

Board Members:

Charley Bible
Shannon Coleman Egle
Tiffany Gardner
Bill Fox
Terry Henley
J. Ford Little
Lou Moran, III
Alvin Nance
Lisa Rottmann
Janet Testerman
L. Anthony Wise, Jr.



The Health, Educational and Housing Facility Board of the County of Knox

Regular Meeting
Tuesday, August 12, 2025, 4:15 p.m.
17 Market Square, #201
Knoxville, Tennessee 37902

AGENDA

- I. Call to Order
- ACTION** II. Approval of Minutes from Previous Meeting
 - a) Regular Meeting – July 8, 2025
- ACTION** III. Draft Budget for the Fiscal Year 2025-2026
- ACTION** IV. Review and Consideration of a revised Preliminary Bond Resolution of the Board of Directors of the Health, Educational and Housing Facility Board of the County of Knox related to the issuance of revenue bonds for Everett Pointe, L.P. in a principal amount not to exceed \$32,000,000 to finance the construction and equipping of an approximately 132-unit housing facility for low and moderate-income citizens to be known as Everett Pointe and located at 0 Everett Road in Knox County (TEFRA)
- V. Old Business
 - a) Update of the Request For Proposals Committee for New Legal Counsel
- VI. New Business
- VII. Adjourn

**MINUTES OF THE REGULAR MEETING OF
HEALTH, EDUCATIONAL & HOUSING FACILITY BOARD OF THE COUNTY OF
KNOX**

July 8, 2025, 4:25 p.m.

The regular meeting of the Board of Directors of Health, Educational & Housing Facility Board of the County of Knox (the “Health, Ed Board” or “Board”) was held on Tuesday, July 8, 2025 at 4:25 p.m., pursuant to notice duly provided to the Directors and the public. The meeting was held at the offices of the Knoxville Chamber located at 17 Market Square, #201, Knoxville, Tennessee 37902.

The following Directors were present at the meeting: Tiffany Gardner (Chair), Lou Moran, III (Vice Chair), Lisa Rottmann (Assistant Secretary), Janet Testerman, Terry Henley, and Dr. William “Bill” Fox.

Also, in attendance were Mac McWhorter (Knoxville Chamber), Karen Kakanis (Knoxville Chamber), Joshua Ford (Knoxville Chamber), John Turner (Knoxville Chamber), Samuel C. Louderback (Legal Counsel – Egerton, McAfee, Armistead & Davis, P.C.), Donita Walter (Paralegal – Egerton, McAfee, Armistead & Davis, P.C.), Mike Cohen (Cohen Consulting Group), Ben Cunningham (University Health System, Inc.), and Brian Bradley (University Health System, Inc.)

I. Call to Order. Ms. Gardner, the Board’s Chair, called the Health, Ed Board meeting to order. The Agenda of the Health, Ed Board meeting is attached hereto as Exhibit A.

The Health, Ed Board then discussed the following matters and took the following actions as noted:

II. Review/Approve Minutes from Previous Meeting. The Chair of the meeting asked if there were any changes to the Minutes of the regular meeting held on June 10, 2025.

Upon a motion by Mr. Henley, and a second by Mr. Moran, the Minutes of the June 10, 2025 meeting of the Board were unanimously approved. A copy of the Minutes is attached hereto as Exhibit B.

III. Finance Report. The Chair recognized Ms. Kakanis who addressed the Board and provided a presentation which included specifics regarding the Board’s financials and review of certain financial statements, including a balance sheet, a budget variance report, and an income statement.

Upon a motion by Ms. Testerman, and a second by Ms. Rottmann, the Board unanimously voted to approve and adopt the Board’s finance report. A copy of the finance report is attached hereto as Exhibit C.

IV. Review and Consideration of a Bond Resolution of Health, Educational & Housing Facility Board of the County of Knox to approve the tax-exempt bond transaction with University Health System (TEFRA).

The Chair of the Board called to order a TEFRA Hearing and asked for public comment. Hearing no comment from the public, the TEFRA hearing was then closed.

The Chair introduced Mr. Cunningham from University Health System, Inc. Mr. Cunningham provided background on the proposed capital expenditures in connection with the project. Discussion was had.

Upon a motion by Dr. Fox and a second by Mr. Henley, the resolution to approve the tax-exempt bond transaction with University Health System, Inc. was unanimously approved. A copy of the resolution is attached hereto as Exhibit D.

