

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

ANNUAL AGENDA

Annual Meeting of the Board of Directors

Thursday, May 28, 2026, 5:00 p.m.

901 N. Broadway

Knoxville, Tennessee 37917

1. Call to order.
2. The Corporation's By-Laws provide for an annual meeting to elect officers:

Chair: Becky Wade

President: Benjamin Bentley

Vice President: Marisa Moazen, PH.D.

Secretary/Treasurer: Randall Brown

3. Adjourn

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

AGENDA

Board Meeting of the Board of Commissioners

Thursday, May 28, 2026, 5 p.m.

901 N. Broadway Street

Knoxville, TN 37917

1. Call to Order.
2. Motion to add, delete or postpone agenda items.
3. Officer report and/or special presentations.
4. Approval is requested to execute the minutes for the *regular* meeting held on April 30, 2026. [\(Item 4 Attachment\)](#)

NEW BUSINESS

DEVELOPMENT (Ben Bentley)

5. Resolution authorizing the execution of a development agreement with DGA residential, LLC with respect to the development of a project at Parkside Drive and authorizing the formation of Parkside GP Corporation and DGA Parkside LP. [\(Item 5 Attachment\)](#)
6. Preliminary bond resolution regarding DGA Parkside LP. [\(Item 6 Attachment\)](#)
7. Resolution authorizing the execution of a development agreement with DGA Residential, LLC with respect to the development of a project at 6117 Ball Road and authorizing the formation of Ball GP Corporation and DGA Ball LP. [\(Item 7 Attachment\)](#)
8. Preliminary bond resolution regarding DGA Ball LP. [\(Item 8 Attachment\)](#)
9. Approval is requested to enter into a contract for architectural services pertaining to Western Heights Phase 5 with EOA Architects not to exceed \$1,750,000. [\(Item 9 Attachment\)](#)
10. Approval is requested to award Southern Constructors with a contract to build a greenway and pedestrian bridge at First Creek per HDLA design not to exceed \$4,275,000. [\(Item 10 Attachment\)](#)

11. Final Resolution authorizing the issuance of collateralized multifamily housing revenue bonds (Riella at Oakwood Project) Series 2026 (GNMA Collateralized) not to exceed \$45,000,000. [\(Item 11 Attachment\)](#)
12. Final Resolution authorizing the issuance of collateralized multifamily housing bonds (Riella at River's Edge Project) Series 2026 not to exceed \$25,000,000. [\(Item 12 Attachment\)](#)
13. Final Resolution authorizing the issuance of collateralized multifamily housing bonds (Union at Smoky Mountain Project) Series 2026 not to exceed \$20,000,000. [\(Item 13 Attachment\)](#)

FINANCE (Randall Brown)

14. Resolution approving the Operating Budget for the Public Housing Program, Rental Assistance/Section 8 Programs, Central Office Cost Center, and Multi-Family Housing for FY 2027 (July 1, 2026–June 30, 2027). [\(Item 14 Attachment\)](#)

Unfinished Business
Public Forum
Adjournment

Next month's agenda review meeting will be held
Thursday, June 18, 2026 @ 5 p.m.
Next month's board meeting will be held
Thursday, June 25, 2026 @ 5 p.m.

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD MEETING MINUTES

The Board of Commissioners of Knoxville's Community Development Corporation met on **April 30, 2026** at 901 N. Broadway, Knoxville, Tennessee.

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

Present:	Chair Becky Wade	Absent:	Commissioner Martha Tate
	Vice Chair Felix Harris		Treasurer Nadim Jubran
	Commissioner Robert Whetsel		
	Commissioner Kimberly Henry		
	Commissioner Kelly Johnson		

Approval to execute the minutes for the *regular* meeting held on March 26, 2026. **Commissioner Henry made the motion to approve the minutes. Commissioner Harris seconded the motion and all other Commissioners present voted "Aye."**

NEW BUSINESS

DEVELOPMENT (Jim Hatfield)

Resolution regarding a payment in lieu of tax transaction with ECCG N Peters, LP. **Commissioner Whetsel made a motion to approve. Commissioner Harris seconded the motion and all other Commissioners present voted "Aye." Resolution No. 2026-06 is attached.**

Approval to award a contract for the build out of a medical clinic space at Western Heighs and enter into a lease with University Health Systems to operate the clinic spave. **Commissioner Whetsel made a motion to approve. Commissioner Henry seconded the motion and all other Commissioners present voted "Aye."**

PUBLIC FORUM

None

With no further business to come before the Board, the meeting adjourned by consent at 5:24 p.m.

Becky Wade, Chair

Approved:

ATTEST:

Benjamin M. Bentley, Secretary

Approved:

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #5

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Resolution authorizing the execution of a development agreement with DGA residential, LLC with respect to the development of a project at Parkside Drive and authorizing the formation of Parkside GP Corporation and DGA Parkside LP.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ _____ Expenditure: \$ _____ Source of Funds: n/a
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: BBS _____ Other – Name/Title: _____
<u>BACKGROUND</u>	
<p>1. What is the objective of this action? Approval to enter into a development agreement with DGA Residential as well as the formation of entities necessary to facilitate the development of a new affordable housing development located at 0 Parkside Drive.</p>	
<p>2. Why is the action needed now? In order to pursue 2026 4% tax credits and an allocation of 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)? DGA Residential and/or its subsidiaries will serve as developer and sponsor of this project. Deal structure will be largely similar to previous ventures with DGA Residential. Parkside 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 has worked with DGA Residential in a similar capacity on numerous past affordable housing projects.
ATTACHMENTS	Resolution and site map

RESOLUTION NO. 2026-_____

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
AUTHORIZING THE EXECUTION OF A DEVELOPMENT
AGREEMENT WITH DGA RESIDENTIAL, LLC WITH RESPECT TO
THE DEVELOPMENT OF A PROJECT AT PARKSIDE DRIVE, AND
AUTHORIZING THE FORMATION OF PARKSIDE GP
CORPORATION AND DGA PARKSIDE 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, DGA Residential, LLC (the "Developer") has requested KCDC's assistance in the development of affordable housing on real property located at approximately 0 Parkside Drive 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 Parkside 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, the forms 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, KCDC and the Developer desire to form a limited partnership known as DGA Parkside LP (the "Limited Partnership"), of which the Corporation will serve as general partner; and

WHEREAS, the Board desires to approve and authorize the execution of such documentation as is necessary for KCDC to form the Limited Partnership (the "Partnership Documents"), including but not limited to, a limited partnership agreement (the "Limited Partnership Agreement") and a certificate of limited partnership (the "Certificate of Limited Partnership"), drafts of which have been submitted to KCDC and shall be filed with the records of KCDC.

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, the Limited Partnership Agreement and the Certificate of Limited Partnership; and, further

RESOLVED, that the Charter, the Bylaws, the Limited Partnership Agreement and the Certificate of Limited Partnership 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 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

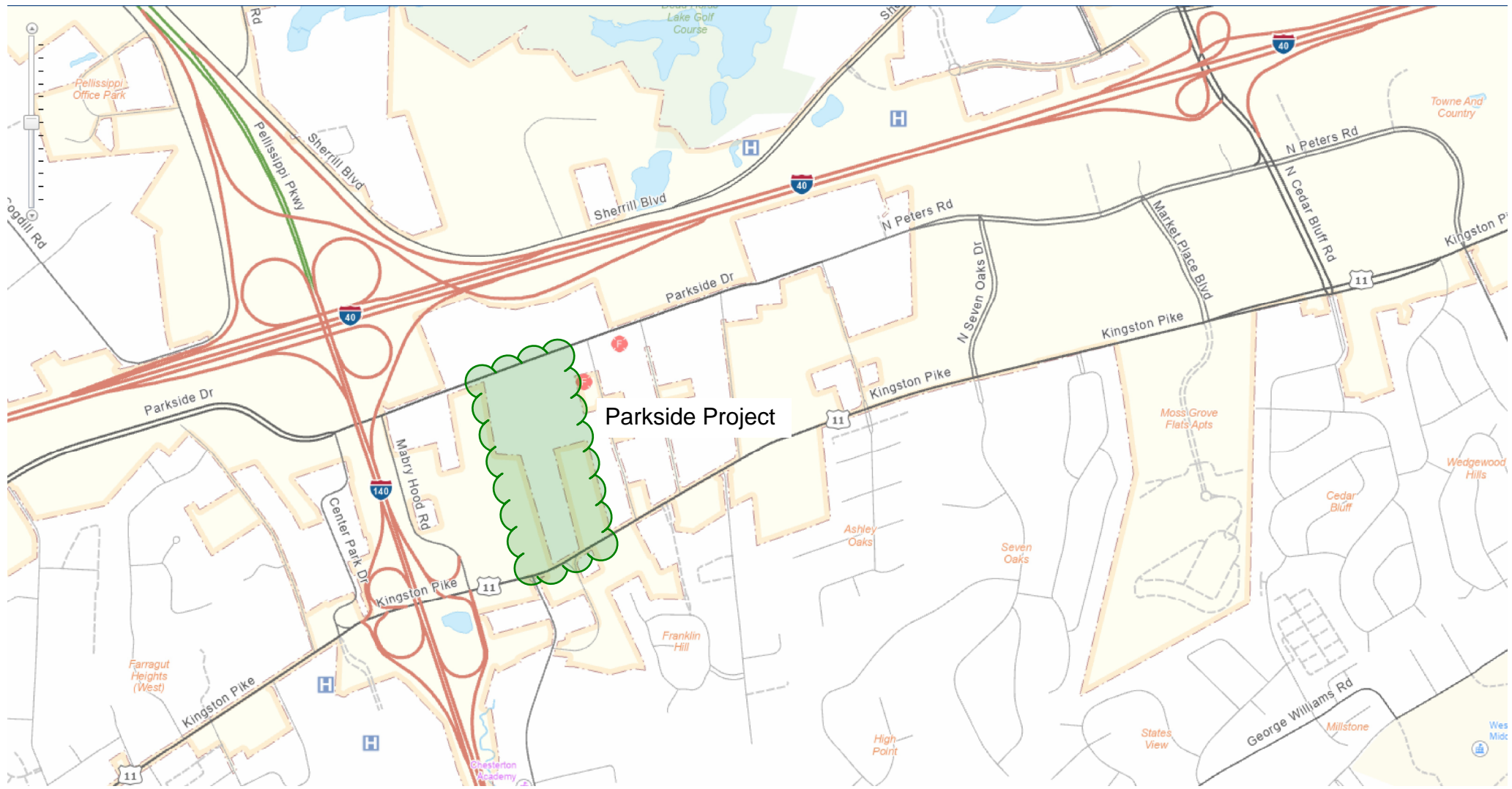
RESOLVED, that it is in the best interest of KCDC to enter into, file and/or record the Corporate Documents and the Partnership Documents with respect to the development of the Property; and, further,

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 28th day of May, 2026.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary



Parkside Project

NOT FOR CONSTRUCTION

Seal
 © DKLEVY PLLC. 2025 - ALL RIGHTS RESERVED NO PART OF THIS DOCUMENT MAY BE REPRODUCED WITHOUT THE AUTHORIZED CONSENT OF DKLEVY PLLC.

The information provided is conceptual and only to be used for the coordination and/or construction of the current project. DKLEVY Architects does not warrant or take responsibility for the accuracy of the information issued. A survey, zoning, approvals and other undisclosed and/or unverified conditions may warrant this concept unfeasible. DKLEVY Architects accepts no liability or responsibility for any loss or damage suffered by the recipient arising out of, or in connection with the use or misuse of the information issued. The copyright of the original documents belongs to DKLEVY Architects. The information is only for use in preparation of documents for this project. Do not scale off drawings. Any measurements taken from information which is not dimensioned on the electronic copy are at the risk of the recipient. The recipient is responsible for verifying the correctness and completeness of the information issued. This should be done by consulting all relevant consultants and further documents during the course of the project and by confirming dimensions on site.

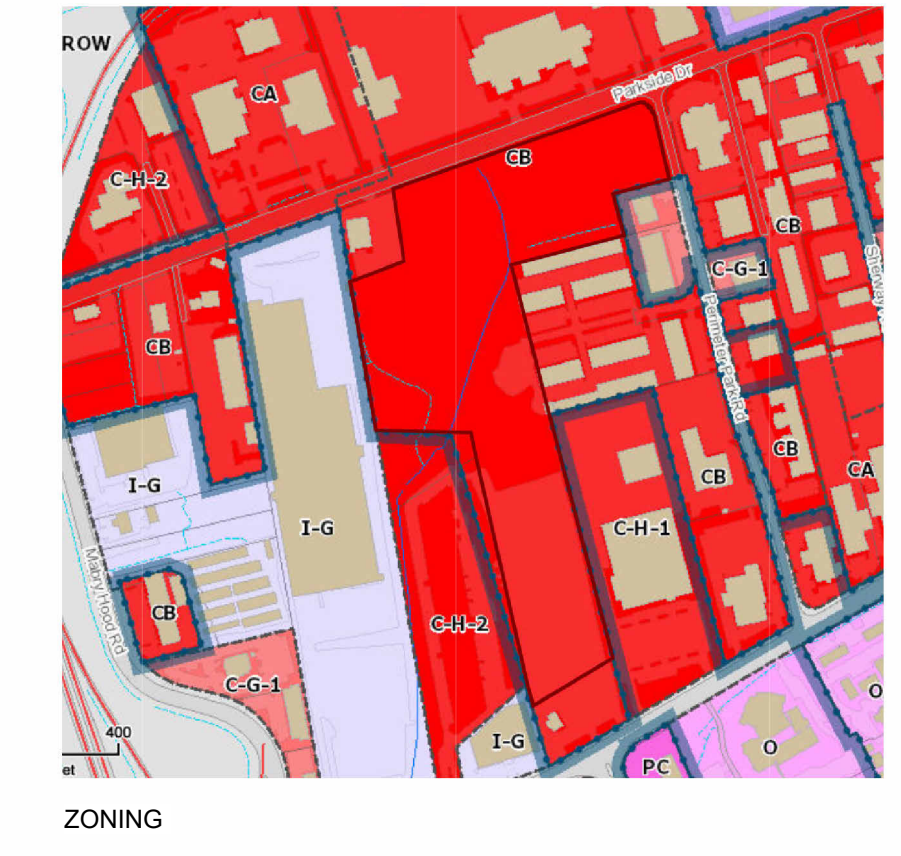
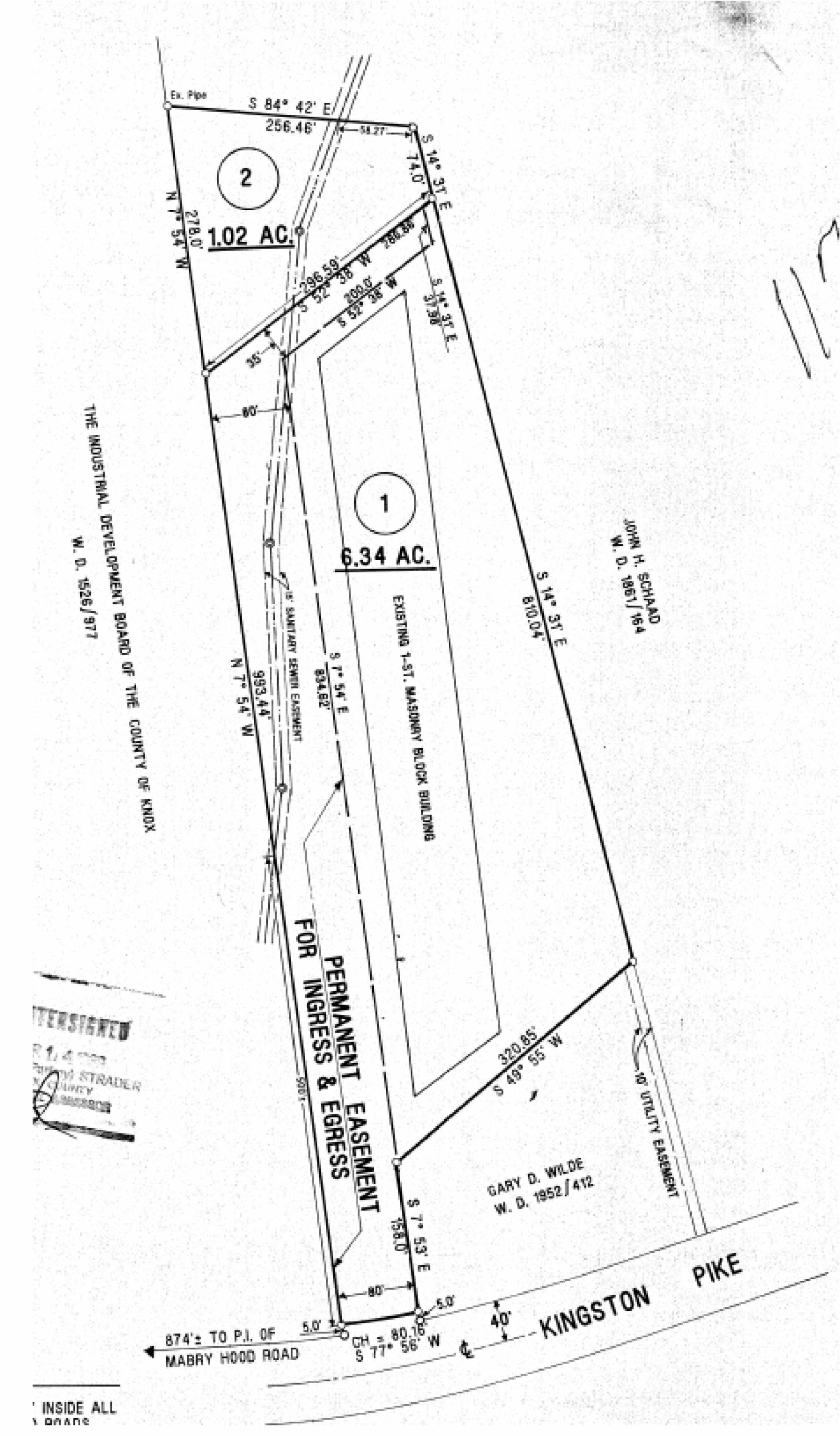
- 5 MULTI FAMILY BUILDINGS
- 6 ONE BEDROOMS
- 18 TWO BEDROOMS
- 12 THREE BEDROOMS
- 30 ONE BEDROOMS
- 90 TWO BEDROOMS
- 60 THREE BEDROOMS
- 180 MF UNITS
- TOWN HOMES
- (28) THREE BEDROOMS
- (20) FOUR BEDROOMS
- 48 UNITS
- 30 ONE BEDROOMS
- 90 TWO BEDROOMS
- 88 THREE BEDROOMS
- 20 FOUR BEDROOMS
- 228 GRAND TOTALS

PROPOSAL FOR DOMINION PARKSIDE

228 MULTI-FAMILY

APPROX 14 ACRES

16 UNITS/ACRE



Drawing Set		
MASTERPLAN		
Project Information		
DOMINION PARKSIDE		
Project Number	25173	
DOMINION PARKSIDE MULTIFAMILY		
DOMINION		
Sheet Information		
Revisions		
No.	Description	Date
Issue Date	11.07.2025	
ARCHITECTURAL SITE PLAN		
A020		

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #6

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Preliminary bond resolution regarding DGA Parkside LP.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: <u>n/a</u>
APPROVAL / REVIEWS	<input 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? This preliminary bond resolution would allow KCDC to serve as the issuer of up to \$50,000,000 in bonds to finance the construction of a new affordable housing development at 0 Parkside Drive.</p>	
<p>2. Why is the action needed now? In order to apply for 4% LIHTCs and MTBA, it is necessary to do this preliminary resolution.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)? The issuer of the bonds is KCDC. DGA Parkside LP is the bond applicant.</p>	
<p>4. What are the long-term and short-term exposures? None</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	KCDC has worked with DGA Residential in a similar capacity on numerous past affordable housing projects.
ATTACHMENTS	Resolution

RESOLUTION NO. 2026-___

**PRELIMINARY BOND RESOLUTION
OF THE BOARD OF COMMISSIONERS OF
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
REGARDING DGA PARKSIDE LP**

WHEREAS, DGA Parkside LP, a Tennessee limited partnership (the "Applicant"), is considering the acquisition, construction and equipping of a multifamily housing facility for low and/or moderate-income citizens to be located at and around 10001 Kingston Pike in Knoxville, Tennessee (tax parcel IDs 131-12101, 131-1210 and 131-1224), and wishes to have Knoxville's Community Development Corporation ("KCDC") indicate its willingness to issue revenue bonds to provide financing for such purposes; and

WHEREAS, the acquisition, construction and equipping of such facilities will constitute a "project" within the meaning of T.C.A. § 13-20-101; and

WHEREAS, a letter of intent has been presented to KCDC under the terms of which KCDC agrees, subject to the provisions of such letter, to issue its revenue bonds in an amount not exceeding \$50,000,000 to provide financing for such project.

