

October 9, 2024

*for 11/12 Agenda
D.A. "use prior language"
AK*

VIA OVERNIGHT COURIER

The Honorable James Oakley
Burnet County Judge
220 S. Pierce Street
Burnet, Texas 78611

Re: Capital Area Housing Finance Corporation

Dear Judge Oakley:

The Capital Area Housing Finance Corporation (the "Corporation") expects to issue tax-exempt obligations for three (3) separate projects. Enclosed please find packets providing information and certain certificates for execution regarding the following projects related to the Corporation:

1. Riverstone Apartments – City of San Marcos, Hays County;
2. Maxwell Hwy 21 – Maxwell, Caldwell County; and
3. Blanco Basin – City of San Marcos, Hays County.

Although the projects may not be in your jurisdiction, 1 TX A.D.C. §53.229 (or 15 Tex. Reg. 6289) requires a certificate from each sponsoring political subdivision of the Corporation be submitted to the Attorney General of the State of Texas, who will approve all documentation relating to the tax-exempt obligations.

Please feel free to contact me at krofel@chapman.com or (312) 845-3855 with any questions.

Sincerely,

CHAPMAN AND CUTLER LLP

By: Michelle L. Krofel
Michelle L. Krofel



October 8, 2024

The Honorable James Oakley
Burnet County Judge
220 S. Pierce Street
Burnet, Texas 78611

Re: Capital Area Housing Finance Corporation
Tax-Exempt Obligations
(Riverstone Apartments)

Dear Judge Oakley:

The Capital Area Housing Finance Corporation (the "*Corporation*") will issue its tax-exempt obligations in an aggregate principal amount not to exceed \$10,000,000 (the "*Bonds*") in order to provide funds to finance the cost of a residential development that will provide decent, safe and sanitary housing at affordable prices for residents within the Corporation's jurisdiction. The development is located in the City of San Marcos, Hays County (the "*Development*"). The Bonds will be special limited obligations of the Corporation payable solely from the collateral pledged to secure the Bonds. The sponsoring local political subdivisions of the Corporation are not in any way liable for the payment of the Bonds.

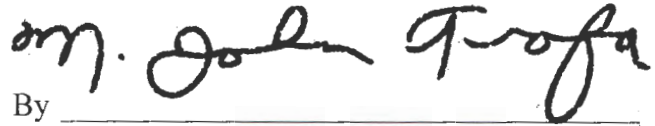
In connection with the issuance by the Corporation of the above-referenced Bonds, enclosed herewith are two (2) copies of the General and No Litigation Certificate (the "*General Certificate*") for execution by you as the County Judge of the County of Burnet. I have included below for your convenience a description of the legal requirements behind the General Certificate.

Although the Development will be constructed in the City of San Marcos, Hays County, Texas, 1 TX A.D.C. §53.229 (or 15 Tex. Reg. 6289) requires a General Certificate from each sponsoring political subdivision of the Corporation to be submitted to the Attorney General of the State of Texas, who will approve all documentation relating to the Bonds prior to the issuance of the Bonds. Paragraph 8 of the General Certificate specifically gives the Attorney General the right to date the General Certificate on the date of closing. **Please do not date this General Certificate.**



Please review the General Certificate and call me at (512) 349-9104 with any questions or comments you may have. Otherwise, if all is in order, please execute both signature pages for the General Certificate and return them to Chapman and Cutler LLP, Bond Counsel to the Corporation, using the enclosed prepaid Federal Express envelope for delivery no later than Monday, November 18, 2024.

CAPITAL AREA HOUSING FINANCE
CORPORATION



By

M. John Trofa
General Counsel

Enclosures

cc: Jim Shaw, Executive Director of Capital Area HFC

GENERAL AND NO LITIGATION CERTIFICATE OF BURNET COUNTY

We hereby certify that we are duly elected or appointed and acting officers of Burnet County, Texas (the "*County*"). We do hereby further certify that:

1. This Certificate is for the benefit of the Attorney General of the State of Texas (the "*Attorney General*") and all persons interested in the validity of the proceedings of the Capital Area Housing Finance Corporation (the "*Corporation*") related to the issuance by the Corporation of its tax-exempt obligations for Riverstone Apartments project, to be issued in one or more series in an aggregate principal amount not to exceed \$10,000,000 (the "*Bonds*").

2. The Commissioners Court (the "*Governing Body*") of the County authorized the membership of the County in the Corporation, a joint housing finance corporation created pursuant to the Texas Housing Finance Corporations Act, Chapter 394, Local Government Code, as amended (the "*Act*"), and approved the Corporation's articles of incorporation (and all amendments thereto).

3. The County has appointed Judge James Oakley to act as a member of the board of directors of the Corporation. The individual is a resident of a city or county which is a member of the Corporation.

4. The Governing Body has taken no action pursuant to the Act, including Section 394.016(c) thereof, or otherwise, to limit the effectiveness of the resolution authorizing the issuance of the Bonds or in any way affecting the proceedings relating to the issuance of the Bonds.

5. The Governing Body has not created any other Corporation that currently has the power to make home mortgages or loans to lending institutions, the proceeds of which are to be used to make home mortgage or loans on residential developments.

6. No litigation is pending, or to our knowledge threatened, in any court in any way affecting the existence of the Corporation or seeking to restrain or to enjoin the issuance, sale or delivery of the Bonds, or in any way contesting or affecting the validity or enforceability of the Bonds or the financing documents to which the Corporation is a party, or contesting in any way the completeness or accuracy of any disclosure document prepared in connection with the issuance of the Bonds, or contesting the powers of the Corporation or its authority with respect to the financing documents to which it is party.

7. Each of the undersigned officers of the County hereby certifies that he or she is the duly elected or appointed incumbent of the office appearing below his or her signature and that the signature of the other officer appearing below is the true and correct signature of such person.

8. The Attorney General of the State of Texas is hereby authorized and directed to date this Certificate concurrently with the date of his approval of the Bonds and this Certificate shall

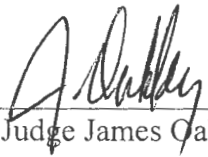
be deemed for all purposes to be accurate and correct on and as of that date and on and as of the date of the initial issuance and delivery of the Bonds to the initial purchasers thereof.

9. By his or her signature hereto, the undersigned representative of the Governing Body assumes no liability whatsoever with respect to the Bonds. The Bonds are not an indebtedness of the Governing Body or the County and the Governing Body and the County shall have no liability therefor.

[Remainder of Page Intentionally Left Blank]

EXECUTED AND DELIVERED AS OF THE DATE SET FORTH BELOW.

BURNET COUNTY, TEXAS

By 
Judge James Oakley

ATTEST

By 
[Deputy] County Clerk

DATED: _____

[TO BE DATED BY ATTORNEY
GENERAL OF THE STATE OF TEXAS]