V. Review and Consideration of a Resolution of the Board of Directors of Health, Educational & Housing Facility Board of the County of Knox to approve the PILOT (Payment-In-Lieu-Of-Taxes) application of Resource Housing Group/Peaks of Knox, LP for the proposed new construction consisting of a 78-unit affordable housing facility located at 0 Roscoe Lane, Knoxville, TN 37914.

The Chair explained that this resolution comes in front of the Board with the recommendation from the Application Review Committee that the resolution be approved. The Chair then recognized Mr. McWhorter, who provided an overview of the applicant and the Project. Mr. McWhorter recognized Mr. Cohen, who provided further background on the project. Discussion was had.

Upon a motion by Mr. Moran and a second by Ms. Testerman, the resolution to approve the PILOT application of Resource Housing Group/Peaks of Knox, LP for the proposed new construction consisting of a 78-unit affordable housing facility was unanimously approved. A copy of the resolution is attached hereto as Exhibit E.

VI. Old Business. None.

VII. New Business.

(a) Appointment of a 3-person Nominating Committee for the nomination of new board officers. The Board appointed Lisa Rottmann, Lou Moran, and Janet Testerman to serve on the Nominating Committee for the nomination of new board officers.

VIII. Adjournment. No further business having come before the Board and upon motion duly made and seconded, the Board voted unanimously to adjourn the meeting at 4:41 p.m.

Dated

Secretary/Assistant Secretary

EXHIBITS

- Exhibit A Agenda – July 8, 2025
- Exhibit B Minutes – June 10, 2025
- Exhibit C Finance Reports
- Exhibit D Review and Consideration of a Bond Resolution to approve the tax-exempt bond transaction with University of Health, Educational & Housing Facility Board of the County of Knox Health System (TEFRA).
- Exhibit E Review and Consideration of a Resolution of Health, Educational & Housing Facility Board of the County of Knox to approve the PILOT application of Resource Housing Group/Peaks of Knox, LP for the proposed new construction of an affordable housing facility located at 0 Roscoe Lane, Knoxville.

The Health, Educational and Housing Facility Board of the County of Knox
FY26 Draft Budget
July 2025 - June 2026

	FY26 Budget	FY25 Actual	FY25 Budget	over Budget	% of Budget
Income					
410-000 Interest Revenue	10,000	10,504	6,000	4,504	175.06%
415-000 Chamber Contribution	15,421	12,123	15,307	(3,184)	79.20%
420-000 Base Rent Revenue	8,579	8,393	8,393	-	100.01%
Total Income	\$ 34,000	\$ 31,020	\$ 29,700	\$ 1,320	104.45%
Gross Profit	\$ 34,000	\$ 31,020	\$ 29,700	\$ 1,320	104.45%
Expenses					
502-001 Operating Expenses	750	21	1,350	(1,329)	1.55%
503-001 Advertising Expenses	1,500	1,246	1,100	146	113.23%
507-001 Insurance Expense	7,250	7,250	7,250	-	100.00%
511-001 Accounting Expense	11,500	9,000	11,000	(2,000)	81.82%
512-001 Legal Expense	3,000	3,000	3,000	-	100.00%
Total Expenses	\$ 24,000	\$ 20,517	\$ 23,700	\$ (3,184)	86.57%
Net Operating Income	\$ 10,000	\$ 10,504	\$ 6,000	\$ 4,504	175.06%

PRELIMINARY BOND RESOLUTION

WHEREAS, Everett Pointe, L.P. or an affiliate thereof (the "Applicant"), is considering the acquisition, construction and equipping of an approximately 132-unit housing facility for low and moderate-income citizens to be known as Everett Pointe located at 0 Everett Road (Tax Parcel ID: Map 141, Parcel 038) in Knoxville, Tennessee, and wishes to have The Health, Educational and Housing Facility Board of the County of Knox (the "Board") 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. § 48-101-301; and

WHEREAS, the Board previously adopted a Preliminary Bond Resolution and executed a letter of intent in support of the above-described project, and the Board desires to increase the maximum principal amount of the bonds referenced in such letter of intent by executing a new letter of intent; and

WHEREAS, such new letter of intent has been presented to the Board under the terms of which the Board agrees, subject to the provisions of such letter, to issue its revenue bonds in an amount not exceeding \$32,000,000 to provide financing for such project.