NOW, THEREFORE, BE IT RESOLVED BY KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION as follows:

1. KCDC hereby finds that the financing of such above-described project will improve the quality and availability of housing in the City of Knoxville and Knox County, Tennessee, and will contribute to the general welfare of the citizens thereof.

2. The Chair or the Executive Director of KCDC is hereby authorized to execute a letter of intent with the Applicant in substantially the form thereof as presented at this meeting or with such changes therein as shall be approved by the Chair or the Executive Director. The officers of KCDC are hereby authorized to take such further action as is necessary to carry out the intent and purposes of the letter of intent as executed.

3. The Chair or the Executive Director of KCDC is hereby authorized to conduct such public hearings on behalf of KCDC as the Applicant may request with respect to the project.

4. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

Approved this 28th day of May, 2026.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary

May 28, 2026

DGA Parkside LP
6305 Kingston Pike
Knoxville, TN 37919

Ladies and Gentlemen:

Knoxville's Community Development Corporation ("KCDC") has been informed that DGA Parkside LP, a Tennessee limited partnership (the "Applicant"), is considering the acquisition, construction and equipping of a multifamily housing facility for low and/or moderate-income citizens to be located at 10001 Kingston Pike in Knoxville, Tennessee (tax parcel IDs 131-12101, 131-1210 and 131-1224). The above-described acquisition, construction and equipping with regard to such facility constitutes a "project" within the meaning of T.C.A. § 13-20-101.

After investigation of the nature of the proposed project, KCDC has determined that the financing of the project will improve the quality and availability of housing in the City of Knoxville and Knox County, Tennessee, and will contribute to the general welfare of the citizens thereof. Therefore, it is the belief of KCDC that in assisting the financing of the project, KCDC will be acting in furtherance of the public purposes for which it was created.

Accordingly, in order to assist the Applicant in the financing of the project and in order to carry out the purposes for which KCDC was created, KCDC hereby makes the following proposals:

1. KCDC will issue, and sell to a purchaser to be designated by the Applicant prior to issuance, revenue bonds (the "Bonds") in the principal amount not to exceed \$50,000,000 to provide financing for the project. The Bonds shall be limited obligations of KCDC payable solely out of the revenues and receipts derived from the project including loan payments from the Applicant obtained in connection with the financing of the project. In no event shall the Bonds be general obligations of KCDC, its directors, or the City of Knoxville, Tennessee.

2. The terms of the Bonds (maturity schedule, interest rate, denominations, redemption provisions, etc.) will be determined by agreement among KCDC and the Applicant, subject to compliance with all applicable state and federal requirements, and all bylaws and policies of KCDC.

3. Prior to delivery of the Bonds, KCDC and the Applicant will enter into a loan agreement pursuant to which the proceeds from the sale of the Bonds will be used for the

purposes hereinabove indicated and the Applicant will be obligated to make payments sufficient to cover all debt service requirements on the Bonds.

4. KCDC will enter into a trust indenture with a trustee to be nominated by the Applicant and subject to the approval of KCDC and/or a purchase contract with the purchaser of the Bonds. Such indenture and/or purchase contract will assign the loan agreement and all collateral therefor and all revenues received thereunder for the benefit of the bondholders. The terms and provisions of such indenture and/or purchase contract shall be agreed upon by KCDC, the Applicant and the purchaser of the Bonds.

5. KCDC hereby authorizes the Applicant to commence the acquisition, construction and equipping of the project as soon as practicable so that the inhabitants of the State of Tennessee might benefit from the project without delay. The Applicant may advance any interim funds required and be reimbursed from the proceeds of the Bonds, to the extent allowed by applicable law.

6. Upon the issuance, sale and delivery of the Bonds, the provisions of this proposal and the agreement resulting from its acceptance by the Applicant shall have no further effect and, in the event of any inconsistencies between the terms of this proposal and the terms of any loan agreement and/or indenture or purchase contract the provisions of such latter documents shall control.

7. KCDC agrees to cooperate with the Applicant in executing, along with the Applicant, a Multi-Family Tax-Exempt Bond Authority Application (the "Application") to be prepared by the Applicant and submitted to the Tennessee Housing Development Agency ("THDA") with respect to the Project. The Applicant acknowledges that all information provided in the Application, other than the name and address of KCDC, is to be provided by the Applicant and not by KCDC and that KCDC has no responsibility as to the accuracy of such information other than as to the name and address of KCDC. The Applicant shall be responsible for any claims, liabilities, costs or expenses of KCDC that may arise as a result of the inaccuracy of any information contained in the Application (other than the name and address of KCDC) or the submission of the Application.

If the foregoing proposal is satisfactory to you, you may indicate by signing the following acceptance and returning a copy to KCDC. This proposal and your acceptance will then constitute an agreement in principle with respect to the matters herein contained.

Yours very truly,

KNOXVILLE'S COMMUNITY DEVELOPMENT
CORPORATION

By: _____

Title: _____

ACCEPTANCE OF PROPOSAL
OF
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
BY
DGA PARKSIDE LP

The terms and conditions contained in the foregoing proposal by Knoxville's Community Development Corporation are hereby accepted by DGA Parkside LP as of the date first written above.

DGA PARKSIDE LP

By: Parkside GP Corporation,
its general partner

By: _____
Title: _____

50366952.1

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #7

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Resolution authorizing the execution of a development agreement with DGA Residential, LLC with respect to the development of a project at 6117 Ball Road and authorizing the formation of Ball GP Corporation and DGA Ball LP.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ _____ Expenditure: \$ _____ Source of Funds: n/a
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: BBS Other – Name/Title: _____
<u>BACKGROUND</u>	
<p>1. What is the objective of this action? Approval to enter into a development agreement with DGA Residential as well as the formation of entities necessary to facilitate the development of a new affordable housing development located at 6117 Ball Road.</p>	
<p>2. Why is the action needed now? In order to pursue 2026 4% tax credits and an allocation of 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)? DGA Residential and/or its subsidiaries will serve as developer and sponsor of this project. Deal structure will be largely similar to previous ventures with DGA Residential. Ball 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 has worked with DGA Residential in a similar capacity on numerous past affordable housing projects.
ATTACHMENTS	Resolution and site map

RESOLUTION NO. 2026-09

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION AUTHORIZING THE EXECUTION OF A DEVELOPMENT AGREEMENT WITH DGA RESIDENTIAL, LLC WITH RESPECT TO THE DEVELOPMENT OF A PROJECT AT 6117 BALL ROAD, AND AUTHORIZING THE FORMATION OF BALL GP CORPORATION AND DGA BALL 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, DGA Residential, LLC (the "Developer") has requested KCDC's assistance in the development of affordable housing on real property located at approximately 6117 Ball Road 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 Ball 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, the forms 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, KCDC and the Developer desire to form a limited partnership known as DGA Ball LP (the "Limited Partnership"), of which the Corporation will serve as general partner; and

WHEREAS, the Board desires to approve and authorize the execution of such documentation as is necessary for KCDC to form the Limited Partnership (the "Partnership Documents"), including but not limited to, a limited partnership agreement (the "Limited Partnership Agreement") and a certificate of limited partnership (the "Certificate of Limited Partnership"), drafts of which have been submitted to KCDC and shall be filed with the records of KCDC.

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, the Limited Partnership Agreement and the Certificate of Limited Partnership; and, further

RESOLVED, that the Charter, the Bylaws, the Limited Partnership Agreement and the Certificate of Limited Partnership 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 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

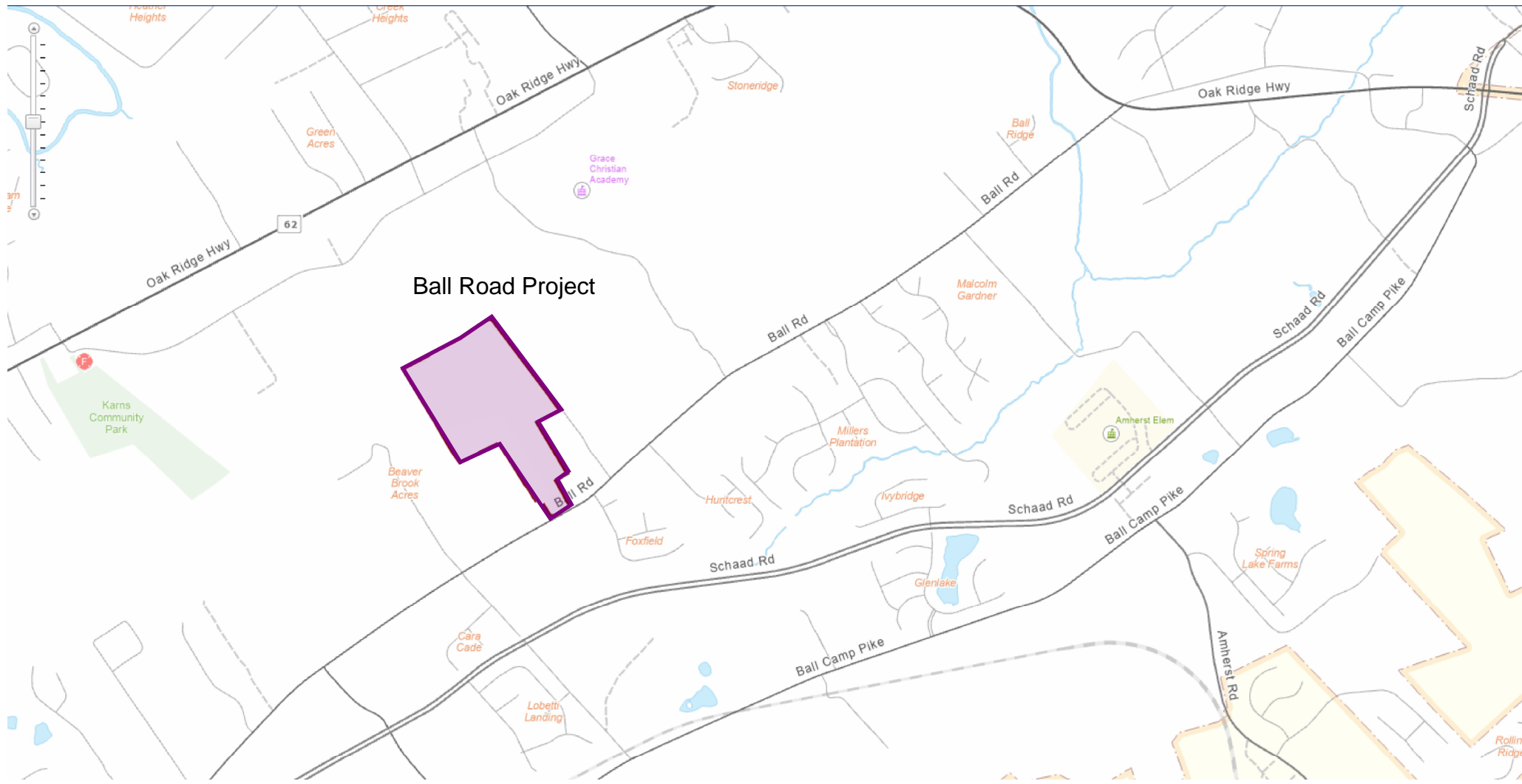
RESOLVED, that it is in the best interest of KCDC to enter into, file and/or record the Corporate Documents and the Partnership Documents with respect to the development of the Property; and, further,

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 28th day of May, 2026.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary



Ball Road Project

Karns Community Park

Grace Christian Academy

Amherst Elem

Beaver Brook Acres

Foxfield

Millers Plantation

Ivybridge

Glenlake

Spring Lake Farms

Cara Cade

Lobetti Landing

Rollin Ridge

Heather Heights

Green Heights

Green Acres

Stoneridge

Ball Ridge

Malcolm Gardner

Oak Ridge Hwy

Oak Ridge Hwy

62

Ball Rd

Ball Rd

Schaad Rd

Ball Camp Pike

Schaad Rd

Schaad Rd

Schaad Rd

Ball Camp Pike

Ball Camp Pike

Amherst Rd

RIELLA AT BEAVER RIDGE - CONCEPT C

UNITS:

1 BR	36
2 BR	60
3 BR	72
4 BR	24
TOTAL	192

PARKING:

REQUIRED	270 STALLS
PROVIDED	296 STALLS

TOWE
PARCEL 078 209
DEED 201911040030854

HENSLEY
PARCEL 078 210.01
DEED 200103090059402

FRIENDLY CONSTRUCTION SERVICES LLC
PARCEL 091 042.01
DEED 202309070012941

HUSKEY & RAMSEY
PARCEL 091CA003
DEED 202103220077220

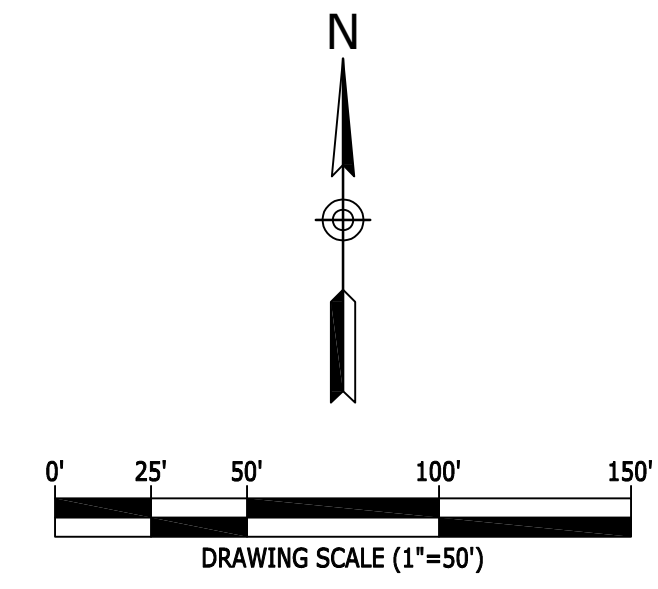
HUSKEY
PARCEL 091 048
DB 1758 PG 23

HUSKEY
PARCEL 091 049.01
DEED 201401060040728

CLABOUGH
PARCEL 091 049
DEED 201409240017498

NOTES:

1. IRON PINS SET AT ALL CORNERS AND ALL NEW PROPERTY PLASTIC CAP STAMP
2. CLT TAX MAP 091 PA
3. DEED REFERENCES - PLAT REFERENCES -
4. THIS PROPERTY IS ZONED
5. THIS PROPERTY DOES NOT HAVE FLOOD INSURANCE RISK AS OF 2007
6. ALL UNDERGROUND UTILITIES ARE TO BE CONFIRMED
7. NORTH ROTATION: N
8. VERTICAL DATUM: NAD 83
9. 2 FT CONTOURS FROM



5100 TENNESSEE AVENUE, NASHVILLE, TN 37209
(615) 622-7200 | WWW.CATALYST-DG.COM

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #8

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Preliminary bond resolution regarding DGA Ball LP.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: <u>n/a</u>
APPROVAL / REVIEWS	<input 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? This preliminary bond resolution would allow KCDC to serve as the issuer of up to \$50,000,000 in bonds to finance the construction of a new affordable housing development with DGA Residential in Knoxville.</p>	
<p>2. Why is the action needed now? In order to apply for 4% LIHTCs and MTBA, it is necessary to do this preliminary resolution.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)? The issuer of the bonds is KCDC. DGA Ball LP is the bond applicant.</p>	
<p>4. What are the long-term and short-term exposures? None</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	KCDC has worked with DGA Residential in a similar capacity on numerous past affordable housing projects.
ATTACHMENTS	Resolution

RESOLUTION NO. 2026-_____

**PRELIMINARY BOND RESOLUTION
OF THE BOARD OF COMMISSIONERS OF
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
REGARDING DGA BALL LP**

WHEREAS, DGA Ball LP, a Tennessee limited partnership (the "Applicant"), is considering the acquisition, construction and equipping of a multifamily housing facility for low and/or moderate-income citizens to be located at and around 6117 Ball Road in Knoxville, Tennessee, and wishes to have Knoxville's Community Development Corporation ("KCDC") indicate its willingness to issue revenue bonds to provide financing for such purposes; and

WHEREAS, the acquisition, construction and equipping of such facilities will constitute a "project" within the meaning of T.C.A. § 13-20-101; and

WHEREAS, a letter of intent has been presented to KCDC under the terms of which KCDC agrees, subject to the provisions of such letter, to issue its revenue bonds in an amount not exceeding \$50,000,000 to provide financing for such project.

NOW, THEREFORE, BE IT RESOLVED BY KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION as follows:

1. KCDC hereby finds that the financing of such above-described project will improve the quality and availability of housing in the City of Knoxville and Knox County, Tennessee, and will contribute to the general welfare of the citizens thereof.

2. The Chair or the Executive Director of KCDC is hereby authorized to execute a letter of intent with the Applicant in substantially the form thereof as presented at this meeting or with such changes therein as shall be approved by the Chair or the Executive Director. The officers of KCDC are hereby authorized to take such further action as is necessary to carry out the intent and purposes of the letter of intent as executed.

3. The Chair or the Executive Director of KCDC is hereby authorized to conduct such public hearings on behalf of KCDC as the Applicant may request with respect to the project.

4. This resolution constitutes a declaration of official intent under Treas. Reg. §1.150-2.

Approved this 28th day of May, 2026.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary

May 28, 2026

DGA Ball LP
6305 Kingston Pike
Knoxville, TN 37919

Ladies and Gentlemen:

Knoxville's Community Development Corporation ("KCDC") has been informed that DGA Ball LP, a Tennessee limited partnership (the "Applicant"), is considering the acquisition, construction and equipping of a multifamily housing facility for low and/or moderate-income citizens to be located at 6117 Ball Road in Knoxville, Tennessee. The above-described acquisition, construction and equipping with regard to such facility constitutes a "project" within the meaning of T.C.A. § 13-20-101.

After investigation of the nature of the proposed project, KCDC has determined that the financing of the project will improve the quality and availability of housing in the City of Knoxville and Knox County, Tennessee, and will contribute to the general welfare of the citizens thereof. Therefore, it is the belief of KCDC that in assisting the financing of the project, KCDC will be acting in furtherance of the public purposes for which it was created.

Accordingly, in order to assist the Applicant in the financing of the project and in order to carry out the purposes for which KCDC was created, KCDC hereby makes the following proposals:

1. KCDC will issue, and sell to a purchaser to be designated by the Applicant prior to issuance, revenue bonds (the "Bonds") in the principal amount not to exceed \$50,000,000 to provide financing for the project. The Bonds shall be limited obligations of KCDC payable solely out of the revenues and receipts derived from the project including loan payments from the Applicant obtained in connection with the financing of the project. In no event shall the Bonds be general obligations of KCDC, its directors, or the City of Knoxville, Tennessee.

2. The terms of the Bonds (maturity schedule, interest rate, denominations, redemption provisions, etc.) will be determined by agreement among KCDC and the Applicant, subject to compliance with all applicable state and federal requirements, and all bylaws and policies of KCDC.

3. Prior to delivery of the Bonds, KCDC and the Applicant will enter into a loan agreement pursuant to which the proceeds from the sale of the Bonds will be used for the purposes hereinabove indicated and the Applicant will be obligated to make payments sufficient to cover all debt service requirements on the Bonds.

4. KCDC will enter into a trust indenture with a trustee to be nominated by the Applicant and subject to the approval of KCDC and/or a purchase contract with the purchaser of the Bonds. Such indenture and/or purchase contract will assign the loan agreement and all collateral therefor and all revenues received thereunder for the benefit of the bondholders. The terms and provisions of such indenture and/or purchase contract shall be agreed upon by KCDC, the Applicant and the purchaser of the Bonds.

5. KCDC hereby authorizes the Applicant to commence the acquisition, construction and equipping of the project as soon as practicable so that the inhabitants of the State of Tennessee might benefit from the project without delay. The Applicant may advance any interim funds required and be reimbursed from the proceeds of the Bonds, to the extent allowed by applicable law.

6. Upon the issuance, sale and delivery of the Bonds, the provisions of this proposal and the agreement resulting from its acceptance by the Applicant shall have no further effect and, in the event of any inconsistencies between the terms of this proposal and the terms of any loan agreement and/or indenture or purchase contract the provisions of such latter documents shall control.

