

CITY OF DRIPPING SPRINGS

RESOLUTION No. 2020-R__

A RESOLUTION OF THE CITY OF DRIPPING SPRINGS CONSENTING TO THE ASSIGNMENT OF ALL RIGHTS, INTERESTS, AND OBLIGATIONS OF SLF UNDER THE DEVELOPMENT AGREEMENT, THE OFFSITE ROAD AND TRAIL AGREEMENT, AND PID FINANCING AGREEMENT, TO M/I HOMES OF AUSTIN, LLC AND TRENDMAKER HOMES, INC.

WHEREAS, “M/I Homes of Austin, LLC, an Ohio limited liability company (“MI”) and Trendmaker Homes, Inc., a Texas corporation (“Trendmaker”) have each provided to SLF IV – Dripping Springs JV, L.P., a Texas limited partnership (“Assignor”) the certification described in Section 10.9 of that certain Annexation and Development Agreement by and among the City of Dripping Springs, Texas (the “City”), Assignor and BobWhite Investments, LP dated effective October 17, 2017 (the “Development Agreement”), the certification described in Section 8.5 of that certain Offsite Road and Trail Agreement by and between the City and Assignor dated effective October 17, 2017 (the “Offsite Road and Trail Agreement”), and a certification regarding each such party’s satisfaction of the requirements for the proposed assignment of Assignor’s rights, interests and obligations under the Heritage Public Improvement District Financing Agreement by and between the City and Assignor dated effective October 17, 2017 (the “PID Financing Agreement”), a copy of which certifications are attached hereto; and

WHEREAS, Assignor has notified the City that Assignor proposes to assign Assignor’s rights, interests and obligations under the Development Agreement, the Offsite Road and Trail Agreement, and PID Financing Agreement, to either: (a) MI and Trendmaker, as owners of undivided interests in the land currently owned by Assignor, or (b) MI, and that Assignor will notify the City at the closing of the sale as to whether the sale closed under option (a) or (b) above (such option that the Assignor notifies the City occurred at the closing being referred to herein as the “Assignee” and the “Assignments”); and

WHEREAS, The City has not objected to the Assignments as provided in Section 10.9 of the Development Agreement or Section 8.03 of the PID Financing Agreement. With respect to both option (a) and option (b) described in the immediately preceding paragraph (whichever occurs), the City hereby approves the Assignments and confirms that Assignee satisfies the requirements for assignment of the Development Agreement, the Offsite Road and Trail Agreement and the PID Financing Agreement (collectively, the “Agreements”) to Assignee and that Assignor will be released from its obligations under the Agreements upon the Assignments; and

WHEREAS, The undersigned acknowledges that the Assignments will only occur and be effective if and at such time as the closing of the sale to Assignee of the land owned by Assignor occurs, at which time the Assignments will be executed by Assignor and Assignee.”

NOW, THEREFORE, BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF DRIPPING SPRINGS, TEXAS THAT:

1. The foregoing recitals are adopted as facts and are incorporated into this Resolution by reference as findings of fact as if expressly set forth herein.
2. The City Council hereby consents to the assignment of all rights, interests, and obligations of SLF IV – Dripping Springs JV, L.P., to M/I Homes of Austin, LLC and Trendmarker Homes, Inc. upon the completion of the sale of the property to M/I Homes of Austin, LLC and Trendmaker Homes, Inc.
3. The City Council hereby authorizes the City to execute the “City Approval of Assignments and Confirmation of Assignee Satisfaction of Requirements for Assignment of Development Agreement, PID Financing Agreement and Offsite Road and Trail Agreement”.
4. This Resolution shall take effect on the date each sale of the Land closes.
5. The meeting at which this Resolution was passed was open to the public, and that public notice of the time, place and purpose of said meeting was given as required by the Open Meetings Act, Texas Government Code, Chapter 551.

PASSED & APPROVED, this the 10th day of November 2020.

CITY OF DRIPPING SPRINGS:

Bill Foulds, Jr., Mayor

ATTEST:

Andrea Cunningham, City Secretary