

RESOLUTION (THE “RESOLUTION”) OF THE BOARD OF DIRECTORS OF STRATEGIC HOUSING FINANCE CORPORATION OF TRAVIS COUNTY (THE “CORPORATION”) AUTHORIZING NEGOTIATION FOR THE ACQUISITION OF LIMITED PARTNER INTERESTS IN CAMBRIDGE VILLAS APARTMENTS LIMITED PARTNERSHIP (THE “PARTNERSHIP”); AND THE EXECUTION AND DELIVERY OF AN ASSIGNMENT AGREEMENT AND OTHER NECESSARY DOCUMENTS TO EFFECTUATE SUCH INTERESTS ACQUISITION, IN CONNECTION WITH THE PARTNERSHIP’S OPERATION OF A MULTIFAMILY RESIDENTIAL DEVELOPMENT LOCATED AT 15711 DESSAU ROAD, PLUGERVILLE, TEXAS 78660 (THE “DEVELOPMENT”); AND CONTAINING OTHER PROVISIONS RELATED THERETO

WHEREAS, Strategic Housing Finance Corporation of Travis County (the “*Corporation*”) has been duly created and organized pursuant to and in accordance with the provisions of the Texas Housing Finance Corporations Act, as amended, Texas Local Government Code, Chapter 394 (the “*Act*”), for the purpose of providing a means of financing the costs of residential ownership and development that will provide decent, safe and sanitary housing for persons of low and moderate income at prices or rentals they can afford; and

WHEREAS, Jan Wenig is President of the Board of Directors of the Corporation (the “*President*”); and

WHEREAS, Dianna Grey is Executive Director of the Corporation (the “*Executive Director*”); and

WHEREAS, the Corporation is the sole member of SHFC Cambridge Villas, LLC, a Texas limited liability company (the “*General Partner*”), the general partner of Cambridge Villas Apartments Limited Partnership (the “*Partnership*”); and

WHEREAS, the Partnership owns and operates a multifamily affordable residential development known as “Cambridge Villas Apartments” (the “*Development*”) located at 15711 Dessau Road, Pflugerville, Texas, 78660; and

WHEREAS, the Special Limited Partner, a subsidiary of Alden Torch, has offered to sell its limited partner interests in the Partnership to the Corporation (or its designated affiliate); and

WHEREAS, the Board has determined to authorize the Executive Director, on behalf of the Corporation and as sole member of the General Partner to a) enter into negotiation with the Special Limited Partner for the acquisition of the Special Limited Partner’s limited partner interests in the Partnership (the “*SLP Interests Sale*”) for a purchase price not to exceed the approximate amount the Special Limited Partner would have received pursuant to an immediate sale of the Development (with appropriate adjustments including a discount based on contingent liabilities of the Partnership), and b) execute and deliver an assignment agreement regarding the SLP Interests Sale, together with any other documents and instruments that may be necessary and desirable to effectuate the SLP Interests

Sale and continued operation of the Partnership by affiliates of the Corporation (collectively, the "*Assignment Documents*").

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE STRATEGIC HOUSING FINANCE CORPORATION OF TRAVIS COUNTY (THE "*BOARD*"), THAT:

Section 1: The Executive Director, on behalf of the Corporation, acting on its own behalf or on behalf of the General Partner, is hereby authorized to negotiate the SLP Interests Sale, and to execute and deliver the Assignment Documents as set forth in this Resolution.

Section 2: That the President, Secretary and Executive Director of the Corporation are each individually authorized to certify and attest to the adoption and approval of the foregoing Resolution.

Section 3: The Corporation hereby ratifies, confirms and adopts all actions previously taken on behalf of the Corporation and the General Partner to carry into effect the transactions contemplated by this Resolution.

Section 4: If any section, paragraph, clause or provision of this Resolution shall for any reason be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause or provision shall not affect any of the remaining provisions of this Resolution.

[Signature page and certification to follow]

PASSED AND APPROVED this 14th day of August, 2025.

Jan Wenig
President, Board of Directors

CERTIFICATION

The above resolution, adopted by the Board of Directors of the Strategic Housing Finance Corporation of Travis County at a meeting held on the 14th day of August, 2025, is hereby certified to be a true and correct copy of an official copy thereof on file among the official records of such Corporation.

WITNESS my hand this 14th day of August, 2025.

By: _____
Dianna Grey
Executive Director and Secretary