

**HOUSING FINANCE AUTHORITY OF MANATEE COUNTY, FLORIDA**

**RESOLUTION NO. 17-01**

**A RESOLUTION AUTHORIZING AND APPROVING A NEW FORM OF LENDER AGREEMENT AND AMENDMENTS TO THE GNMA PURCHASE AGREEMENT AND THE CUSTODY AGREEMENT, IN EACH CASE RELATING TO THE AUTHORITY'S SINGLE FAMILY LOAN PROGRAM AND MORTGAGE CREDIT CERTIFICATE PROGRAM.**

**WHEREAS**, the Housing Finance Authority of Manatee County, Florida (the "Authority") is a corporate body politic duly created pursuant to the Florida Housing Finance Authority Law, Part IV, Chapter 159, Florida Statutes, as amended and supplemented, and Ordinance No. 79-6, as amended and supplemented, enacted by the Board of County Commissioners of Manatee County, Florida (collectively, the "Act"); and

**WHEREAS**, the Authority has previously established a single family loan program (pursuant to Resolution No. 12-04) (the "Loan Program") and in connection with such program entered into (i) a GNMA Purchase Agreement dated as of February 1, 2013, between the Authority and Raymond James & Associates, Inc. (the "GNMA Purchase Agreement"), and (ii) a Custody Agreement dated as of February 1, 2013, between the Authority and U.S. Bank National Association (the "Custody Agreement"); and

**WHEREAS**, the Authority has previously established a mortgage credit certificate ("MCC") program (pursuant to Resolution 16-01) (the "2016 MCC Program") which will expire on December 31, 2018 (or earlier if all MCC issuance authority is used under the program); and

**WHEREAS**, the Authority, after due consideration, has determined to approve a new, shorter form of Lender Agreement for the Loan Program and the MCC Program (each a "Program"), and amendments to the GNMA Purchase Agreement and the Custody Agreement for the Loan Program to permit Conventional Loans and Freddie Mac and Fannie Mae mortgage-backed securities, in the forms attached to this Resolution, with such changes as shall be permitted under Section 2 below.

**NOW, THEREFORE, BE IT RESOLVED BY THE HOUSING FINANCE AUTHORITY OF MANATEE COUNTY, FLORIDA AS FOLLOWS:**

**Section 1. Approval of Documents.** The Authority hereby approves the following forms of documents attached to this Resolution: (i) the Lender Agreement; (ii) the First Amendment to GNMA Purchase Agreement; and (iii) the First Amendment to Custody Agreement.

**Section 2. Approval and Execution of Lender Agreement and First Amendments to GNMA Purchase Agreement and Custody Agreement .** The Chairman, or in the absence of the Chairman any Vice Chairman, is hereby authorized to execute and deliver on behalf of the Authority, and the Secretary (or, in his absence, any non-executing Vice Chairman) of the

Authority is hereby authorized to affix the seal of the Authority and attest to the execution of (i) First Amendment to GNMA Purchase Agreement, (ii) First Amendment to Custody Agreement and (iii) Lender Agreement. The Chairman, or in the absence of the Chairman any Vice Chairman, is hereby authorized and to approve such changes and additions to the form of documents presented to the Authority as the executing officer of the Authority may deem necessary and appropriate, with the advice of bond counsel and general counsel to the Authority, and such execution shall be conclusive evidence of the approval and authorization thereof of the Authority.

**Section 3. Further Actions.** That the Chairman, any Vice Chairman and Secretary of the Authority, and general counsel and bond counsel to the Authority, are hereby authorized and directed to take all acts required of them under this Resolution, and to take such further actions as shall be deemed necessary or desirable to effectuate the intent of each Program and to accomplish the intended benefits and goals of each Program.

**Section 4. Severability of Invalid Provisions.** If any one or more of the covenants, agreements or 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 separable from the remaining covenants, agreements or provisions, and shall in no way affect the validity of any of the other provisions hereof, of this Resolution or any documents authorized and approved by this Resolution in connection with the Amended Program.

**Section 5. Headings Not Part of this Resolution.** That any headings preceding the texts of the several sections of this Resolution shall be solely for convenience of reference and shall not form a part of this Resolution, nor shall they affect its meaning, construction or effect.

**Section 6. Resolution Effective.** That this Resolution shall take effect immediately upon its adoption.

Adopted this 11th day of April, 2017.

HOUSING FINANCE AUTHORITY OF  
MANATEE COUNTY, FLORIDA

[SEAL]

By: \_\_\_\_\_  
Name: James J. Heagerty, Jr.  
Title: Chairman

ATTEST:

By: \_\_\_\_\_  
Name: Frank R. Dodson, III  
Title: Secretary