7. KCDC agrees to cooperate with the Applicant in executing, along with the Applicant, a Multi-Family Tax-Exempt Bond Authority Application (the "Application") to be prepared by the Applicant and submitted to the Tennessee Housing Development Agency ("THDA") with respect to the Project. The Applicant acknowledges that all information provided in the Application, other than the name and address of KCDC, is to be provided by the Applicant and not by KCDC and that KCDC has no responsibility as to the accuracy of such information other than as to the name and address of KCDC. The Applicant shall be responsible for any claims, liabilities, costs or expenses of KCDC that may arise as a result of the inaccuracy of any information contained in the Application (other than the name and address of KCDC) or the submission of the Application.

If the foregoing proposal is satisfactory to you, you may indicate by signing the following acceptance and returning a copy to KCDC. This proposal and your acceptance will then constitute an agreement in principle with respect to the matters herein contained.

Yours very truly,

KNOXVILLE'S COMMUNITY DEVELOPMENT
CORPORATION

By: _____

Title: _____

ACCEPTANCE OF PROPOSAL
OF
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
BY
DGA BALL LP

The terms and conditions contained in the foregoing proposal by Knoxville's Community Development Corporation are hereby accepted by DGA Ball LP as of the date first written above.

DGA BALL LP

By: Ball GP Corporation,
its general partner

By: _____
Title: _____

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #9

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Approval is requested to enter into a contract for architectural services pertaining to Western Heights Phase 5 with EOA architects in an amount not to exceed \$1,750,000.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ <u>N/A</u> Expenditure: \$ <u>NTE \$1,750,000</u> Source of Funds: <u>KCDC cash, repayment through development partner, project capital</u>
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input checked="" type="checkbox"/> Budget/Finance <input checked="" 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? KCDC is seeking to enter into a contract with EOA Architects for architectural services at Western Heights Phase 5, an approximately 190 unit multifamily development proposed as part of the Transforming Western project.</p>	
<p>2. Why is the action needed now? In order to maintain the project's closing timeline, schematic design needs to begin on or around June 1st 2026.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)? KCDC is engaging EOA Architects for the work. EOA Architects is a pre-qualified architect on KCDC's architectural and engineering services roster. EOA has previously been engaged to provide concept design for the project.</p>	
<p>4. What are the long-term and short-term exposures? KCDC has limited exposure for the action in question beyond payment of fees.</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	Western Heights Phase 5 is the next phase of housing development proposed under Transforming Western. EOA Architects is a qualified architect from KCDC's architectural and engineering services roster.
ATTACHMENTS	Proposed Concept Design for Phase 5

Site Plan Summary: 03B

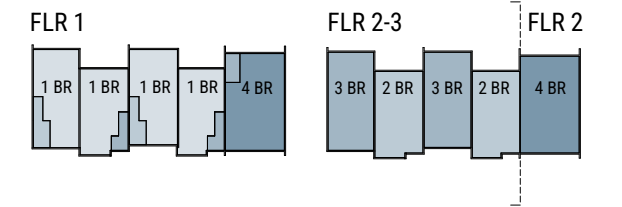
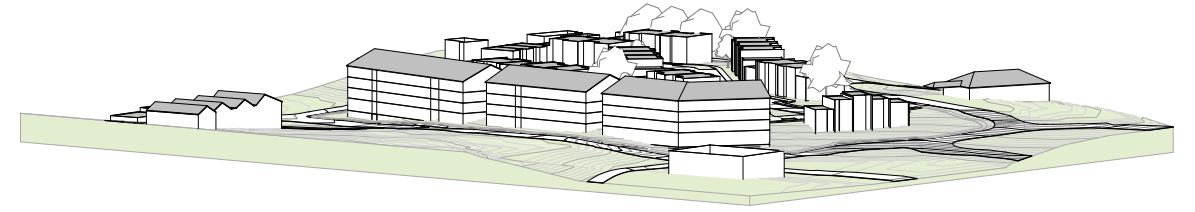
192 Residential Units

- 91) 50% 1 bedroom
- 55) 30% 2 bedroom
- 37) 20% 3 bedroom
- 9) 4 bedroom

10,033 SF Office/Maintenance

240 Total Parking Spaces

- 197 on-site parking spaces
- 43 on-street parking spaces



Typ Flat Building Plan: 3 Floors

- 4 one bedrooms
- 2 two bedrooms
- 2 three bedrooms
- 1 four bedroom

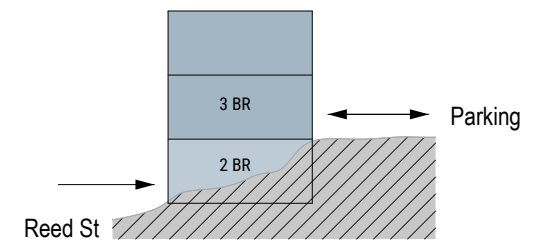
9 residential units



Typ Building Plan: 3.5 Floors

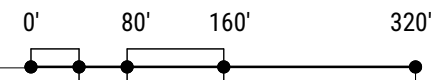
- 15 one bedrooms
- 11 two bedrooms
- 9 three bedrooms

30 residential units



Courtyard Flats Elevation: 3 Floors

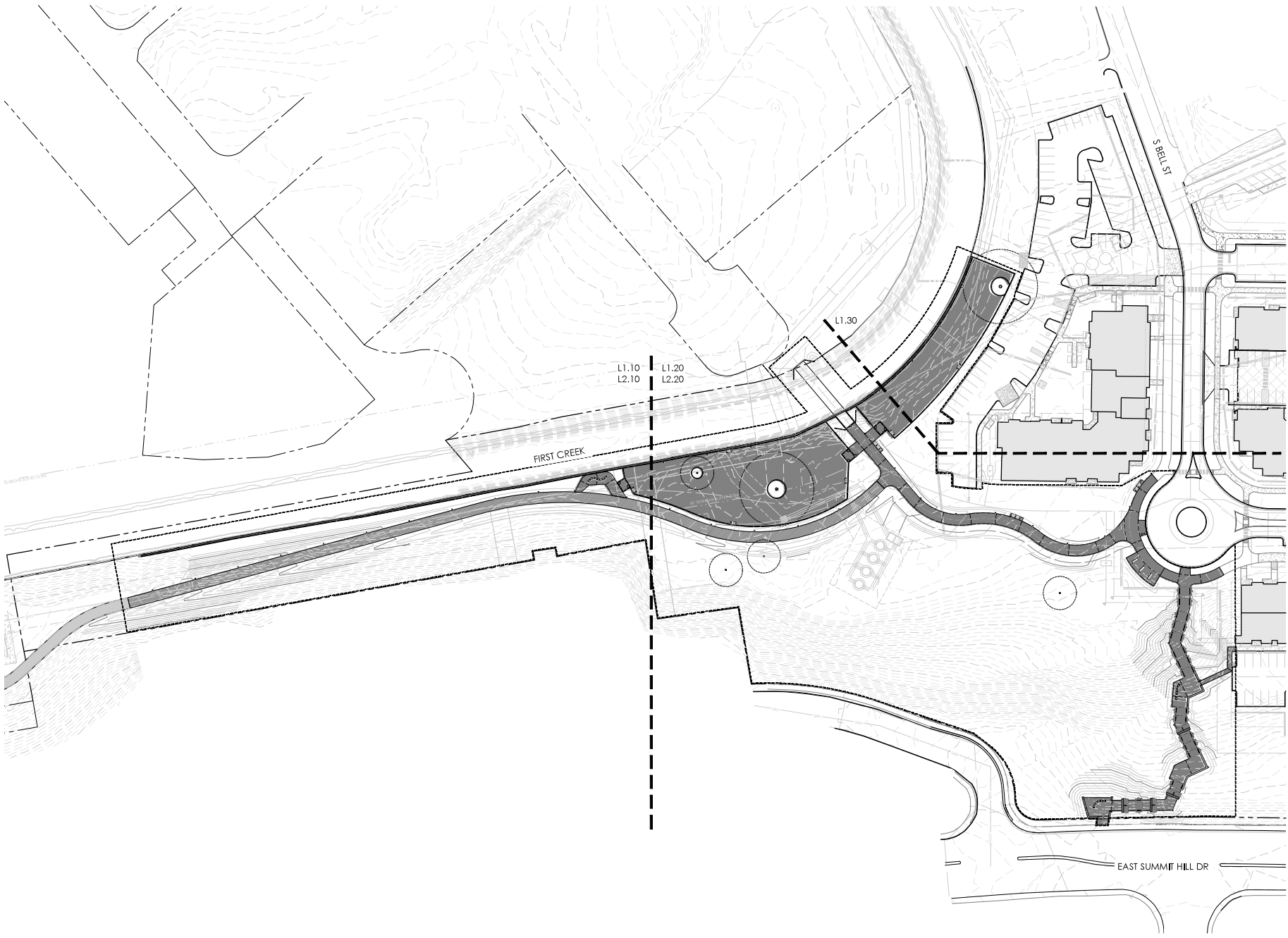
1 Site Plan



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #10

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Approval is requested to award Southern Constructors with a contract to build a greenway and pedestrian bridge at First Creek per design from HDLA. Construction costs not to exceed \$4,275,000.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ <u>4,275,000</u> Expenditure: \$ <u>N/A</u> Source of Funds: City of Knoxville Budget Allocation
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input checked="" type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input type="checkbox"/> Legal Counsel: _____ Other – Name/Title: Procurement Director
<u>BACKGROUND</u>	
<p>1. What is the objective of this action? The City has allocated funding for KCDC to build a greenway and pedestrian bridge to improve connectivity between the First Creek neighborhood and Covenant Health Park and surrounding neighborhood. The objective of this action is to begin the construction of the greenway park and pedestrian bridge.</p>	
<p>2. Why is the action needed now? KCDC has finalized construction documents and, after following the standard public RFP process, received a qualified proposal for the construction of the greenway park and pedestrian bridge. Approval of the contract will allow us to enter the next steps of the project and begin construction.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)? KCDC will be working with HDLA as landscape architect for the project and Southern Constructors as Construction Manager.</p>	
<p>4. What are the long-term and short-term exposures? Short term KCDC will be managing the project construction and budget.</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	Following the standard bidding and RFP process, KCDC received a proposal from Southern Constructors to build a Greenway Park and Pedestrian Bridge at First Creek. KCDC would like to proceed with the Southern Constructors proposal under a Guaranteed Maximum Price contract to build the park and pedestrian bridge
ATTACHMENTS	Site Plan of the proposed greenway park and pedestrian bridge.



NO. Date Issues/Revisions

DATE

NOT FOR
CONSTRUCTION
FOR PRICING ONLY

PROJECT

FIRST CREEK AT
AUSTIN PARK
KNOXVILLE,
TENNESSEE

50% CONSTRUCTION
DOCUMENTS

PROJECT NO.: 242416
DRAWN BY: JRD
CHECKED BY: MCM, TS

DATE

OVERALL SITE
PLAN

DATE: FEBRUARY 27, 2026

SCALE: 1" = 40'

CAD FILE NUMBER

L1.00

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #11

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Final Resolution authorizing the issuance of collateralized multifamily housing bonds (Riella at Oakwood Project) Series 2026 (GNMA collateralized) not to exceed \$45,000,000.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ _____ Expenditure: \$ _____ Source of Funds: n/a
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: BBS _____ Other – Name/Title: _____
<u>BACKGROUND</u>	
<p>1. What is the objective of this action? To approve documents related to the issuance of tax-exempt bonds an an amount not-to-exceed 45,000,000.</p> <p>2. Why is the action needed now? Initial issuance of the bonds is anticipated to take place prior to the next meeting cycle.</p> <p>3. Who are the parties involved and what are their roles (if appropriate)? KCDC will be the issuer of the tax-exempt bonds. DGA St. Mary's LP will be the conduit borrower. St. Mary's GP Corporation is an instrumentality of KCDC and is the general partner of the conduit borrower.</p> <p>4. What are the long-term and short-term exposures? KCDC will not be required to put any funds into the transaction.</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	KCDC previously adopted a resolution giving preliminary approval to the issuance of the bonds.
ATTACHMENTS	Resolution and site map

RESOLUTION NO. 2026-____

**FINAL RESOLUTION AUTHORIZING ISSUANCE
OF
MULTIFAMILY HOUSING REVENUE BONDS
(RIELLA AT OAKWOOD)
SERIES 2026
(GNMA COLLATERALIZED)**

WHEREAS, the Board of Commissioners of Knoxville's Community Development Corporation (the "Issuer"), has met pursuant to proper notice on May 28, 2026; and

WHEREAS, DGA St. Mary's LP, a Tennessee limited partnership (the "Borrower"), has requested the Issuer to finance the acquisition, construction and equipping of Riella at Oakwood, a 170-unit multi-family housing facility for low and moderate-income citizens, together with functionally related and subordinate facilities and property located at 1914 Huron Street and 0 St. Mary Street, Knoxville, Knox County, Tennessee (the "Project"), which project is of the character and will accomplish the purposes of the Tennessee Housing Authorities Law, Tenn. Code Ann. §§ 13-20-101, *et seq.*, as amended (the "Act"); and

WHEREAS, the Issuer proposes to finance the Project by the issuance and sale of its tax-exempt revenue bonds in an amount not to exceed \$45,000,000; and

WHEREAS, the Issuer held a public hearing with respect to the issuance of Bonds on January 30, 2025, as required under Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, there have been submitted to the Issuer at the meeting on May 28, 2026, the forms of the following instruments which the Issuer proposes to execute to carry out the

transactions described above, copies of which instruments shall be filed with the records of the Issuer:

(a) Bond Purchase Agreement (the "Purchase Agreement") by and among the Issuer, the Borrower, and CastleOak Securities, L.P. (the "Purchaser");

(b) Trust Indenture (the "Indenture"), between the Issuer and U.S. Bank Trust Company, National Association (the "Trustee") relating to the issuance of the Bonds;

(c) Loan Agreement (the "Loan Agreement"), among the Issuer, the Borrower, the Trustee and Walker & Dunlop, LLC (the "Lender") providing for the loan of the proceeds of the Bonds to the Borrower;

(d) The form of the Issuer's Multifamily Housing Revenue Bonds (Riella at Oakwood), Series 2026 (GNMA Collateralized) (the "Bonds"), bearing interest and payable as provided in the Indenture; and

(e) A Preliminary Official Statement (the "Preliminary Official Statement") describing the terms of the Bonds.

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

1. It is hereby found and determined that the financing of the Project will assist the Borrower in connection with its mission of providing safe, affordable housing to the citizens of the State of Tennessee, thereby improving their health and well being and promoting the purposes of the Act.

2. It is hereby found to be most advantageous to sell the Bonds, upon the terms and conditions set forth in the Purchase Agreement.

3. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute and either is authorized to deliver the Purchase Agreement to the other parties thereto with such additions, deletions and modifications that may be approved by the Chair or Vice Chair.

4. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute, and the Secretary or Assistant Secretary of the Issuer is authorized to attest, and either is authorized and directed to deliver the Indenture to the Trustee.

5. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute, and the Secretary or Assistant Secretary of the Issuer is authorized to attest, and either is authorized to deliver the Loan Agreement to the Borrower, the Lender and the Trustee.

6. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute by facsimile or manual signature, attested by the facsimile or manual signature of its Secretary or Assistant Secretary, and either is authorized and directed to deliver the Bonds to the Trustee for authentication and delivery to the purchaser or purchasers thereof upon payment of the purchase price therefor.

7. The Issuer hereby approves the circulation (but not the content, except for portions of specifically describing the Issuer) of the Preliminary Official Statement in connection with the sale of the Bonds. The Issuer hereby authorizes the preparation and circulation of an Official Statement in substantially the same form as the Preliminary Official Statement, with such changes as are necessary to finalize and complete the Preliminary Official Statement.

8. The Purchase Agreement, the Indenture, the Loan Agreement, and the Bonds 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 omissions, insertions and changes.

9. The officers of the Issuer are hereby authorized and directed to execute, deliver and file such additional documents, certificates and instruments, including, without limitation, federal tax compliance agreements, Internal Revenue Service Form 8038, financing statements to evidence security interests created under the Indenture, a Land Use Restriction Agreement, a Tax Exemption Certificate and Agreement, and an informational statement to be filed with the State of Tennessee, and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Bonds and the financing of the Project.

10. The Chair or Vice Chair of the Issuer may change the designation of any series of Bonds issued pursuant to this resolution.

11. The Bonds and the remaining documents hereby authorized shall be dated such date as the officers of the Issuer shall determine. The rate of interest on the Bonds and the final maturity date of the Bonds shall not exceed the maximum amount permitted by law.

12. Any authorization herein to execute any document shall include authorization to record such document where appropriate.

13. The Bonds, and the interest payable thereon, are limited obligations of the Issuer, and shall not be deemed to constitute a general debt or liability of the Issuer, but shall be payable

solely from such special sources and funds provided therefor in accordance with the provisions thereof and the provisions of the Indenture.

Neither the State of Tennessee, nor any other political subdivision thereof, shall be liable for the payment of the principal of, or the interest on, the Bonds, or for the performance of any pledge, mortgage, obligation, agreement, or certification, of any kind whatsoever of the Issuer, and neither the Bonds, nor any of the pledges, mortgages, agreements, obligations, or certifications of the Issuer shall be construed to constitute an indebtedness of the State of Tennessee, or any other political subdivision thereof, within the meaning of any constitutional or statutory provisions whatsoever.

No recourse under, or upon, any statement, obligation, covenant, agreement, or certification, contained in any of the foregoing documents, including, without limitation, the Bonds, and the Indenture; or in any other document or certification whatsoever; or under any judgment obtained against the Issuer or by the enforcement of any assessment or by any legal or equitable proceeding or by virtue of any constitution or statute or otherwise, or under any circumstances, under or independent of the foregoing documents, including, without limitation the Bonds, and the Indenture; or any other document or certification, whatsoever, shall be had against any incorporator, member, director, or officer, as such, past, present, or future, of the Issuer, either directly or through the Issuer, or otherwise, for the payment for, or to, the Issuer, or any receiver thereof, or from, or to, the owner of the Bonds for any sum that may be due and unpaid by the Issuer upon the Bonds, or the interest payable thereon. Any and all personal liability of every nature, whether at common law or in equity or by statute or by constitution or

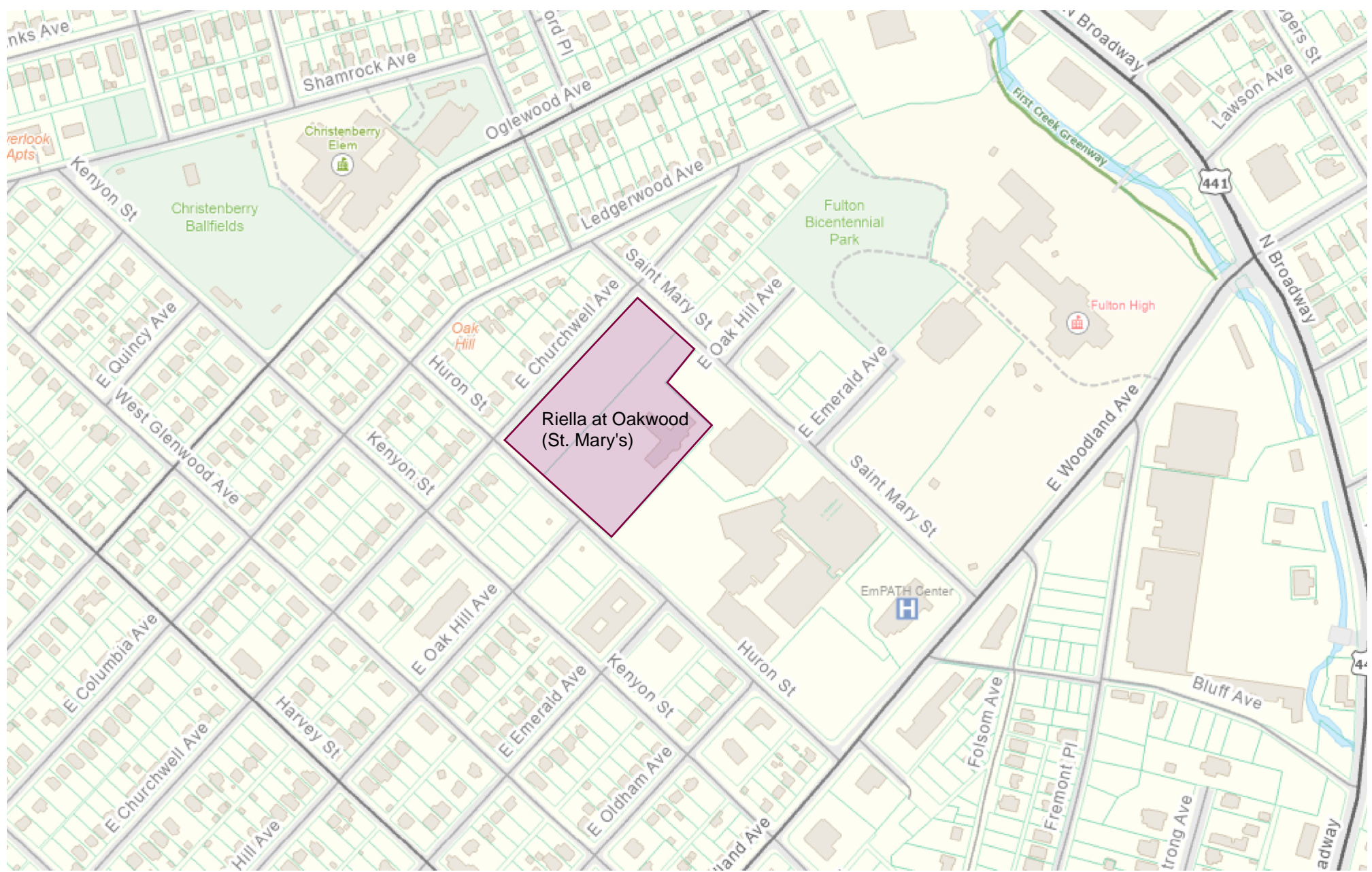
otherwise, of any such incorporator, member, director, or officer, as such, to respond by reason of any act or omission on his or her part of otherwise for, directly or indirectly, the payment for, or to, the Issuer or any receiver thereof, or for, or to, the owners of the Bonds, of the principal of, or the premium, if any, or interest on, the Bonds shall be deemed to have been waived and released as a condition of, and consideration for, the execution of the aforesaid documents and the issuance of the Bonds.

