpose of facilitating financing and development of the Property, the Developer previously formed a limited partnership known as ECG Sutherland 2, LP (the "Limited Partnership"); and

WHEREAS, the Board desires to approve and authorize the execution of such documentation as is necessary for the Developer or its affiliate to assign the general partnership interest in the Limited Partnership to the Corporation and to cause the Corporation to become the general partner of record for the Limited Partnership (collectively, the "General Partner Interest Documents").

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION:

RESOLVED, that the Chairman, Vice Chairman, Secretary, Assistant Secretary and/or any other officer of KCDC, acting alone or in combination with one another (individually and collectively the "Authorized Officers"), is/are authorized and empowered to execute the Development Agreement; and, further

RESOLVED, that the Development Agreement shall be similar to the form submitted, which is hereby approved, with such completions, omissions, insertions and changes as may be approved by counsel to the Board and the officers executing it, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to carry out KCDC's obligations under the Development Agreement; and, further

RESOLVED, that it is in the best interest of KCDC to enter into the Development Agreement; and, further,

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, the Charter, the Bylaws, and the General Partner Interest Documents; and, further

RESOLVED, that the Charter and the Bylaws shall be in substantially the forms submitted, which are hereby approved, with such completions, omissions, insertions and changes as may be approved by the officers executing them, their execution to constitute conclusive evidence of their approval of any such completions, omissions, insertions and changes; and, further

RESOLVED, that the Authorized Officers, acting alone or in combination with one another, are authorized and empowered to execute and cause to be filed or recorded, as applicable, any and all other instruments, documents and agreements deemed necessary or desirable by the Authorized Officers in order to form the Corporation and to cause the Corporation to become the general partner of the Limited Partnership, all in the form approved by the Authorized Officers executing same, the execution of same by such Authorized Officers to constitute conclusive evidence of the approval of same; and, further

RESOLVED, that it is in the best interest of KCDC to enter into, file and/or record the Corporate Documents and the General Partner Interest Documents with respect to the development of the Property; and, further,

RESOLVED, that any and all other actions heretofore taken on behalf of KCDC by the Authorized Officers to execute and deliver any of the agreements, documents or instruments authorized by the foregoing resolutions, or to take any of the other actions authorized by the foregoing resolutions, and all acts of the Authorized Officers that are in conformity with the purposes and intent of these resolutions, are hereby approved, ratified and confirmed in all respects.

BE IT THEREFORE RESOLVED that this Resolution shall be effective this 30th day of March, 2023.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary

Sutherland View
Apartments

Sutherland Park
Apartments

Dunhill
Apartments

West High
School