

**RESOLUTION
OF THE MEMBERS OF THE
MCPHERSON IMPLEMENTING LOCAL REDEVELOPMENT AUTHORITY**

AUTHORIZING THE NEGOTIATION OF AN OPTION AGREEMENT BETWEEN MCPHERSON IMPLEMENTING LOCAL REDEVELOPMENT AUTHORITY (MILRA) (OPTIONOR) AND HARDEE AVENUE HOUSING LLC (OPTIONEE) TO GROUND LEASE CERTAIN PROPERTIES.

WHEREAS, a meeting of the Members (the "Members of the Authority") of the McPherson Implementing Local Redevelopment Authority (the "Authority") was held on the 26th day of August, 2019 at which meeting a quorum was present and voting throughout. Upon motion duly made and seconded, the following resolution was adopted by the Members of the Authority at such meeting: For all purposes hereof, this resolution, as a whole, shall be referred to as the "Resolution."

WHEREAS, Optionor owns certain Real Property located in the City of Atlanta, Fulton County, Georgia. (as more particularly described on Exhibit "A" attached hereto, (the "Property") and

WHEREAS, the Optionor desires that the property be developed for the purposes of supportive housing for formally homeless households; and

WHEREAS, Optionee is a developer with the requisite skill, experience and expertise to develop the project; and

WHEREAS, after consultation with senior staff and deliberation by the Members, it has been determined that it is in the best interest of the Authority to negotiate the terms of an Option to enter into a long-term Ground Lease for Buildings 168, 170, 171 in the Historic District with Hardee Avenue Housing LLC.

NOW, THEREFORE BE IT RESOLVED, that the Chair, Vice Chair or the Interim Executive Director are hereby, authorized and empowered, whether acting singularly or together, for and on behalf of the Authority, as the case may be, to: (i) to negotiate the terms of the Option long-term Ground Lease for Buildings 168, 170, 171 in the Historic District with Hardee Avenue Housing LLC. (ii) to prepare a right of first offer notice once the terms of the Option are agreed to between MILRA and Hardee Avenue Housing LLC, but prior to the execution and delivery of the Option.

FURTHER RESOLVED, that if any one or more of the provisions herein contained shall be held contrary to any express provision of law or contrary to the policy of express law, though not expressly prohibited, or against public policy, or shall for any reason whatsoever be held invalid, then such covenants, agreements or provisions shall be null and void and shall be deemed separate from the remaining agreements and provisions and shall in no way effect the validity of any of the other agreements and provisions hereof.

FURTHER RESOLVED, that the actions provided for in the foregoing resolutions, as and to the extent not taken, be commenced as soon as practicable.

FURTHER RESOLVED, that all acts and doings of the Chair, Vice Chair, Interim Executive Director, or any of the officers, employees or agents of the Authority, whether done before, on or after the date of adoption of this Resolution which are in conformity with the purposes and intents of this Resolution shall be, and the same hereby are, in all respects, approved, ratified and confirmed.

FURTHER RESOLVED, that the Secretary of the Authority is hereby directed to file a copy of this Resolution with the minutes of the proceedings of the Authority after the closing on the sale of the Property.

This Resolution shall take effect immediately upon its adoption by the Members of the Authority and any provisions of any previous resolutions in conflict with the provisions herein are hereby superseded or repealed (as and to the extent of any such conflict).

Adopted and approved this 26th day of August, 2019.

**MCPHERSON IMPLEMENTING LOCAL
REDEVELOPMENT AUTHORITY**

By: _____

Chair



(SEAL)

ATTEST

By: _____

Secretary



EXHIBIT "A"

Property:

Building

168 – 1641 Hardee Avenue

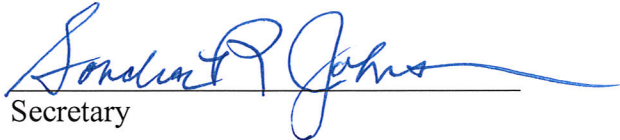
170- 1613 Hardee Avenue

171- 1593 Hardee Avenue

CERTIFICATION OF AUTHORIZATION

I Sondra Rhoades-Jones certify that I am the Secretary of the Corporation named as licensor in the license and that I am duly authorized to sign for and in behalf of said corporation by authority of its governing body, and am acting within the scope of its corporate powers. The undersigned Secretary of the MCPHERSON IMPLEMENTING LOCAL REDEVELOPMENT AUTHORITY ("MILRA") DOES HEREBY CERTIFY (i) that the foregoing pages of typewritten matter constitute a true and correct copy of the Resolution of the MILRA (the "Resolution") adopted on the 27th day of June, 2018 by the Members of the MILRA in Regular Session, as part of a meeting duly called and held, at which a quorum was present and acting throughout, and (ii) that the original of the Resolution appears of record in the Minute Book of the MILRA, which is in my custody and control and will be made available for public inspection; ***provided, however, that the forms of the Transaction Documents shall not be subject to release to the public pursuant to an applicable exemption under the Georgia Open Records Act, until the termination, abandonment or consummation of the transaction.***

Given under my hand and the corporate seal of the MILRA, this 27th day of June, 2018.


Secretary