14. All other acts of the officers of the Issuer which are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bonds and the financing of the Project are hereby approved and confirmed.

I hereby certify that attached hereto is a resolution of Knoxville's Community Development Corporation, duly and lawfully adopted by its Board of Commissioners on May 28, 2026, at a meeting at which a quorum was acting throughout and I furthermore certify that such resolution has not been amended or modified in any respect.

KNOXVILLE'S COMMUNITY DEVELOPMENT
CORPORATION

Secretary



Riella at Oakwood
(St. Mary's)

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #12

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Final Resolution authorizing the issuance of collateralized multifamily housing bonds (Riella at River's Edge Project) Series 2026 not to exceed \$25,000,000.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ _____ Expenditure: \$ _____ Source of Funds: n/a
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: BBS _____ Other – Name/Title: _____
<u>BACKGROUND</u>	
<p>1. What is the objective of this action? To approve documents related to the issuance of tax-exempt bonds an an amount not-to-exceed 25,000,000.</p> <p>2. Why is the action needed now? Initial issuance of the bonds is anticipated to take place prior to the next meeting cycle.</p> <p>3. Who are the parties involved and what are their roles (if appropriate)? KCDC will be the issuer of the tax-exempt bonds. DGA Hillwood LP will be the conduit borrower. Hillwood GP Corporation is an instrumentality of KCDC and is the general partner of the conduit borrower.</p> <p>4. What are the long-term and short-term exposures? KCDC will not be required to put any funds into the transaction.</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	KCDC previously adopted a resolution giving preliminary approval to the issuance of the bonds.
ATTACHMENTS	Resolution and site map

RESOLUTION NO. 2026-____

**FINAL RESOLUTION AUTHORIZING ISSUANCE OF
NOT TO EXCEED \$25,000,000
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
COLLATERALIZED MULTIFAMILY HOUSING BONDS
(RIELLA AT RIVER'S EDGE PROJECT) SERIES 2026**

WHEREAS, the Board of Commissioners of Knoxville's Community Development Corporation (the "Issuer"), has met pursuant to proper notice on May 28, 2026; and

WHEREAS, DGA Hillwood LP, a Tennessee limited partnership (the "Borrower"), has requested the Issuer to finance the acquisition, construction, and equipping of a multifamily housing rental development consisting of approximately 122 apartment units to be known as Riella at River's Edge to be located on certain property located at the northwest corner of the intersection of Hillwood Drive and Island Home Avenue in Knoxville, Tennessee (the "Project"), which project is of the character and will accomplish the purposes of Part 20 of Title 13 of the Tennessee Code Annotated, as amended (the "Act"); and

WHEREAS, the Issuer proposes to finance the Project by the issuance and sale of its revenue bonds in an amount not to exceed \$25,000,000; and

WHEREAS, the Issuer previously held a public hearing with respect to the issuance of Bonds, as required under Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, there have been submitted to the Issuer at the meeting on May 28, 2026, the forms of the following instruments which the Issuer proposes to execute to carry out the

transactions described above, copies of which instruments shall be filed with the records of the Issuer:

(a) Bond Purchase Agreement (the "Purchase Agreement") by and among the Issuer, the Borrower, and the purchaser thereof (the "Bond Purchaser");

(b) Trust Indenture (the "Indenture") between the Issuer and U.S. Bank Trust Company, National Association, as trustee (the "Trustee");

(c) The form of the Issuer's Collateralized Multifamily Housing Bonds (Riella at River's Edge Project), Series 2026 (the "Bonds");

(d) Loan Agreement (the "Loan Agreement") between the Issuer and the Borrower, to provide for the loan of the proceeds of the Bonds to the Borrower and for the repayment of such loan.

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

1. It is hereby found and determined that the financing of the Project will assist the Borrower in connection with its mission of providing safe, affordable housing to the citizens of the State of Tennessee, thereby improving their health and wellbeing and promoting the purposes of the Act.

2. It is hereby found to be most advantageous to sell the Bonds, upon the terms and conditions set forth in the Purchase Agreement.

3. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute and either is authorized to deliver the Purchase Agreement to the other parties thereto.

4. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute, and the Secretary or Assistant Secretary of the Issuer is authorized to attest, and either is authorized and directed to deliver the Indenture to the Trustee.

5. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute, and the Secretary or Assistant Secretary of the Issuer is authorized to attest, and either is authorized to deliver the Loan Agreement to the Borrower and the Trustee.

6. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute by facsimile or manual signature, attested by the facsimile or manual signature of its Secretary or Assistant Secretary, and either is authorized and directed to deliver the Bonds to the Trustee for authentication and delivery to the Bond Purchaser thereof upon payment of the purchase price therefor.

7. The Purchase Agreement, the Indenture, the Loan Agreement and the Bonds shall be in substantially the forms submitted, which are hereby approved, with such completions, omissions, insertions and changes (which such changes may include, without limitation, the addition of different interest rate modes and a long term direct placement mode, a long term Freddie TEL mode and a short term and long term GNMA collateralized mode) as may be approved by the officers executing them, their execution to constitute conclusive evidence of their approval of any such omissions, insertions and changes; provided, however, that the Bonds shall bear interest at a rate or rates not to exceed the maximum rate permitted by law and the Bonds shall mature on or before the latest maturity date permitted by law.

8. The Issuer hereby authorizes and approves the preparation, use and circulation of a Private Placement Memorandum, Preliminary Official Statement and a Final Official Statement, which describes the Bonds and the financing documents related to the Bonds and which will be used to market and sell the Bonds. The Issuer hereby authorizes and approves the preparation, use and circulation of a Remarketing Circular or similar offering document, which describes the Bonds and the financing documents related to the Bonds and which will be used in connection with any remarketing of the Bonds, as provided for in the Indenture.

9. The officers of the Issuer are hereby authorized and directed to execute, deliver and file all certificates and instruments, including Internal Revenue Service Form 8038, financing statements to evidence security interests created under the Indenture, a Tax Exemption Certificate and Agreement, a Land Use Restriction Agreement and an informational statement to be filed with the State of Tennessee, and to take all such further action as they may consider necessary or desirable in connection with the issuance and sale of the Bonds and the financing of the Project.

10. Any authorization herein to execute any document shall include authorization to record such document where appropriate.

11. The Bonds, and the interest payable thereon, are limited obligations of the Issuer, and shall not be deemed to constitute a general debt or liability of the Issuer, but shall be payable solely from such special sources and funds provided therefor in accordance with the provisions thereof and the provisions of the Indenture.

Neither the State of Tennessee, nor any other political subdivision thereof, shall be liable for the payment of the principal of, or the interest on, the Bonds, or for the performance of any pledge, mortgage, obligation, agreement, or certification, of any kind whatsoever of the Issuer, and neither the Bonds, nor any of the pledges, mortgages, agreements, obligations, or certifications of the Issuer shall be construed to constitute an indebtedness of the State of Tennessee, or any other political subdivision thereof, within the meaning of any constitutional or statutory provisions whatsoever.

No recourse under, or upon, any statement, obligation, covenant, agreement, or certification, contained in any of the foregoing documents, including, without limitation, the Bonds, and the Indenture; or in any other document or certification whatsoever; or under any judgment obtained against the Issuer or by the enforcement of any assessment or by any legal or equitable proceeding or by virtue of any constitution or statute or otherwise, or under any circumstances, under or independent of the foregoing documents, including, without limitation the Bonds, and the Indenture; or any other document or certification, whatsoever, shall be had against any incorporator, member, director, or officer, as such, past, present, or future, of the Issuer, either directly or through the Issuer, or otherwise, for the payment for, or to, the Issuer, or any receiver thereof, or from, or to, the owner of the Bonds for any sum that may be due and unpaid by the Issuer upon the Bonds, or the interest payable thereon. Any and all personal liability of every nature, whether at common law or in equity or by statute or by constitution or otherwise, of any such incorporator, member, director, or officer, as such, to respond by reason of any act or omission on his or her part or otherwise for, directly or indirectly, the payment for,

or to, the Issuer or any receiver thereof, or for, or to, the owners of the Bonds, of the principal of, or the premium, if any, or interest on, the Bonds shall be deemed to have been waived and released as a condition of, and consideration for, the execution of the aforesaid documents and the issuance of the Bonds.

12. All other acts of the officers of the Issuer which are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bonds and the financing of the Project are hereby approved and confirmed.

I hereby certify that attached hereto is a resolution of Knoxville's Community Development Corporation, duly and lawfully adopted by its Board of Commissioners on May 28, 2026, at a meeting at which a quorum was acting throughout and I furthermore certify that such resolution has not been amended or modified in any respect.

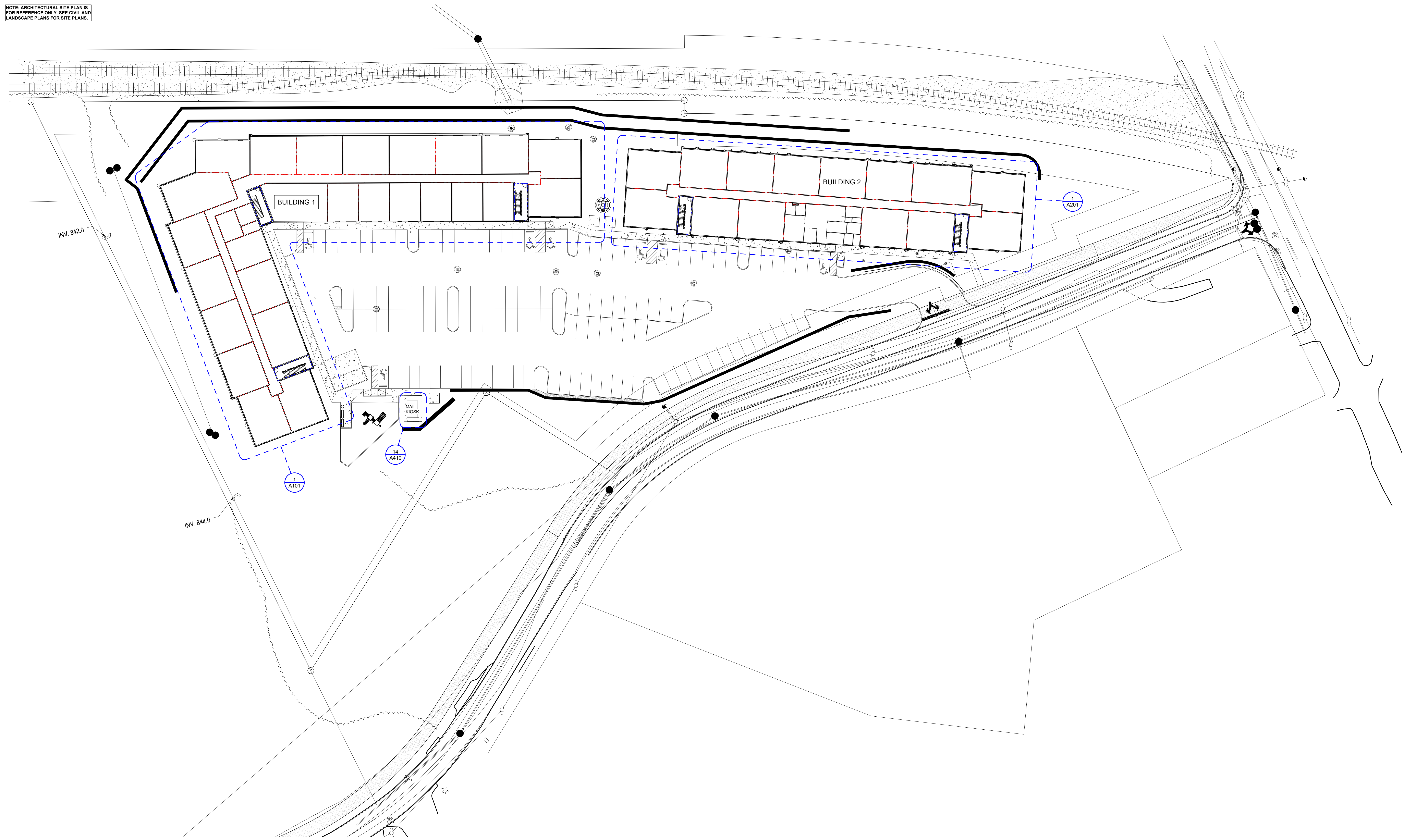
KNOXVILLE'S COMMUNITY DEVELOPMENT
CORPORATION

Secretary

50363600.1



NOTE: ARCHITECTURAL SITE PLAN IS FOR REFERENCE ONLY. SEE CIVIL AND LANDSCAPE PLANS FOR SITE PLANS.



1 ARCH SITE PLAN
1" = 30'-0"

RIELLA AT RIVER'S EDGE

95% CONSTRUCTION DOCUMENTS

CODE INFORMATION
TYPE OF CONSTRUCTION:
 TYPE V-A, SPRINKLERED
OCCUPANCY CLASS:
 RESIDENTIAL - R-2
FIRE PROTECTION SYSTEMS
 FIRE ALARM (NFPA 72)
 SMOKE ALARM
 SPRINKLER SYSTEM (NFPA 13)
 FIRE EXTINGUISHERS (NFPA 10)
 UL RATED ASSEMBLIES

REVISIONS		
NO	DESCRIPTION	DATE

25009	RIELLA AT RIVER'S EDGE
ISSUE DATE	01.20.2026
CLIENT	DOMINION DEVELOPMENT GROUP
ADDRESS	0 HILLWOOD DR, KNOXVILLE, TN
SCALE	1" = 30'-0"
A040	
ARCHITECTURAL SITE PLAN	

KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #13

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Final Resolution authorizing the issuance of collateralized multifamily housing bonds (Union at Smoky Mountain Project) Series 2026 not to exceed \$20,000,000.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
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: \$ _____ Expenditure: \$ _____ Source of Funds: n/a
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: BBS _____ Other – Name/Title: _____
<u>BACKGROUND</u>	
<p>1. What is the objective of this action? To approve documents related to the issuance of tax-exempt bonds an an amount not-to-exceed \$20,000,000.</p>	
<p>2. Why is the action needed now? Initial issuance of the bonds is anticipated to take place prior to the next meeting cycle.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)? KCDC will be the issuer of the tax-exempt bonds. Union at Smoky Mountain, LP will be the conduit borrower. Union at Smoky Mountain GP Corporation is an instrumentality of KCDC and is the general partner of the conduit borrower.</p>	
<p>4. What are the long-term and short-term exposures? KCDC will not be required to put any funds into the transaction.</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	KCDC previously adopted a resolution giving preliminary approval to the issuance of the bonds.
ATTACHMENTS	Resolution and site plan

RESOLUTION NO. 2026-____

**FINAL RESOLUTION AUTHORIZING ISSUANCE OF
NOT TO EXCEED \$20,000,000
KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
COLLATERALIZED MULTIFAMILY HOUSING BONDS
(UNION AT SMOKY MOUNTAIN PROJECT) SERIES 2526**

WHEREAS, the Board of Commissioners of Knoxville's Community Development Corporation (the "Issuer"), has met pursuant to proper notice on May 28, 2026; and

WHEREAS, Union at Smoky Mountain, LP, a Tennessee limited partnership (the "Borrower"), has requested the Issuer to finance the acquisition, construction, and equipping of a multifamily housing rental development to be known as Union at Smoky Mountain to be located on certain property located at 338 Lovell Road in Knoxville, Tennessee (the "Project"), which project is of the character and will accomplish the purposes of Part 20 of Title 13 of the Tennessee Code Annotated, as amended (the "Act"); and

WHEREAS, the Issuer proposes to finance the Project by the issuance and sale of its revenue bonds in an amount not to exceed \$20,000,000; and

WHEREAS, the Issuer previously held a public hearing with respect to the issuance of Bonds, as required under Section 147(f) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, there have been submitted to the Issuer at the meeting on May 28, 2026, the forms of the following instruments which the Issuer proposes to execute to carry out the transactions described above, copies of which instruments shall be filed with the records of the Issuer:

(a) Bond Purchase Agreement (the "Purchase Agreement") by and among the Issuer, the Borrower, and the purchaser thereof (the "Bond Purchaser");

(b) Trust Indenture (the "Indenture") between the Issuer and a designated trustee (the "Trustee");

(c) The form of the Issuer's Collateralized Multifamily Housing Bonds (Union at Smoky Mountain Project), Series 2026 (the "Bonds");

(d) Loan Agreement (the "Loan Agreement") between the Issuer and the Borrower, to provide for the loan of the proceeds of the Bonds to the Borrower and for the repayment of such loan; and

(e) A Preliminary Official Statement (the "Preliminary Official Statement") relating to the issuance and sale of the Bonds.

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

1. It is hereby found and determined that the financing of the Project will assist the Borrower in connection with its mission of providing safe, affordable housing to the citizens of the State of Tennessee, thereby improving their health and wellbeing and promoting the purposes of the Act.

2. It is hereby found to be most advantageous to sell the Bonds, upon the terms and conditions set forth in the Purchase Agreement.

3. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute and either is authorized to deliver the Purchase Agreement to the other parties thereto.

4. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute, and the Secretary or Assistant Secretary of the Issuer is authorized to attest, and either is authorized and directed to deliver the Indenture to the Trustee.

5. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute, and the Secretary or Assistant Secretary of the Issuer is authorized to attest, and either is authorized to deliver the Loan Agreement to the Borrower and the Trustee.

6. The Chair or Vice Chair of the Issuer is hereby authorized and directed to execute by facsimile or manual signature, attested by the facsimile or manual signature of its Secretary or Assistant Secretary, and either is authorized and directed to deliver the Bonds to the Trustee for authentication and delivery to the Bond Purchaser thereof upon payment of the purchase price therefor.

7. The Issuer hereby approves the preparation and distribution of the Preliminary Official Statement in connection with the sale of the Bonds. The Issuer hereby authorizes the preparation of an Official Statement in substantially the same form as the Preliminary Official Statement with such changes as are necessary to finalize and complete the Preliminary Official Statement. Nothing herein shall constitute the approval by the Issuer of the form of the Preliminary Official Statement, the Official Statement or the information contained therein other than information directly relating to the Issuer contained therein. The Chair of the Issuer is hereby authorized to execute such certificates as are requested to deem the Preliminary Official Statement as final as of its date within the meaning of Rule 15c2-12 under Securities Exchange Act of 1934.