NOW, THEREFORE, BE IT RESOLVED BY The Health, Educational and Housing Facility Board of the County of Knox as follows:

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

2. The Chair or the Vice Chair of the Board is hereby authorized to execute a letter of intent with the Applicant in substantially the form thereof as presented to this meeting or with such changes therein as shall be approved by the Chair or the Vice Chair. The officers of the Board 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, Vice Chair or legal counsel of the Board is hereby authorized to conduct such public hearings on behalf of the Board as the Applicant may request with respect to the project.

I hereby certify that the foregoing resolution of The Health, Educational and Housing Facility Board of the County of Knox was duly and lawfully adopted by its Board of Directors on August 12, 2025, at a duly called meeting at which a quorum was acting throughout, and I furthermore certify that such resolution has not been amended or modified in any respect.

Executed as of this ___ day of _____, 2025.

THE HEALTH, EDUCATIONAL AND HOUSING
FACILITY BOARD OF THE COUNTY OF KNOX

Secretary

August 12, 2025

Everett Pointe, L.P.
Knoxville, Tennessee

Gentlemen:

The Health, Educational and Housing Facility Board of the County of Knox (the "Board") has been informed that Everett Pointe, L.P. or an affiliate thereof (the "Applicant"), is considering the acquisition, construction and equipping of an approximate 132-unit housing facility for low and moderate-income citizens known as Everett Pointe located at 0 Everett Road (Tax Parcel ID: Map 141, Parcel 038) 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. § 48-101-301.

After investigation of the nature of the proposed project, the Board has determined that the financing of the project will improve the quality and availability of housing in Knox County, Tennessee, and will contribute to the general welfare of the citizens of the county. Therefore, it is the belief of the Board that in assisting the financing of the project, the Board 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 the Board was created, the Board hereby makes the following proposals:

1. The Board 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 \$32,000,000 to provide financing for the project. The Bonds shall be limited obligations of the Board 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 the Board, its directors, or Knox County, Tennessee.
2. The terms of the Bonds (maturity schedule, interest rate, denominations, redemption provisions, etc.) will be determined by agreement among the Board and the Applicant, subject to compliance with all applicable state and federal requirements, and all bylaws and policies of the Board.
3. Prior to delivery of the Bonds, the Board 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. The Board will enter into a trust indenture with a trustee to be nominated by the Applicant and subject to the approval of the Board 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 the Board, the Applicant and the purchaser of the Bonds.
5. The Board 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. If for any reason the Bonds have not been sold within eighteen (18) months from the date hereof, the provisions of this proposal and the agreement resulting from the acceptance by the Applicant shall, at the option of either party to be evidenced in writing, be canceled and neither party shall have any rights against the other and no third party shall have any rights against either party except:

- (a) The Applicant will pay the Board for all expenses incurred by the Board in connection with the financing of the project;
- (b) The Applicant will pay the out-of-pocket expenses for attorneys for the Board incurred in connection with the project and will pay attorneys for the Board reasonable fees for legal services related to the project; and
- (c) The Applicant will indemnify and hold the Board harmless against any liability which may be incurred by the Board with respect to the project.

8. The Board 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 the Board, is to be provided by the Applicant and not by the Board and that the Board has no responsibility as to the accuracy of such information other than as to the name and address of the Board. The Applicant agrees to indemnify and hold harmless the Board and its directors, officers, employees and agents from any claims, liabilities, costs or expenses that may arise as a result of the inaccuracy of any information contained in the Application (other than the name and address of the Board) or the submission of the Application.

[Remainder of Page Intentionally Left Blank]

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

Yours very truly,

THE HEALTH, EDUCATIONAL AND HOUSING
FACILITY BOARD OF THE COUNTY OF KNOX

By: _____
Chair

ACCEPTANCE OF PROPOSAL
OF
THE HEALTH, EDUCATIONAL AND HOUSING FACILITY BOARD
OF THE COUNTY OF KNOX

BY

EVERETT POINTE, L.P.

The terms and conditions contained in the foregoing proposal by The Health, Educational and Housing Facility Board of the County of Knox are hereby accepted by Everett Pointe, L.P. this ____ day of _____, 2025.

Everett Pointe, L.P.

By: Everett Pointe GP, LLC,
its general partner

By: _____
Title: _____

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