8. The Purchase Agreement, the Indenture, the Loan Agreement and the Bonds shall be in substantially the forms submitted, which are hereby approved, with such completions, omissions, insertions and changes (which such changes may include, without limitation, the addition of different interest rate modes and a long term direct placement mode, a long term Freddie TEL mode and a short term and long term GNMA collateralized mode) as may be approved by the officers executing them, their execution to constitute conclusive evidence of their approval of any such omissions, insertions and changes; provided, however, that the Bonds shall bear interest at a rate or rates not to exceed the maximum rate permitted by law and the Bonds shall mature on or before the latest maturity date permitted by law.

9. The Issuer hereby authorizes and approves the preparation, use and circulation of a Private Placement Memorandum, Preliminary Official Statement and a Final Official Statement, which describes the Bonds and the financing documents related to the Bonds and which will be used to market and sell the Bonds. The Issuer hereby authorizes and approves the preparation, use and circulation of a Remarketing Circular or similar offering document, which describes the Bonds and the financing documents related to the Bonds and which will be used in connection with any remarketing of the Bonds, as provided for in the Indenture.

10. The officers of the Issuer are hereby authorized and directed to execute, deliver and file all certificates and instruments, including Internal Revenue Service Form 8038, financing statements to evidence security interests created under the Indenture, a Tax Exemption Certificate and Agreement, a Land Use Restriction Agreement, and an informational statement to be filed with the State of Tennessee, and to take all such further action as they may consider

necessary or desirable in connection with the issuance and sale of the Bonds and the financing of the Project.

11. Any authorization herein to execute any document shall include authorization to record such document where appropriate.

12. The Bonds, and the interest payable thereon, are limited obligations of the Issuer, and shall not be deemed to constitute a general debt or liability of the Issuer, but shall be payable solely from such special sources and funds provided therefor in accordance with the provisions thereof and the provisions of the Indenture.

Neither the State of Tennessee, nor any other political subdivision thereof, shall be liable for the payment of the principal of, or the interest on, the Bonds, or for the performance of any pledge, mortgage, obligation, agreement, or certification, of any kind whatsoever of the Issuer, and neither the Bonds, nor any of the pledges, mortgages, agreements, obligations, or certifications of the Issuer shall be construed to constitute an indebtedness of the State of Tennessee, or any other political subdivision thereof, within the meaning of any constitutional or statutory provisions whatsoever.

No recourse under, or upon, any statement, obligation, covenant, agreement, or certification, contained in any of the foregoing documents, including, without limitation, the Bonds, and the Indenture; or in any other document or certification whatsoever; or under any judgment obtained against the Issuer or by the enforcement of any assessment or by any legal or equitable proceeding or by virtue of any constitution or statute or otherwise, or under any circumstances, under or independent of the foregoing documents, including, without limitation the Bonds, and the Indenture; or any other document or certification, whatsoever, shall be had

against any incorporator, member, director, or officer, as such, past, present, or future, of the Issuer, either directly or through the Issuer, or otherwise, for the payment for, or to, the Issuer, or any receiver thereof, or from, or to, the owner of the Bonds for any sum that may be due and unpaid by the Issuer upon the Bonds, or the interest payable thereon. Any and all personal liability of every nature, whether at common law or in equity or by statute or by constitution or otherwise, of any such incorporator, member, director, or officer, as such, to respond by reason of any act or omission on his or her part or otherwise for, directly or indirectly, the payment for, or to, the Issuer or any receiver thereof, or for, or to, the owners of the Bonds, of the principal of, or the premium, if any, or interest on, the Bonds shall be deemed to have been waived and released as a condition of, and consideration for, the execution of the aforesaid documents and the issuance of the Bonds.

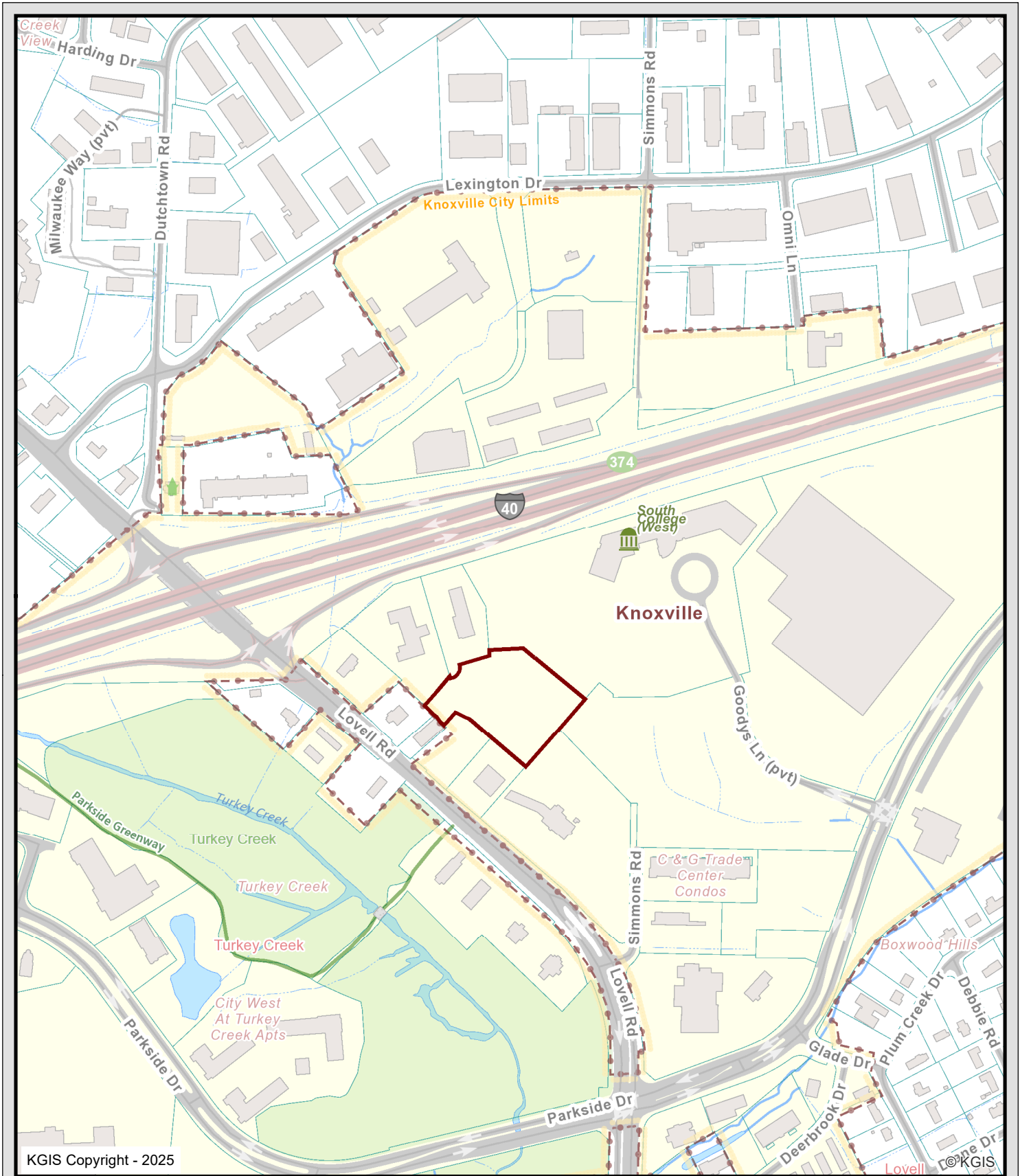
13. All other acts of the officers of the Issuer which are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bonds and the financing of the Project are hereby approved and confirmed.

I hereby certify that attached hereto is a resolution of Knoxville's Community Development Corporation, duly and lawfully adopted by its Board of Commissioners on May 28, 2026, at a meeting at which a quorum was acting throughout and I furthermore certify that such resolution has not been amended or modified in any respect.

KNOXVILLE'S COMMUNITY DEVELOPMENT
CORPORATION

Secretary

50363620.1



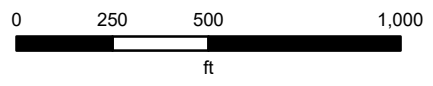
KGIS Copyright - 2025

0 Lovell Road

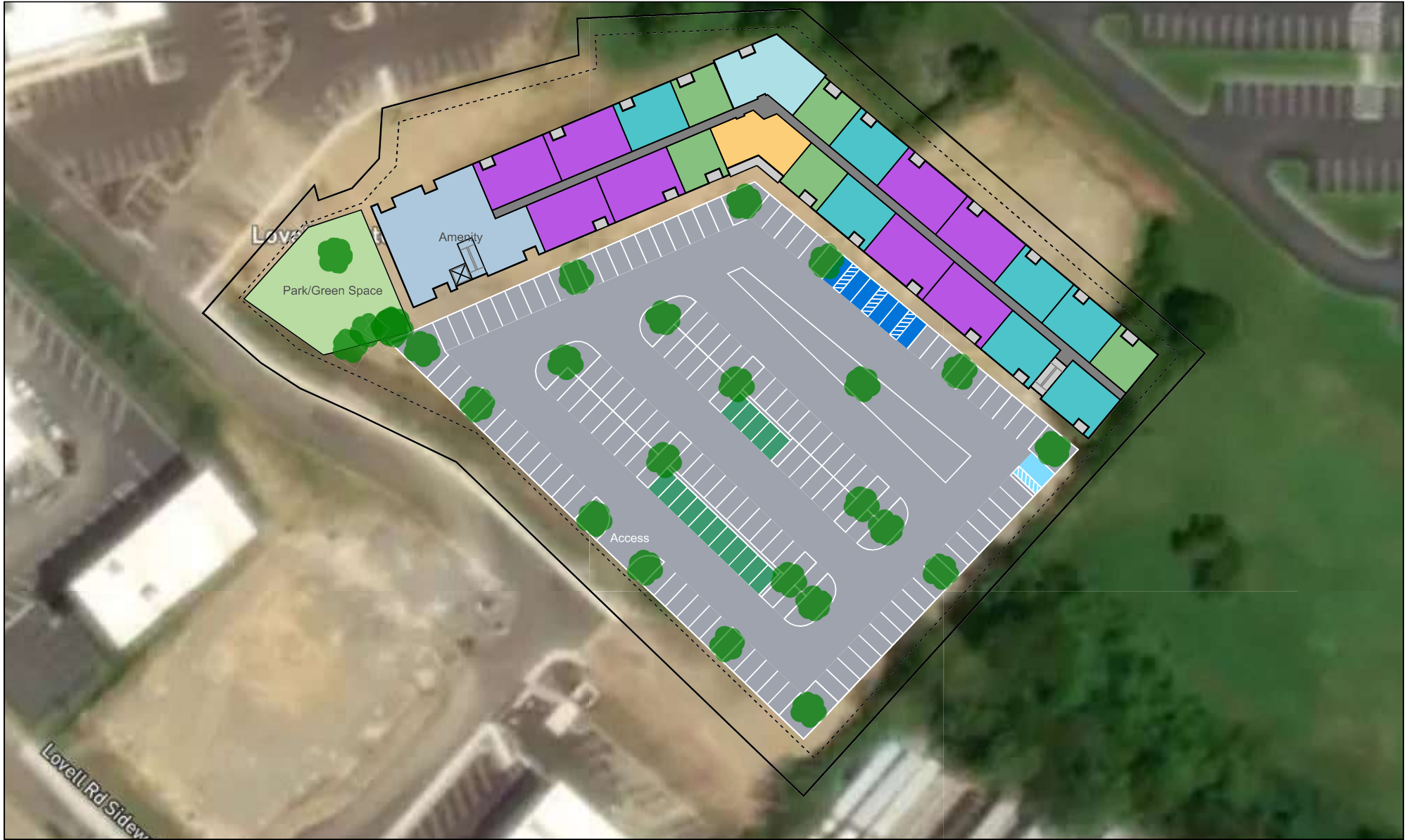
Knoxville - Knox County - KUB Geographic Information System



Printed: 7/23/2025 at 10:16:03 PM



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KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION

BOARD ACTION FORM ITEM #14

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Resolution approving the Operating Budgets for the Public Housing Program, Rental Assistance/Section 8 Programs, Central Office Cost Center, and Multi-Family Housing for FY 2027 (July 1, 2026-June 30, 2027).
SUBMITTED BY	Name, Title / Department: Randall Brown, Chief Financial Officer, Executive Management
MEETING TYPE	<input type="checkbox"/> Regular <input type="checkbox"/> Special <input checked="" type="checkbox"/> Annual
CLASSIFICATION	<input checked="" type="checkbox"/> Resolution <input type="checkbox"/> Approval
BUDGET / FINANCIAL IMPACT	Budgeted: \$ <u>see pgm detail</u> Expenditure: \$ <u>n/a</u> Source of Funds: Program Operating and Reserve Funds (as applicable)
APPROVAL / REVIEWS	<input checked="" type="checkbox"/> Department Head /VP <input checked="" type="checkbox"/> Budget/Finance <input checked="" 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? To seek approval of the above-mentioned program operating budgets for FYE 2027 for policy compliance.</p>	
<p>2. Why is the action needed now? We are required to bring an operating budget to the Board for approval within each fiscal year for the subsequent fiscal year period.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)? Program and financial management staff work together to closely monitor budget-expenditure variance reports on a monthly basis. Procedures are in place to ensure expenditures do not exceed approved budgets and/or revisions and that funds are expended in accordance with applicable program requirements.</p>	
<p>4. What are the long-term and short-term exposures? No exposure due to monitoring procedures and adequate reserves.</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	HUD and KCDC's Fiscal and Accounting Policy requires an operating budget to be prepared and approved by the Board within each fiscal year for the subsequent fiscal year for prudent financial management of KCDC programs.
ATTACHMENTS	Resolution and Budgets

RESOLUTION NO. 2026-___

**RESOLUTION APPROVING OPERATING BUDGETS FOR
ALL SECTION 8 PROGRAMS, THE CENTRAL OFFICE COST CENTER,
THE REDEVELOPMENT PROGRAM, THE MANOR AND THE MULTI-
FAMILY HOUSING PROGRAM FOR THE FISCAL YEAR JULY 1, 2026
THROUGH JUNE 30, 2027**

WHEREAS the Operating Budgets for all Section 8 Programs, the Central Office Cost Center, the Redevelopment Program, The Manor and the Multi-Family Housing Program are not subject to annual approval by the Department of Housing and Urban Development; and

WHEREAS the annual budget for the above referenced project, programs, and departments are directly dependent upon existing contractual relationships or upon contractual relationships that may yet be negotiated during any given fiscal year; and

WHEREAS the above referenced budgets have been prepared based upon anticipated revenues from existing contractual relationships between Knoxville's Community Development Corporation and other second parties; and

WHEREAS in the opinion of the Board of Commissioners, the financial plan for each program is consistent with KCDC's overall operating strategy and is fiscally responsible.

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

THAT the Operating Budgets for all Section 8 Programs, the Central Office Cost Center, the Redevelopment Program, The Manor and the Multi-Family Housing Program are not subject to annual approval by the Department of Housing and Urban Development are hereby approved and adopted for the fiscal year July 1, 2026 through June 30, 2027.

Approved this ___ day of May, 2026.

**KNOXVILLE'S COMMUNITY
DEVELOPMENT CORPORATION**

By: _____
Secretary

PHA Board Resolution
Approving Operating Budget

**U.S. Department of Housing
and Urban Development**
Office of Public and Indian Housing -
Real Estate Assessment Center (PIH-REAC)

OMB No. 2577-0026
(exp. 07/31/2019)

Public reporting burden for this collection of information is estimated to average 10 minutes per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. This agency may not collect this information, and you are not required to complete this form, unless it displays a currently valid OMB control number.

This information is required by Section 6(c)(4) of the U.S. Housing Act of 1937. The information is the operating budget for the low-income public housing program and provides a summary of the proposed/budgeted receipts and expenditures, approval of budgeted receipts and expenditures, and justification of certain specified amounts. HUD reviews the information to determine if the operating plan adopted by the public housing agency (PHA) and the amounts are reasonable, and that the PHA is in compliance with procedures prescribed by HUD. Responses are required to obtain benefits. This information does not lend itself to confidentiality.

PHA Name: Knoxville's Community Development Corporation PHA Code: TN003

PHA Fiscal Year Beginning: 7/1/2026 Board Resolution Number: 2026-

Acting on behalf of the Board of Commissioners of the above-named PHA as its Chairperson, I make the following certifications and agreement to the Department of Housing and Urban Development (HUD) regarding the Board's approval of (check one or more as applicable):

DATE

- Operating Budget approved by Board resolution on: 05/28/2026
- Operating Budget submitted to HUD, if applicable, on:
- Operating Budget revision approved by Board resolution on:
- Operating Budget revision submitted to HUD, if applicable, on:

I certify on behalf of the above-named PHA that:

1. All statutory and regulatory requirements have been met;
2. The PHA has sufficient operating reserves to meet the working capital needs of its developments;
3. Proposed budget expenditure are necessary in the efficient and economical operation of the housing for the purpose of serving low-income residents;
4. The budget indicates a source of funds adequate to cover all proposed expenditures;
5. The PHA will comply with the wage rate requirement under 24 CFR 968.110(c) and (f); and
6. The PHA will comply with the requirements for access to records and audits under 24 CFR 968.110(i).

I hereby certify that all the information stated within, as well as any information provided in the accompaniment herewith, if applicable, is true and accurate.

Warning: HUD will prosecute false claims and statements. Conviction may result in criminal and/or civil penalties. (18 U.S.C. 1001, 1010, 1012.31, U.S.C. 3729 and 3802)

Print Board Chairperson's Name: Becky Wade	Signature:	Date: 05/28/2026
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KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget

	FY2027 Budget	FY2026 Budget	\$ Var	% Var
REVENUE				
Multifamily ¹	\$ 19,030,260	\$ 17,652,450	\$ 1,377,810	
Public Housing	-	978,789	(978,789)	
KHDC ²	5,666,540	1,740,578	3,925,962	
COCC ³	13,060,150	10,534,613	2,525,537	
Rental Assistance ⁴	44,906,840	39,434,409	5,472,431	
TOTAL REVENUE	\$ 82,663,790	\$ 70,340,839	\$ 12,322,951	18%
EXPENSE				
Multifamily ¹	\$ 13,525,470	\$ 13,325,642	\$ 199,828	
Public Housing	-	404,981	(404,981)	
KHDC ²	807,670	807,997	(327)	
COCC ³	13,369,460	12,828,083	541,377	
Rental Assistance ⁴	45,420,060	39,543,465	5,876,595	
TOTAL EXPENSE	\$ 73,122,660	\$ 66,910,168	\$ 6,212,492	9%
Net Operating Income (Loss)	\$ 9,541,130	\$ 3,430,671	\$ 6,110,459	178%
Nonoperating Expenses ⁵	9,566,630	1,700,036	7,866,594	
NET INCOME	\$ (25,500)	\$ 1,730,635	\$ (1,756,135)	-101%

¹ Multifamily consolidated report includes Cagle Corporation and Montgomery Village Corporation. They will be approved in each's individual board meetings. Presented herein for board overall budget review.

² KHDC is approved in separate board meeting. Presented herein for board overall budget review.

³ COCC includes Redevelopment, Business

⁴ Formally known as Section 8 Program

⁵ Includes Depreciation, Amortization, & Replacement Reserve Expenses



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget Comparison
For the Period Ended June 30, 2027

Multi-Family Housing				
Description	FY 2027 Budget	FY 2026 Budget	\$ Variance	% Variance
Revenue:				
HUD Grants	\$ 7,069,820	\$ 6,767,859	\$ 301,961	
Tenant Revenue	4,386,380	4,001,695	384,685	
Other Revenue	293,860	242,314	51,546	
Total Revenue	\$ 11,750,060	\$ 11,011,868	\$ 738,192	7%
Expenses:				
Salaries & Benefits	\$ 2,031,570	\$ 1,878,801	\$ 152,769	
Administration & Tenant Services	1,157,680	1,135,768	21,912	
Utilities	2,274,110	2,305,830	(31,720)	
Maintenance & Operating	1,786,230	1,733,477	52,753	
Insurance	537,960	527,290	10,670	
General Expense	345,670	335,960	9,710	
Interest Expense	394,050	411,446	(17,396)	
Total Expenses	\$ 8,527,270	\$ 8,328,572	\$ 198,698	2%
Net Operating Income (Loss)	\$ 3,222,790	\$ 2,683,296	\$ 539,494	20%
Nonoperating Expenses	5,534,330	915,444	4,618,886	505%
Net Income (Loss)	\$ (2,311,540)	\$ 1,767,852	\$ (4,079,392)	-231%

Revenue & Expense Variance

Increase in revenue is due to higher contract rent for HAP receipts and interest revenue earned from investments. Expenses increase due to projected rise in salaries and benefits.

Nonoperating expenses not budgeted in prior year include depreciation & amortization expense of 3.7M. Replacement reserve increase of 920K (paid with escrow funds).



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget
July 1, 2026 - June 30, 2027

Montgomery Village Corporation				
Description	FY 2026 Budget	FY 2025 Budget	\$ Variance	% Variance
Revenue:				
HUD Grants	\$ 3,020,060	\$ 2,861,619	\$ 158,441	
Tenant Revenue	961,070	765,993	195,077	
Other Revenue	88,800	55,500	33,300	
Total Revenue	\$ 4,069,930	\$ 3,683,112	\$ 386,818	11%
Expenses:				
Salaries & Benefits	\$ 629,520	\$ 568,633	\$ 60,887	
Administration & Tenant Services	383,170	407,313	(24,143)	
Utilities	775,080	772,430	2,650	
Maintenance & Operating	561,310	714,551	(153,241)	
Insurance	174,240	185,590	(11,350)	
General Expense	103,480	82,120	21,360	
Interest Expense	401,530	409,488	(7,958)	
Total Expenses	\$ 3,028,330	\$ 3,140,125	\$ (111,795)	-4%
Net Income (Loss)	\$ 1,041,600	\$ 542,987	\$ 498,613	92%
Nonoperating Expenses	1,725,180	370,492	1,354,688	366%
Net Income (Loss)	\$ (683,580)	\$ 172,495	\$ (856,075)	-496%

Revenue & Expense Variance

Increase in revenue is due to higher contract rent for HAP receipts and interest revenue earned from investments. Expenses decrease due to planning of replacement reserve items (escrow funds used).

Nonoperating expenses not budgeted in prior year include depreciation & amortization expense of 1.3M. Replacement reserve increase of 32K (paid with escrow funds).



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget
July 1, 2026 - June 30, 2027

Cagle Terrace Corporation				
Description	FY 2026 Budget	FY 2025 Budget	\$ Variance	% Variance
Revenue:				
HUD Grants	\$ 2,185,820	\$ 1,962,385	\$ 223,435	
Tenant Revenue	974,450	956,548	17,902	
Other Revenue	50,000	38,537	11,463	
Total Revenue	\$ 3,210,270	\$ 2,957,470	\$ 252,800	9%
Expenses:				
Salaries & Benefits	\$ 393,810	\$ 416,381	\$ (22,571)	
Administration & Tenant Services	265,520	241,324	24,196	
Utilities	501,910	477,130	24,780	
Maintenance & Operating	306,360	287,408	18,952	
Insurance	141,960	106,500	35,460	
General Expense	107,080	69,000	38,080	
Interest Expense	253,230	259,202	(5,972)	
Total Expenses	\$ 1,969,870	\$ 1,856,945	\$ 112,925	6%
Net Income (Loss)	\$ 1,240,400	\$ 1,100,525	\$ 139,875	13%
Nonoperating Expenses	934,730	204,844	729,886	356%
Net Income (Loss)	\$ 305,670	\$ 895,681	\$ (590,011)	-66%

Revenue & Expense Variance

Increase in revenue is due to higher contract rent for HAP receipts and interest revenue earned from investments. Expenses increase due to projected maintenance and insurance.

Nonoperating expenses not budgeted in prior year include depreciation & amortization expense of 760K. Replacement reserve decrease of 35K (paid with escrow funds).



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget Comparison
For the Period Ended June 30, 2027

Knoxville's Housing Development Corp (KHDC)				
Description	FY 2027 Budget	FY 2026 Budget	\$ Variance	% Variance
Revenue:				
HUD Grants	\$ 1,072,570	\$ 795,248	\$ 277,322	
Tenant Revenue	188,090	177,466	10,624	
Other Revenue	4,405,880	767,864	3,638,016	
Total Revenue	\$ 5,666,540	\$ 1,740,578	\$ 3,925,962	226%
Expenses:				
Salaries & Benefits	\$ 157,720	\$ 129,239	\$ 28,481	
Administration & Tenant Services	115,630	94,504	21,126	
Utilities	48,060	37,970	10,090	
Maintenance & Operating	180,130	209,872	(29,742)	
Insurance	62,040	60,443	1,597	
General Expense	28,460	24,270	4,190	
Interest Expense	215,630	251,699	(36,069)	
Total Expenses	\$ 807,670	\$ 807,997	\$ (327)	0%
Net Operating Income (Loss)	\$ 4,858,870	\$ 932,581	\$ 3,926,289	421%
Nonoperating Expenses	951,250	209,256	741,994	355%
Net Income (Loss)	\$ 3,907,620	\$ 723,325	\$ 3,184,295	440%

Revenue & Expense Variance

Increase in revenue is due to higher contract rent for HAP receipts and WH infrastructure income and interest on Notes Receivable not budgeted in prior year. Expenses increase due to projected rise in salaries and benefits. Expenses are projected flat for FY27.

Nonoperating expenses not budgeted in prior year include depreciation & amortization expense.



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget Comparison
For the Period Ended June 30, 2027

COCC				
Description	FY 2027 Budget	FY 2026 Budget	\$ Variance	% Variance
Revenue:				
HUD Grants	\$ -	\$ -	\$ -	
Tenant Revenue	-	-	-	
Other Revenue	13,060,150	10,534,613	2,525,537	
Total Revenue	\$ 13,060,150	\$ 10,534,613	\$ 2,525,537	24%
Expenses:				
Salaries & Benefits	\$ 9,788,870	\$ 9,276,480	\$ 512,390	
Administration & Tenant Services	2,805,010	2,758,213	46,797	
Utilities	97,390	84,750	12,640	
Maintenance & Operating	434,130	641,030	(206,900)	
Insurance	95,860	67,610	28,250	
General Expense	133,200	-	133,200	
Interest Expense	15,000	-	15,000	
Total Expenses	\$ 13,369,460	\$ 12,828,083	\$ 541,377	4%
Net Operating Income (Loss)	\$ (309,310)	\$ (2,293,470)	\$ 1,984,160	-87%
Nonoperating Expenses	421,140	-	421,140	#DIV/0!
Net Income (Loss)	\$ (730,450)	\$ (2,293,470)	\$ 1,563,020	-68%

Revenue & Expense Variance

Increase in revenue is due to 1.7M increase in expected developer fee revenue, primarily from ongoing and future WH phases. Additional increases expected in TIF admin fees. Decrease in expenses is due from reduction in administrative costs are for developer expenses landing on the project construction budget. BA Increase in revenue and expense is due to LIHTC billable expenses for managed properties.

Nonoperating expenses not budgeted in prior year include depreciation & amortization expense of 420K.



KNOXVILLE'S COMMUNITY DEVELOPMENT CORPORATION
FY 2027 Budget Comparison
For the Period Ended June 30, 2027

Rental Assistance				
Description	FY 2027 Budget	FY 2026 Budget	\$ Variance	% Variance
Revenue:				
HUD Grants	\$ 44,747,300	\$ 39,262,312	\$ 5,484,988	
Tenant Revenue	-	-	-	
Other Revenue	159,540	172,097	(12,557)	
Total Revenue	\$ 44,906,840	\$ 39,434,409	\$ 5,472,431	14%
Expenses:				
Salaries & Benefits	\$ 1,213,280	\$ 1,120,288	\$ 92,992	
Administration & Tenant Services	1,324,070	1,164,216	159,854	
Utilities	-	-	-	
Maintenance & Operating	420	394	26	
Insurance	17,550	35,542	(17,992)	
General Expense	42,864,740	37,223,025	5,641,715	
Interest Expense	-	-	-	
Total Expenses	\$ 45,420,060	\$ 39,543,465	\$ 5,876,595	15%
Net Operating Income (Loss)	\$ (513,220)	\$ (109,056)	\$ (404,164)	371%
Nonoperating Expenses	-	-	-	
Net Income (Loss)	\$ (513,220)	\$ (109,056)	\$ (404,164)	371%

Revenue & Expense Variance

Revenue increased due to higher payment standards in S8 HAP receipts, while expenses increased due from corresponding rise in HAP payments to landlords.

BALL GP CORPORATION

INITIAL AGENDA

Board Meeting of the Board of Directors

Thursday, May 28, 2026, 5 p.m.

901 N. Broadway Street

Knoxville, TN 37917

1. Call to Order.

DEVELOPMENT (Ben Bentley)

2. Resolution regarding the formation and organizational matters. ([Item 2 Attachment](#))
3. Adjourn.

BALL GP CORPORATION
BOARD ACTION FORM

MEETING DATE	
AGENDA ITEM DESCRIPTION	
SUBMITTED BY	Name, Title / Department:
MEETING TYPE	Regular Special Initial
CLASSIFICATION	Resolution Approval
BUDGET / FINANCIAL IMPACT	Budgeted: \$ _____ Expenditure: \$ _____ Source of Funds:
APPROVAL / REVIEWS	Department Head /VP Budget/Finance Executive Director/CEO Legal Counsel: _____ Other – Name/Title:
<u>BACKGROUND</u>	
1. What is the objective of this action?	
2. Why is the action needed now?	
3. Who are the parties involved and what are their roles (if appropriate)?	
4. What are the long-term and short-term exposures?	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	
ATTACHMENTS	and Site Plan

RESOLUTION NO. 2026-01

RESOLUTION OF THE BOARD OF DIRECTORS OF BALL GP CORPORATION REGARDING FORMATION AND ORGANIZATIONAL MATTERS

May 28, 2026

The board of directors of Ball GP Corporation, a Tennessee nonprofit corporation (the "Corporation"), has met pursuant to proper notice and does hereby resolve:

Action of Incorporator

RESOLVED, that the Action of the Incorporator of the Corporation taken by written consent dated as of May 28, 2026, and all actions reflected therein, be, and the same hereby are, ratified, approved, and adopted by the undersigned for the benefit of the Corporation; and

FURTHER RESOLVED, that the Incorporator be, and the same hereby is, discharged of any further obligations, duties or liability to the Corporation.

Charter

RESOLVED, that the Charter of the Corporation, previously filed in the office of the Secretary of State of Tennessee and recorded in the Knox County Register of Deeds, is hereby ratified and approved.

Bylaws

RESOLVED, that the Bylaws attached hereto as Exhibit A are hereby approved and adopted.

Officers

RESOLVED, that the following named persons are hereby declared elected to the offices of the Corporation set forth opposite their respective names to serve as such officers pursuant to the Bylaws:

President – Benjamin M. Bentley

Vice President – Marisia Moazen, PH.D.

Secretary and Treasurer – Randall Brown

Bank Accounts

RESOLVED, that the officers of the Corporation are hereby authorized and directed for and on behalf of the Corporation to designate from time to time one or more banks, trust companies or other banking institutions to act as depository or depositories for the funds of the Corporation for and during such period as such officer may from time to time deem necessary or desirable in the interests on the Corporation and to open or close out from time to time accounts in any such depository so selected;

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, in the name of and on behalf of the Corporation, to take any and all actions that such officer may deem necessary or advisable in order to establish bank accounts from time to time for the efficient conduct of the Corporation's business;

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and empowered to sign checks drawn on such account(s); and

FURTHER RESOLVED, that any resolutions required by said banking institutions shall be attached to these resolutions and are hereby adopted in their entirety as if such resolutions were a part hereof as of the date of adoption of these resolutions.

Payment of Organizational Expenses

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to pay all fees and expenses incident to or required in the organization of the Corporation.

Formation of DGA Ball LP

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take all actions deemed by such officers to be necessary and convenient to form DGA Ball LP (the "Limited Partnership") and to have the Corporation serve as the general partner thereof.

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, on behalf and in the name of the Corporation, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents (including, without limitation, certificate of limited partnership and a limited partnership agreement), instruments, certificates,

statements, papers, or any amendments thereto, as may be deemed necessary or advisable in order to form the Limited Partnership.

Submission of Application for Low Income Housing Tax Credits and Multifamily Tax-Exempt Bond Authority

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take all actions deemed by such officers to be necessary and convenient to facilitate the submission of an application to the Tennessee Housing Development Agency for an allocation of low income housing tax credits and/or Multifamily Tax-Exempt Bond Authority for the purpose of development of real property located approximately at 0 Parkside Drive in Knoxville, Tennessee.

General Authority and Ratification

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, on behalf and in the name of the Corporation, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents, instruments, certificates, statements, papers, or any amendments thereto, as may be deemed necessary or advisable in order to effectuate the actions approved herein, and to take such further steps and do all such further acts or things as are necessary or desirable to carry out the transactions contemplated by the foregoing resolutions; and

FURTHER RESOLVED, that the authority and power given hereunder be deemed retroactive and any and all acts authorized hereunder performed prior to the passage of these resolutions, are hereby ratified and approved.

Adopted this 28th day of May, 2026.

BALL GP CORPORATION

By: _____
Secretary

EXHIBIT A

BY-LAWS OF BALL GP CORPORATION

These Bylaws shall regulate the business and affairs of Ball GP Corporation (the "Corporation"), subject to the provisions of the Charter of the Corporation (as amended or restated from time to time, the "Charter") and any applicable provisions of the Tennessee Nonprofit Corporation Act (as amended, the "Act").

ARTICLE I. OFFICES

Section 1.1 Principal Office. The principal office of the Corporation shall be located at 901 N. Broadway, Knoxville, Knox County, Tennessee 37917. The Corporation may have such other offices, either within or without the State of Tennessee, as its Board of Directors may designate or as the business of the Corporation may require from time to time.

Section 1.2 Registered Office. The registered office of the Corporation required by the Act to be maintained in the State of Tennessee may, but need not, be identical to the principal office in the State of Tennessee; and the address of the registered office may be changed from time to time by its Board of Directors.

ARTICLE II. MEMBERS

The Corporation shall not have members.

ARTICLE III. DIRECTORS

Section 3.1 General Powers. The business and affairs of the Corporation shall be supervised by its Board of Directors (the "Board"), which shall exercise in the name of and on behalf of the Corporation all of the rights and privileges legally exercisable by the Corporation as a corporate entity, except as may otherwise be provided by law, the Charter, or these Bylaws. In addition, without limiting the foregoing, the Board shall be authorized and empowered:

(a) To employ such persons as in its opinion are needed for the administration of the Corporation and to pay reasonable compensation for services and expenses thereof;

(b) To receive, accept, administer, invest and distribute on behalf of the Corporation property contributed, gifted or bequeathed to the Corporation; and

(c) To make distributions of income and principal in furtherance of the Corporation's purposes in such amounts and proportions as the Board, in its discretion, shall determine from time to time.

Section 3.2 Number and Tenure. The directors of the Corporation shall be the same persons who are elected to hold the offices of Chairman, Vice Chairman, and Treasurer of Knoxville's Community Development Corporation ("KCDC"). The election of any person to any such office in KCDC shall be deemed to be an election of such person to the Board of Directors of the Corporation. Each director shall hold office until the expiration of the term for which he/she is elected, and thereafter until his successor has been elected and qualified. The Board of Commissioners of KCDC shall have the power to appoint and remove all directors of the corporation.

Section 3.3 Limited Personal Liability. No person who is or was a Director of the Corporation, nor such person's heirs, executors or administrators (hereinafter collectively referred to for purposes of this Section as a "Director"), shall be personally liable to the Company for monetary damages for breach of fiduciary duty as a Director. However, this provision shall not eliminate or limit the liability of a Director:

(a) for any breach of a Director's duty of loyalty to the Corporation;

(b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or

(c) under § 48-58-304 of the Act.

If the Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a Director of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the full extent permitted by the amended Act. No repeal or modification of the provisions of this Section, either directly or by the adoption of a provision inconsistent with the provisions of this Section, shall adversely affect any right or protection, as set forth herein, existing in favor of a particular individual at the time of such repeal or modification.

Section 3.4 Annual Meeting. The regular annual meeting of the Board shall be held without other notice than this Section of the Bylaws immediately following the annual meeting of Knoxville's Community Development Corporation in May of each year and at

the same place as the annual meeting of Knoxville's Community Development Corporation.

Section 3.5 Special Meetings. Special meetings of the Board may be called by the President or by any Director, and it shall thereupon be the duty of the Secretary–Treasurer to cause notice of such meeting to be given as hereinafter provided. The President or the Director calling the meeting shall fix the time and place (which may or may be anywhere within or without the State of Tennessee) for the holding of the meeting.

Section 3.6 Notices. Notice of the time, place and purpose of any special meeting of the Board shall be delivered to each Director not less than three (3) days previous thereto either personally, by mail or by electronic mail, by or at the direction of the Secretary–Treasurer, the President or the Director calling the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the Director at his address as it appears on the records of the Corporation with postage thereon prepaid. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 3.7 Quorum and Participation. A majority of the total number of Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than such majority of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time; and provided further that the Secretary–Treasurer shall notify any absent Directors of the time and place of such adjourned meeting.

Section 3.8 Manner of Acting. Each Director shall be entitled to one (1) vote upon any matter properly submitted for a vote to the Board. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board, except as may otherwise be specifically provided by law, by the Charter, or by these Bylaws. Members of the Board absent from any meeting shall not be permitted to vote at such meeting by written proxies.

Section 3.9 Presumption of Assent. A Director of the Corporation who is present at a meeting of the Board at which action on any Corporation matter is taken shall be presumed to have assented to the action taken, unless such Director's dissent shall be entered in the minutes of the meeting, or unless he or she shall forward such dissent by certified mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such

action.

Section 3.10 Compensation. Neither Directors nor officers shall receive any salary for their services. Any director or officer of the Corporation may also perform legal services for the Corporation; otherwise, no director or officer shall receive compensation for service to the Corporation in any other capacity, nor shall any close relative or a Director or officer receive compensation for serving the Corporation. The term "close relative" as used herein shall mean any brother or sister of any Director or officer, the forebears and descendants of a Director or officer or any such brother or sister and any spouse of a Director or officer or any aforesaid person.

ARTICLE IV. OFFICERS

Section 4.1 Number. The officers of the Corporation shall be a President, Vice President, Secretary–Treasurer and such other officers as may be determined by the Board from time to time to perform such duties as may be designated by the Board. In no event shall a member of the Board serve as an officer of the corporation.

Section 4.2 Election and Term of Office. The officers of the Corporation shall be elected annually by the Board at the regular annual meeting of the Board. If the election of officers shall not be held at such meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until the next regular annual meeting of the Board or until his successor shall have been elected. A vacancy in any office held by an officer, because of death, resignation, removal, disqualification or otherwise, may be filled by the Board. A retiring officer may succeed himself or herself.

Section 4.3 Removal of Officers and Agents by Directors. Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interest of the Corporation will be served thereby.

Section 4.4 President. The President:

(a) Shall be the principal executive officer of the Corporation, shall in general, supervise and control all of the business and affairs of the Corporation, and unless otherwise determined by the members of the Board, shall preside at all meetings of the members and the Board;

(b) May sign any deeds, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Board to be executed, except in cases in which the signing and execution thereof shall be expressly delegated by

the Board, or by these Bylaws, to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and

(c) Shall in general perform all duties incident to the office of the present and such other duties as may be prescribed by the Board from time to time.

Section 4.5 Vice President. In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall also perform such other duties as from time to time may be assigned to him by the Board.

Section 4.6 Secretary-Treasurer. The Secretary-Treasurer shall:

(a) Keep the minutes of the meetings of the members and of the Board in one or more books provided for that purpose;

(b) See that all notices are duly given in accordance with these Bylaws or as required by law;

(c) Be custodian of the corporate records and of the seal of the Corporation and affix the seal of the Corporation to documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws;

(d) Keep a register of the names and post office addresses of all Directors;

(e) Have a general charge of the books of the Corporation;

(f) Keep on file at all times a complete copy of the Charter and Bylaws of the Corporation containing all amendments thereto (which copy shall always be open to the inspection of any Director), and at the expense of the Corporation, forward a copy of the Bylaws and of all amendments thereto to each Director;

(g) In general, perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned to him/her by the Board; and

(h) Have charge and custody of and be responsible for all funds and securities of the Corporation;

(i) Be responsible for the receipt of and the issuance of receipts for all monies due and payable to the Corporation and for the deposit of all such monies in the name of the Corporation in such bank or banks, trust companies or other depositories, as shall be selected in accordance with the provisions of these regulations; and

(j) In general, perform all the duties incident to the office of Treasurer, and such other duties as from time to time may be assigned to him/her by the Board.

Section 4.7 Resignation. An officer may resign such officer's position at any time by tendering such resignation in writing to the President or, in the case of the resignation of the President, to the Secretary. A resignation shall become effective upon the date specified in such notice, or, if no date is specified, upon receipt of the resignation by the Corporation at its principal place of business.

Section 4.8 Compensation. The powers, duties and compensation, if any, of officers, agents and employees shall be fixed by the Board, subject to the provisions of these regulations with respect to compensation for Directors and officers and close relatives of Directors and officers.

ARTICLE V. NON-PROFIT OPERATION

The Corporation shall at all times be operated on a non-profit basis, and no interest or dividends shall be paid or payable by the Corporation to any Director as such, and shall be operated for the charitable purposes for which the Corporation was created.

ARTICLE VI. CONTRACTS, LOANS, CHECKS, DEPOSITS, INVESTMENTS

Section 6.1 Contracts and Employment of Agents. The Board may authorize any officer or agent to enter into any contract, or execute and deliver any instrument, in the name of and on behalf of the Corporation. The Board shall be specifically authorized, in its sole discretion, to employ and to pay the compensation of such agents, accountants, custodians, experts, consultants and other counsel, legal, investment or otherwise, as the Board shall deem advisable, and to delegate discretionary powers to, and rely upon information furnished by, such individuals or entities. Such authority may be general or confined to specific instances.

Section 6.2 Loans. No loans shall be contracted on behalf of the Corporation, and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

Section 6.3 Checks. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Secretary-Treasurer and countersigned by the President or Vice President of the Corporation.

Section 6.4 Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation with such banks, trust companies, brokerage accounts, investment managers, or other depositories as the Board may from time to time select.

Section 6.5 Fiscal Year. The fiscal year of the Corporation shall mean a twelve (12) month period commencing the first day of July of each and every year and shall end on the following last day of June.

Section 6.6 Gifts. The Board of Directors may accept, on behalf of the Corporation, any contribution, gift bequest or devise for the general purposes or any special purpose of the Corporation.

ARTICLE VII. BOOKS, RECORDS AND AUDITS

Section 7.1 Books and Records. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board and committees having any of the authority of the Board, and shall keep at the registered or principal office a record giving the names and addresses of the Directors. So long as the Corporation acts and functions as an instrumentality of KCDC, then all books and records of the Corporation may be inspected by KCDC, its agents or attorneys at any time.

Section 7.2 Audits. The Corporation shall cause audits of all its books and records to be performed by a firm of independent certified public accountants as necessary. Copies of the audits shall be provided to KCDC for its review.

ARTICLE VIII. MISCELLANEOUS

KCDC shall have power to make and adopt such rules and regulations not inconsistent with law, the Charter, or these regulations, as it may deem advisable for the management of the business and affairs of the Corporation.

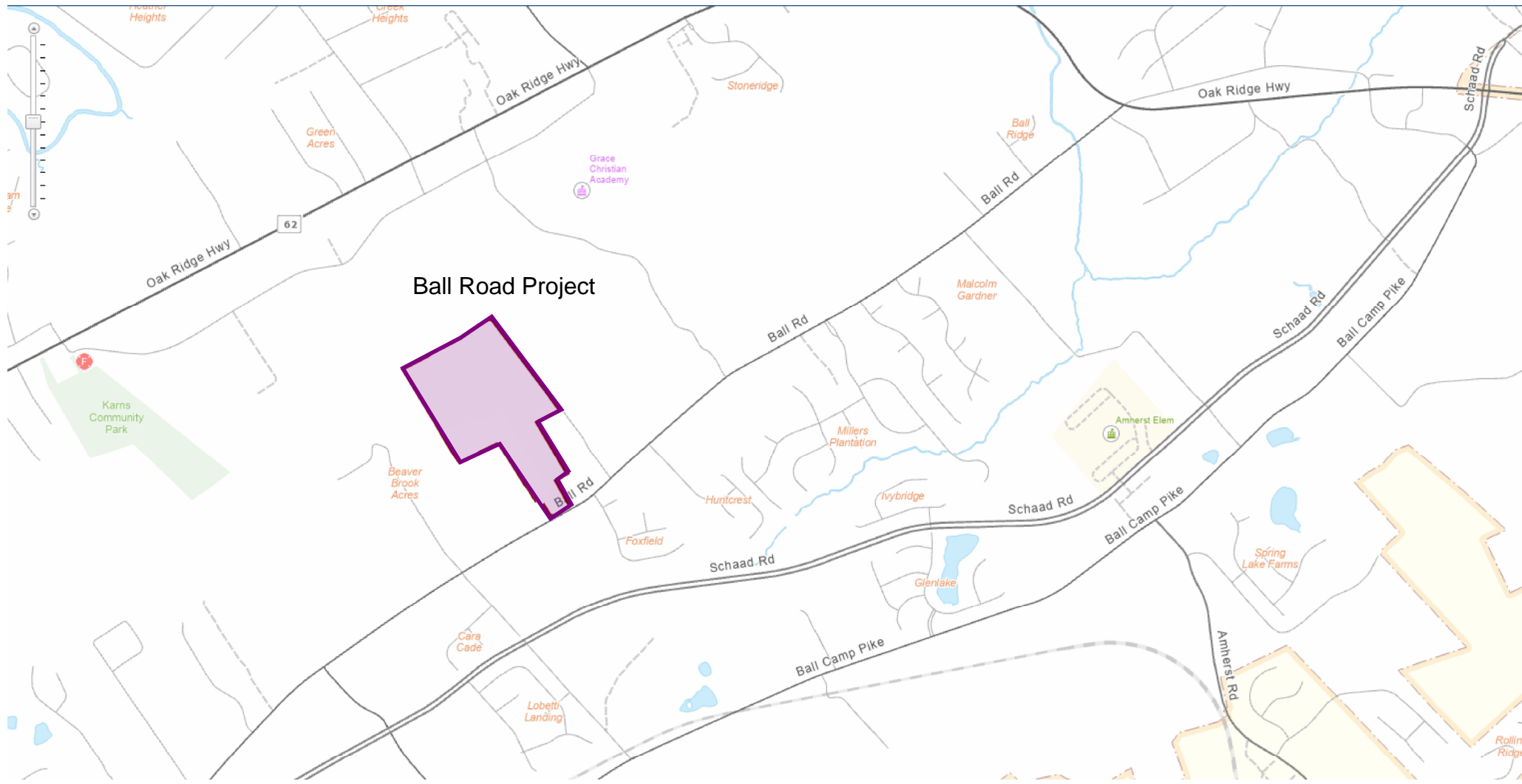
ARTICLE IX. WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the laws of the State of Tennessee relating to non-profit corporations or under the provisions of the Charter or the Bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE X. AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the affirmative vote of two-thirds of the Directors present at any regular or special meeting, provided a quorum, as provided in these Bylaws, be present and provided the notice of such meeting shall have contained a copy of the proposed alteration, amendment or repeal, or such requirement shall have been duly waived by all Directors.

Adopted this 28th day of May, 2026.



Ball Road Project

Oak Ridge Hwy 62

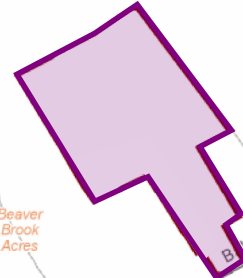
Oak Ridge Hwy

Ball Rd

Schaad Rd

Ball Camp Pike

Schaad Rd



Karns Community Park

Grace Christian Academy

Amherst Elem

Spring Lake Farms

Rollin Ridge

RIELLA AT BEAVER RIDGE - CONCEPT C

UNITS:

1 BR	36
2 BR	60
3 BR	72
4 BR	24
TOTAL	192

PARKING:

REQUIRED	270 STALLS
PROVIDED	296 STALLS

TOWE
PARCEL 078 209
DEED 201911040030854

HENSLEY
PARCEL 078 210.01
DEED 200103090059402

FRIENDLY CONSTRUCTION SERVICES LLC
PARCEL 091 042.01
DEED 202309070012941

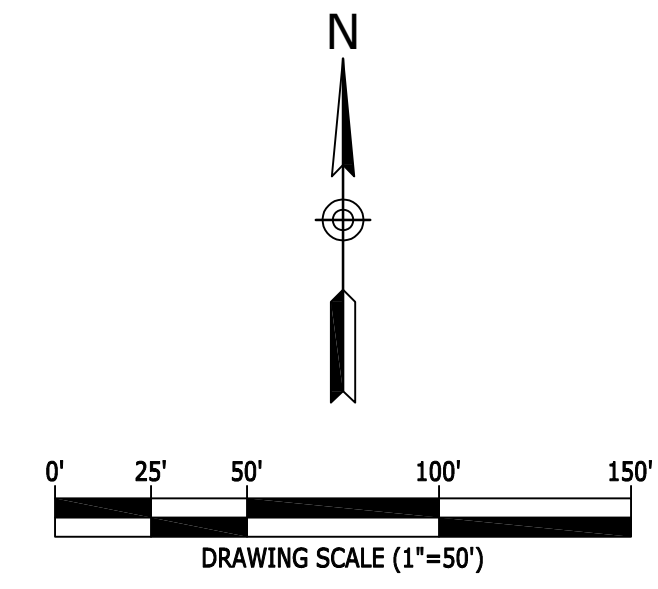
HUSKEY & RAMSEY
PARCEL 091CA003
DEED 202103220077220

HUSKEY
PARCEL 091 048
DB 1758 PG 23

HUSKEY
PARCEL 091 049.01
DEED 201401060040728

CLABOUGH
PARCEL 091 049
DEED 201409240017498

- NOTES:
1. IRON PINS SET AT ALL CORNERS AND ALL NEW PROPERTY PLASTIC CAP STAMPS
 2. CLT TAX MAP 091 PA...
 3. DEED REFERENCES - PLAT REFERENCES -
 4. THIS PROPERTY IS ZONED...
 5. THIS PROPERTY DOES NOT HAVE FLOOD INSURANCE RISK AS OF 2007
 6. ALL UNDERGROUND UTILITIES ARE TO BE CONFIRMED
 7. NORTH ROTATION: NAD 83
 8. VERTICAL DATUM: NAVD 83
 9. 2 FT CONTOURS FROM...



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PARKSIDE GP CORPORATION

INITIAL AGENDA

Board Meeting of the Board of Directors

Thursday, May 28, 2026, 5 p.m.

901 N. Broadway Street

Knoxville, TN 37917

1. Call to Order.

DEVELOPMENT (Ben Bentley)

2. Resolution regarding the formation and organizational matters. **(Item 2 Attachment)**
3. Adjourn.

PARKSIDE GP CORPORATION

BOARD ACTION FORM

MEETING DATE	May 28, 2026
AGENDA ITEM DESCRIPTION	Resolution regarding the formation and organizational matters.
SUBMITTED BY	Name, Title / Department: Ben Bentley, Executive Director/CEO
MEETING TYPE	<input type="checkbox"/> Regular <input type="checkbox"/> Special <input checked="" type="checkbox"/> Initial
CLASSIFICATION	<input checked="" type="checkbox"/> Resolution <input type="checkbox"/> Approval
BUDGET / FINANCIAL IMPACT	Budgeted: \$ _____ Expenditure: \$ _____ Source of Funds: n/a
APPROVAL / REVIEWS	<input type="checkbox"/> Department Head /VP <input type="checkbox"/> Budget/Finance <input checked="" type="checkbox"/> Executive Director/CEO <input checked="" type="checkbox"/> Legal Counsel: BBS _____ Other – Name/Title:
<u>BACKGROUND</u>	
<p>1. What is the objective of this action?</p> <p>This resolution allows for organizational matters and certain actions of Parkside GP Corporation to be conducted, including but not limited to filing of the corporate charter, electing officers, enabling the corporation to serve as the general partner of DGA Parkside LP and filing for low income housing tax credits and MTEB.</p>	
<p>2. Why is the action needed now?</p> <p>This resolution is required in advance of the 2026 application cycle for 4% tax credits and MTEB.</p>	
<p>3. Who are the parties involved and what are their roles (if appropriate)?</p> <p>Parkside GP Corporation is a wholly owned instrumentality of KCDC. DGA Parkside LP will be the owner entity for Parkside. Parkside GP Corporation will serve as the general partner for the owner entity. DGA Residential or its subsidiary will serve as partner of the owner entity.</p>	
<p>4. What are the long-term and short-term exposures?</p> <p>None</p>	
HISTORICAL / TRANSACTIONAL INFORMATION (who, when, where)	KCDC has successfully partnered with DGA Residential on numerous past projects.
ATTACHMENTS	Resolution and Site Plan

RESOLUTION NO. 2026-01

**RESOLUTION OF THE BOARD OF DIRECTORS OF
PARKSIDE GP CORPORATION REGARDING
FORMATION AND ORGANIZATIONAL MATTERS**

May 28, 2026

The board of directors of Parkside GP Corporation, a Tennessee nonprofit corporation (the "Corporation"), has met pursuant to proper notice and does hereby resolve:

Action of Incorporator

RESOLVED, that the Action of the Incorporator of the Corporation taken by written consent dated as of May 28, 2026, and all actions reflected therein, be, and the same hereby are, ratified, approved, and adopted by the undersigned for the benefit of the Corporation; and

FURTHER RESOLVED, that the Incorporator be, and the same hereby is, discharged of any further obligations, duties or liability to the Corporation.

Charter

RESOLVED, that the Charter of the Corporation, previously filed in the office of the Secretary of State of Tennessee and recorded in the Knox County Register of Deeds, is hereby ratified and approved.

Bylaws

RESOLVED, that the Bylaws attached hereto as Exhibit A are hereby approved and adopted.

Officers

RESOLVED, that the following named persons are hereby declared elected to the offices of the Corporation set forth opposite their respective names to serve as such officers pursuant to the Bylaws:

President – Benjamin M. Bentley

Vice President – Marisa Moazen, PH.D.

Secretary and Treasurer – Randall Brown

Bank Accounts

RESOLVED, that the officers of the Corporation are hereby authorized and directed for and on behalf of the Corporation to designate from time to time one or more banks, trust companies or other banking institutions to act as depository or depositories for the funds of the Corporation for and during such period as such officer may from time to time deem necessary or desirable in the interests on the Corporation and to open or close out from time to time accounts in any such depository so selected;

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, in the name of and on behalf of the Corporation, to take any and all actions that such officer may deem necessary or advisable in order to establish bank accounts from time to time for the efficient conduct of the Corporation's business;

FURTHER RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and empowered to sign checks drawn on such account(s); and

FURTHER RESOLVED, that any resolutions required by said banking institutions shall be attached to these resolutions and are hereby adopted in their entirety as if such resolutions were a part hereof as of the date of adoption of these resolutions.

Payment of Organizational Expenses

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to pay all fees and expenses incident to or required in the organization of the Corporation.

Formation of DGA Parkside LP

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take all actions deemed by such officers to be necessary and convenient to form DGA Parkside LP (the "Limited Partnership") and to have the Corporation serve as the general partner thereof.

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, on behalf and in the name of the Corporation, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents (including, without limitation, certificate of limited partnership and a limited partnership agreement), instruments, certificates,

statements, papers, or any amendments thereto, as may be deemed necessary or advisable in order to form the Limited Partnership.

Submission of Application for Low Income Housing Tax Credits and Multifamily Tax-Exempt Bond Authority

RESOLVED, that the officers of the Corporation be, and they hereby are, authorized and directed to take all actions deemed by such officers to be necessary and convenient to facilitate the submission of an application to the Tennessee Housing Development Agency for an allocation of low income housing tax credits and/or Multifamily Tax-Exempt Bond Authority for the purpose of development of real property located approximately at 0 Parkside Drive in Knoxville, Tennessee.

General Authority and Ratification

RESOLVED, that the officers of the Corporation be, and each of them hereby is, authorized and directed, on behalf and in the name of the Corporation, to prepare or cause to be prepared and to execute, deliver, verify, acknowledge, file or record any documents, instruments, certificates, statements, papers, or any amendments thereto, as may be deemed necessary or advisable in order to effectuate the actions approved herein, and to take such further steps and do all such further acts or things as are necessary or desirable to carry out the transactions contemplated by the foregoing resolutions; and

FURTHER RESOLVED, that the authority and power given hereunder be deemed retroactive and any and all acts authorized hereunder performed prior to the passage of these resolutions, are hereby ratified and approved.

Adopted this 28th day of May, 2026.

PARKSIDE GP CORPORATION

By: _____
Secretary

EXHIBIT A

BY-LAWS

OF

PARKSIDE GP CORPORATION

These Bylaws shall regulate the business and affairs of Parkside GP Corporation (the "Corporation"), subject to the provisions of the Charter of the Corporation (as amended or restated from time to time, the "Charter") and any applicable provisions of the Tennessee Nonprofit Corporation Act (as amended, the "Act").

ARTICLE I. OFFICES

Section 1.1 **Principal Office.** The principal office of the Corporation shall be located at 901 N. Broadway, Knoxville, Knox County, Tennessee 37917. The Corporation may have such other offices, either within or without the State of Tennessee, as its Board of Directors may designate or as the business of the Corporation may require from time to time.

Section 1.2 **Registered Office.** The registered office of the Corporation required by the Act to be maintained in the State of Tennessee may, but need not, be identical to the principal office in the State of Tennessee; and the address of the registered office may be changed from time to time by its Board of Directors.

ARTICLE II. MEMBERS

The Corporation shall not have members.

ARTICLE III. DIRECTORS

Section 3.1 **General Powers.** The business and affairs of the Corporation shall be supervised by its Board of Directors (the "Board"), which shall exercise in the name of and on behalf of the Corporation all of the rights and privileges legally exercisable by the Corporation as a corporate entity, except as may otherwise be provided by law, the Charter, or these Bylaws. In addition, without limiting the foregoing, the Board shall be authorized and empowered:

- (a) To employ such persons as in its opinion are needed for the administration of the Corporation and to pay reasonable compensation for services and expenses thereof;
- (b) To receive, accept, administer, invest and distribute on behalf of the Corporation property contributed, gifted or bequeathed to the Corporation; and
- (c) To make distributions of income and principal in furtherance of the Corporation's purposes in such amounts and proportions as the Board, in its discretion,

shall determine from time to time.

Section 3.2 Number and Tenure. The directors of the Corporation shall be the same persons who are elected to hold the offices of Chairman, Vice Chairman, and Treasurer of Knoxville's Community Development Corporation ("KCDC"). The election of any person to any such office in KCDC shall be deemed to be an election of such person to the Board of Directors of the Corporation. Each director shall hold office until the expiration of the term for which he/she is elected, and thereafter until his successor has been elected and qualified. The Board of Commissioners of KCDC shall have the power to appoint and remove all directors of the corporation.

Section 3.3 Limited Personal Liability. No person who is or was a Director of the Corporation, nor such person's heirs, executors or administrators (hereinafter collectively referred to for purposes of this Section as a "Director"), shall be personally liable to the Company for monetary damages for breach of fiduciary duty as a Director. However, this provision shall not eliminate or limit the liability of a Director:

- (a) for any breach of a Director's duty of loyalty to the Corporation;
- (b) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; or
- (c) under § 48-58-304 of the Act.

If the Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a Director of the Corporation, in addition to the limitation on personal liability provided herein, shall be limited to the full extent permitted by the amended Act. No repeal or modification of the provisions of this Section, either directly or by the adoption of a provision inconsistent with the provisions of this Section, shall adversely affect any right or protection, as set forth herein, existing in favor of a particular individual at the time of such repeal or modification.

Section 3.4 Annual Meeting. The regular annual meeting of the Board shall be held without other notice than this Section of the Bylaws immediately following the annual meeting of Knoxville's Community Development Corporation in May of each year and at the same place as the annual meeting of Knoxville's Community Development Corporation.

Section 3.5 Special Meetings. Special meetings of the Board may be called by the President or by any Director, and it shall thereupon be the duty of the Secretary-Treasurer to cause notice of such meeting to be given as hereinafter provided. The President or the Director calling the meeting shall fix the time and place (which may or may be anywhere within or without the State of Tennessee) for the holding of the meeting.

Section 3.6 Notices. Notice of the time, place and purpose of any special meeting of the Board shall be delivered to each Director not less than three (3) days previous thereto either personally, by mail or by electronic mail, by or at the direction of the Secretary-Treasurer, the

President or the Director calling the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail addressed to the Director at his address as it appears on the records of the Corporation with postage thereon prepaid. The attendance of a Director at a meeting shall constitute a waiver of notice of such meeting, except where a Director attends a meeting for the express purpose of objecting to the transaction of any business because the meeting was not lawfully called or convened.

Section 3.7 Quorum and Participation. A majority of the total number of Directors in office shall constitute a quorum for the transaction of business at any meeting of the Board, provided that if less than such majority of the Directors is present at said meeting, a majority of the Directors present may adjourn the meeting from time to time; and provided further that the Secretary-Treasurer shall notify any absent Directors of the time and place of such adjourned meeting.

Section 3.8 Manner of Acting. Each Director shall be entitled to one (1) vote upon any matter properly submitted for a vote to the Board. The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board, except as may otherwise be specifically provided by law, by the Charter, or by these Bylaws. Members of the Board absent from any meeting shall not be permitted to vote at such meeting by written proxies.

Section 3.9 Presumption of Assent. A Director of the Corporation who is present at a meeting of the Board at which action on any Corporation matter is taken shall be presumed to have assented to the action taken, unless such Director's dissent shall be entered in the minutes of the meeting, or unless he or she shall forward such dissent by certified mail to the Secretary of the Corporation immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

Section 3.10 Compensation. Neither Directors nor officers shall receive any salary for their services. Any director or officer of the Corporation may also perform legal services for the Corporation; otherwise, no director or officer shall receive compensation for service to the Corporation in any other capacity, nor shall any close relative or a Director or officer receive compensation for serving the Corporation. The term "close relative" as used herein shall mean any brother or sister of any Director or officer, the forebears and descendants of a Director or officer or any such brother or sister and any spouse of a Director or officer or any aforesaid person.

ARTICLE IV. OFFICERS

Section 4.1 Number. The officers of the Corporation shall be a President, Vice President, Secretary-Treasurer and such other officers as may be determined by the Board from time to time to perform such duties as may be designated by the Board. In no event shall a member of the Board serve as an officer of the corporation

Section 4.2 Election and Term of Office. The officers of the Corporation shall be elected annually by the Board at the regular annual meeting of the Board. If the election of officers shall

not be held at such meeting, such election shall be held as soon thereafter as convenient. Each officer shall hold office until the next regular annual meeting of the Board or until his successor shall have been elected. A vacancy in any office held by an officer, because of death, resignation, removal, disqualification or otherwise, may be filled by the Board. A retiring officer may succeed himself or herself.

Section 4.3 Removal of Officers and Agents by Directors. Any officer or agent elected or appointed by the Board may be removed by the Board whenever in its judgment the best interest of the Corporation will be served thereby.

Section 4.4 President. The President:

(a) Shall be the principal executive officer of the Corporation, shall in general, supervise and control all of the business and affairs of the Corporation, and unless otherwise determined by the members of the Board, shall preside at all meetings of the members and the Board;

(b) May sign any deeds, mortgages, deeds of trust, notes, bonds, contracts or other instruments authorized by the Board to be executed, except in cases in which the signing and execution thereof shall be expressly delegated by the Board, or by these Bylaws, to some other officer or agent of the Corporation, or shall be required by law to be otherwise signed or executed; and

(c) Shall in general perform all duties incident to the office of the present and such other duties as may be prescribed by the Board from time to time.

Section 4.5 Vice President. In the absence of the President or in the event of his inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. The Vice President shall also perform such other duties as from time to time may be assigned to him by the Board.

Section 4.6 Secretary-Treasurer. The Secretary-Treasurer shall:

(a) Keep the minutes of the meetings of the members and of the Board in one or more books provided for that purpose;

(b) See that all notices are duly given in accordance with these Bylaws or as required by law;

(c) Be custodian of the corporate records and of the seal of the Corporation and affix the seal of the Corporation to documents, the execution of which on behalf of the Corporation under its seal is duly authorized in accordance with the provisions of these Bylaws;

- (d) Keep a register of the names and post office addresses of all Directors;
- (e) Have a general charge of the books of the Corporation;
- (f) Keep on file at all times a complete copy of the Charter and Bylaws of the Corporation containing all amendments thereto (which copy shall always be open to the inspection of any Director), and at the expense of the Corporation, forward a copy of the Bylaws and of all amendments thereto to each Director;
- (g) In general, perform all duties incident to the office of Secretary, and such other duties as from time to time may be assigned to him/her by the Board; and
- (h) Have charge and custody of and be responsible for all funds and securities of the Corporation;
- (i) Be responsible for the receipt of and the issuance of receipts for all monies due and payable to the Corporation and for the deposit of all such monies in the name of the Corporation in such bank or banks, trust companies or other depositories, as shall be selected in accordance with the provisions of these regulations; and
- (j) In general, perform all the duties incident to the office of Treasurer, and such other duties as from time to time may be assigned to him/her by the Board.

Section 4.7 Resignation. An officer may resign such officer's position at any time by tendering such resignation in writing to the President or, in the case of the resignation of the President, to the Secretary. A resignation shall become effective upon the date specified in such notice, or, if no date is specified, upon receipt of the resignation by the Corporation at its principal place of business.

Section 4.8 Compensation. The powers, duties and compensation, if any, of officers, agents and employees shall be fixed by the Board, subject to the provisions of these regulations with respect to compensation for Directors and officers and close relatives of Directors and officers.

ARTICLE V. NON-PROFIT OPERATION

The Corporation shall at all times be operated on a non-profit basis, and no interest or dividends shall be paid or payable by the Corporation to any Director as such, and shall be operated for the charitable purposes for which the Corporation was created.

ARTICLE VI. CONTRACTS, LOANS, CHECKS, DEPOSITS, INVESTMENTS

Section 6.1 Contracts and Employment of Agents. The Board may authorize any officer or agent to enter into any contract, or execute and deliver any instrument, in the name of and on

behalf of the Corporation. The Board shall be specifically authorized, in its sole discretion, to employ and to pay the compensation of such agents, accountants, custodians, experts, consultants and other counsel, legal, investment or otherwise, as the Board shall deem advisable, and to delegate discretionary powers to, and rely upon information furnished by, such individuals or entities. Such authority may be general or confined to specific instances.

Section 6.2 Loans. No loans shall be contracted on behalf of the Corporation, and no evidences of indebtedness shall be issued in its name, unless authorized by a resolution of the Board. Such authority may be general or confined to specific instances.

Section 6.3 Checks. All checks, drafts or other orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation shall be signed by such officer or officers, agent or agents of the Corporation and in such manner as shall from time to time be determined by resolution of the Board. In the absence of such determination by the Board, such instruments shall be signed by the Secretary–Treasurer and countersigned by the President or Vice President of the Corporation.

Section 6.4 Deposits. All funds of the Corporation not otherwise employed shall be deposited from time to time to the credit of the Corporation with such banks, trust companies, brokerage accounts, investment managers, or other depositories as the Board may from time to time select.

Section 6.5 Fiscal Year. The fiscal year of the Corporation shall mean a twelve (12) month period commencing the first day of July of each and every year and shall end on the following last day of June.

Section 6.6 Gifts. The Board of Directors may accept, on behalf of the Corporation, any contribution, gift bequest or devise for the general purposes or any special purpose of the Corporation.

ARTICLE VII. BOOKS, RECORDS AND AUDITS

Section 7.1 Books and Records. The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of the Board and committees having any of the authority of the Board, and shall keep at the registered or principal office a record giving the names and addresses of the Directors. So long as the Corporation acts and functions as an instrumentality of KCDC, then all books and records of the Corporation may be inspected by KCDC, its agents or attorneys at any time.

Section 7.2 Audits. The Corporation shall cause audits of all its books and records to be performed by a firm of independent certified public accountants as necessary. Copies of the audits shall be provided to KCDC for its review.

ARTICLE VIII. MISCELLANEOUS

KCDC shall have power to make and adopt such rules and regulations not inconsistent with law, the Charter, or these regulations, as it may deem advisable for the management of the business and affairs of the Corporation.

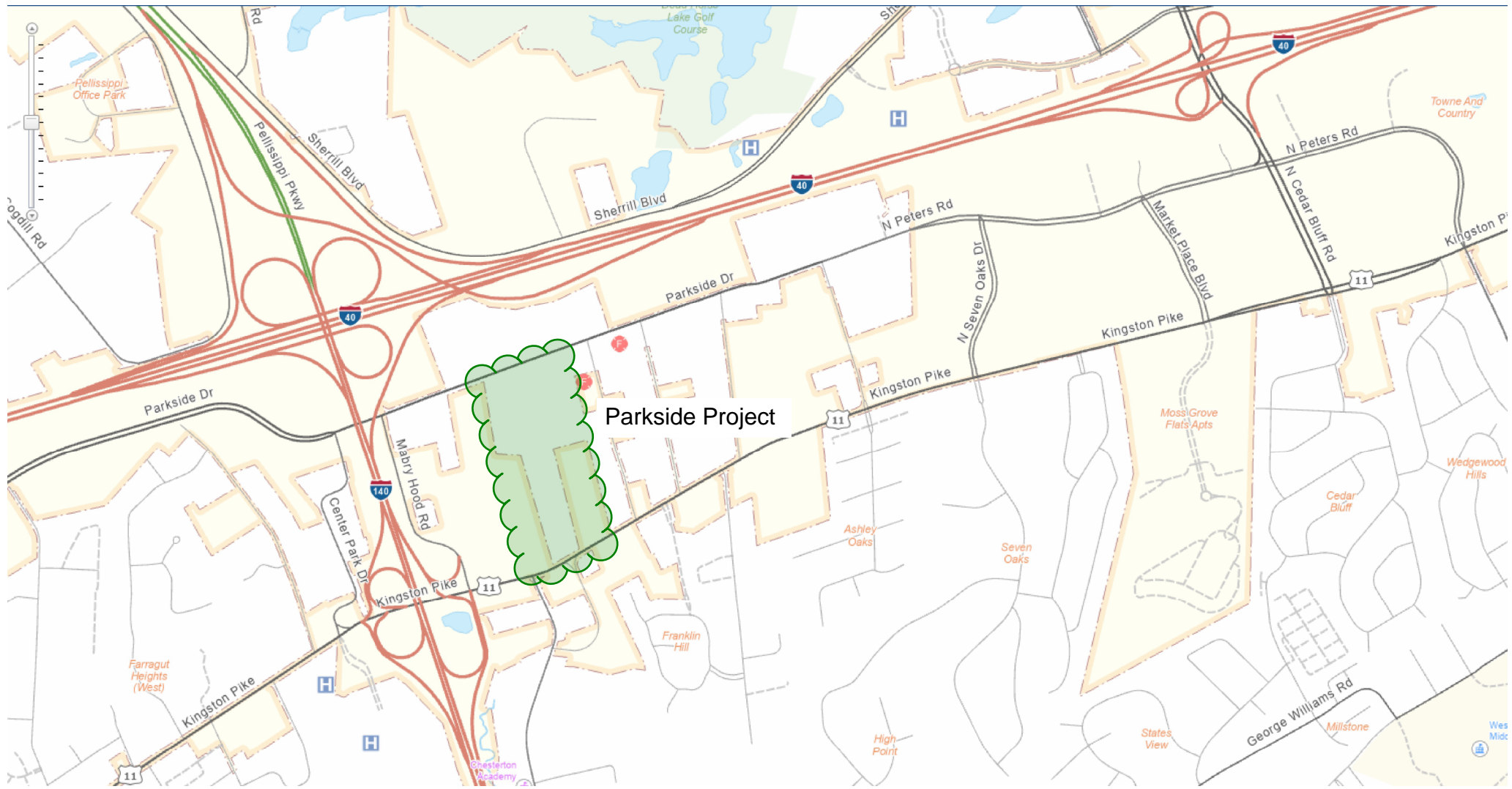
ARTICLE IX. WAIVER OF NOTICE

Whenever any notice is required to be given under the provisions of the laws of the State of Tennessee relating to non-profit corporations or under the provisions of the Charter or the Bylaws of the Corporation, a waiver thereof in writing signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

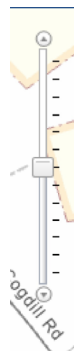
ARTICLE X. AMENDMENTS TO BYLAWS

These Bylaws may be altered, amended or repealed and new Bylaws may be adopted by the affirmative vote of two-thirds of the Directors present at any regular or special meeting, provided a quorum, as provided in these Bylaws, be present and provided the notice of such meeting shall have contained a copy of the proposed alteration, amendment or repeal, or such requirement shall have been duly waived by all Directors.

Adopted this 28th day of May, 2026.



Parkside Project



NOT FOR CONSTRUCTION

Seal
 © DKLEVY PLLC. 2025 - ALL RIGHTS RESERVED NO PART OF THIS DOCUMENT MAY BE REPRODUCED WITHOUT THE AUTHORIZED CONSENT OF DKLEVY PLLC.

The information provided is conceptual and only to be used for the coordination and/or construction of the current project. DKLEVY Architects does not warrant or take responsibility for the accuracy of the information issued. A survey, zoning, approvals and other undisclosed and/or unverified conditions may warrant this concept unfeasible. DKLEVY Architects accepts no liability or responsibility for any loss or damage suffered by the recipient arising out of, or in connection with the use or misuse of the information issued. The copyright of the original documents belongs to DKLEVY Architects. The information is only for use in preparation of documents for this project. Do not scale off drawings. Any measurements taken from information which is not dimensioned on the electronic copy are at the risk of the recipient. The recipient is responsible for verifying the correctness and completeness of the information issued. This should be done by consulting all relevant consultants and further documents during the course of the project and by confirming dimensions on site.

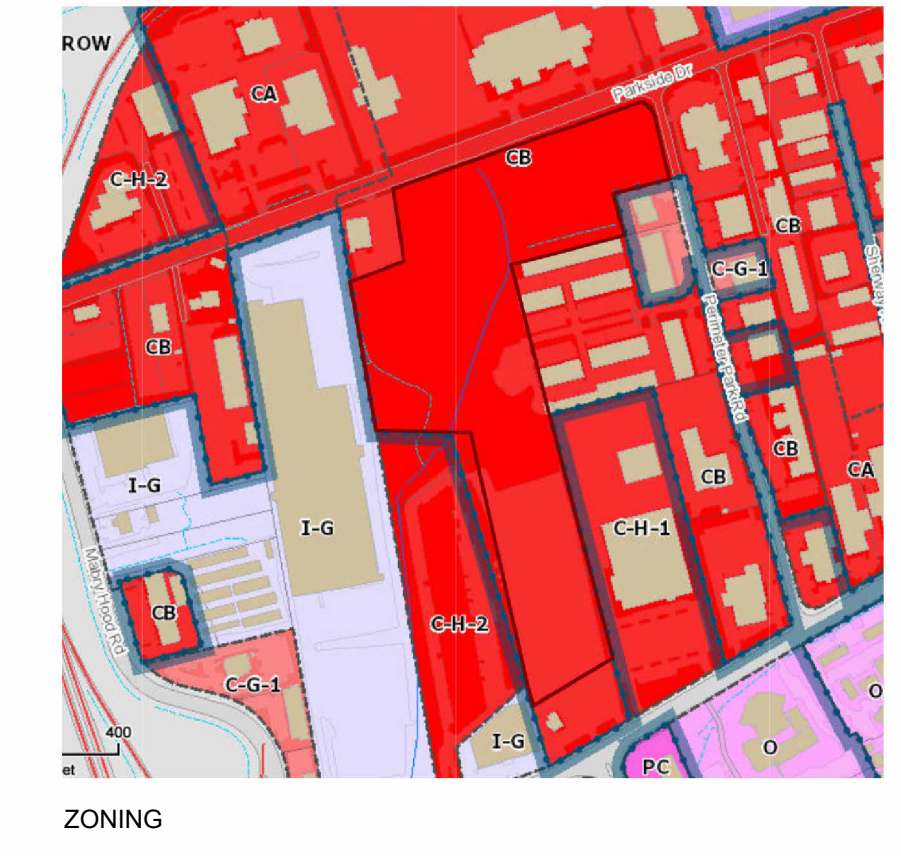
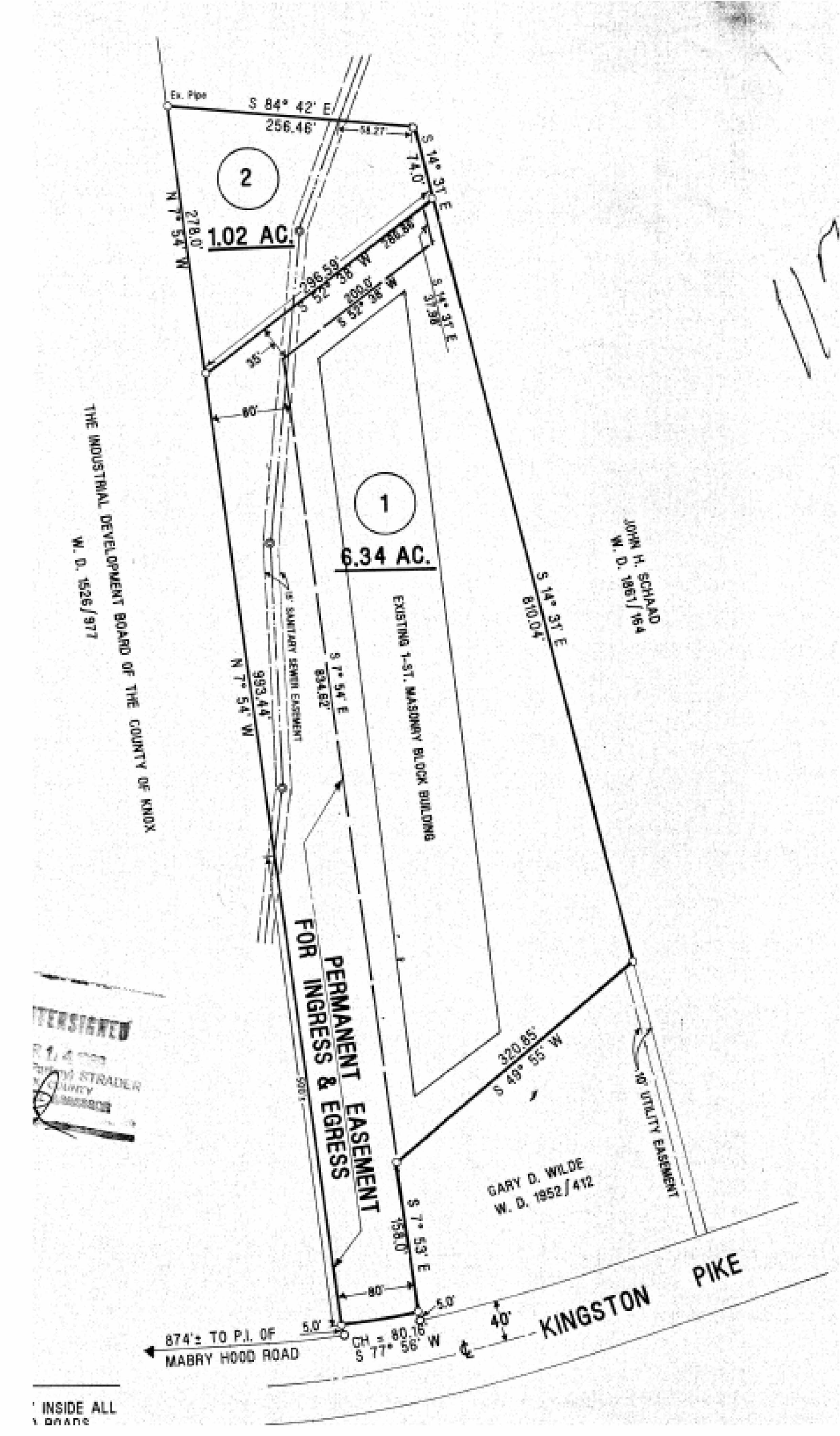
- 5 MULTI FAMILY BUILDINGS
- 6 ONE BEDROOMS
- 18 TWO BEDROOMS
- 12 THREE BEDROOMS
- 30 ONE BEDROOMS
- 90 TWO BEDROOMS
- 60 THREE BEDROOMS
- 180 MF UNITS
- TOWN HOMES
- (28) THREE BEDROOMS
- (20) FOUR BEDROOMS
- 48 UNITS
- 30 ONE BEDROOMS
- 90 TWO BEDROOMS
- 88 THREE BEDROOMS
- 20 FOUR BEDROOMS
- 228 GRAND TOTALS

PROPOSAL FOR DOMINION PARKSIDE

228 MULTI-FAMILY

APPROX 14 ACRES

16 UNITS/ACRE



Drawing Set		
MASTERPLAN		
Project Information		
DOMINION PARKSIDE		
Project Number	25173	
DOMINION PARKSIDE MULTIFAMILY		
DOMINION		
Sheet Information		
Revisions		
No.	Description	Date
Issue Date	11.07.2025	
ARCHITECTURAL SITE PLAN		
A020		