

6. ** Approval of a Special Warranty Deed for the Conveyance of Land from the Tarrant County Hospital District to the Tarrant County Hospital District Public Facility Corporation for Approximately 2.204 Acres of Land Generally Located at 300 East Magnolia Avenue



COMMISSIONERS COURT COMMUNICATION

REFERENCE NUMBER _____

PAGE 1 OF 10

DATE: 06/04/2024

**SUBJECT: APPROVAL OF A SPECIAL WARRANTY DEED FOR THE
CONVEYANCE OF LAND FROM THE TARRANT COUNTY
HOSPITAL DISTRICT TO THE TARRANT COUNTY HOSPITAL
DISTRICT PUBLIC FACILITY CORPORATION FOR
APPROXIMATELY 2.204 ACRES OF LAND GENERALLY
LOCATED AT 300 EAST MAGNOLIA AVENUE**

***** CONSENT AGENDA *****

COMMISSIONERS COURT ACTION REQUESTED

It is requested that the Commissioners Court approve a Special Warranty Deed for the conveyance of land from Tarrant County Hospital District (TCHD) to the Public Facility Corporation (PFC) for approximately 2.204 acres of land generally located at 300 East Magnolia Avenue (the "Land").

BACKGROUND

The PFC was created by TCHD, pursuant to Chapter 303 of the Texas Local Government Code, as amended. The PFC, on behalf of TCHD, is empowered to assist in financing the costs of public facilities that will provide decent, safe, and sanitary housing at affordable prices for residents of TCHD. TCHD Board members serve on the Board for the PFC.

Magnolia Lofts Limited is a Texas limited partnership which has requested that the PFC assist in financing the acquisition, construction, and equipping of a proposed sixty-nine (69) unit multi-family housing facility to be known as the Magnolia Lofts Apartments, to be located on an approximately 2.204-acre tract of land generally located at 300 East Magnolia Avenue, Fort Worth, Texas.

On August 2, 2022, the Commissioners Court, through Court Order #138703, approved a Ground Lease Agreement between the TCHD and PFC which allowed for the PFC to sublease the Land to Magnolia Lofts Limited for the development of the Magnolia Lofts Apartment project.

In connection with the proposed development, the Texas Department of Housing Community Affairs (TDHCA) has requested revisions to the structure of the arrangement such that the Ground Lease would be directly between the PFC as owner of the Land and Magnolia Lofts Limited. To achieve this request and move forward with closing the Magnolia Lofts project, TCHD is seeking Commissioners Court approval of a Special Warranty Deed conveying the land from TCHD to the PFC which will allow the PFC to directly lease the Land to Magnolia Lofts Limited.

The District's Board of Managers unanimously approved the attached Special Warranty Deed at its April 16, 2024 Board of Managers meeting. TCHD Counsel reviewed the Deed and approved it as to form.

SUBMITTED BY:	JPS Health Network - Administration	PREPARED BY: APPROVED BY:	Lani Taylor Daphne Walker
---------------	--	------------------------------	------------------------------



COMMISSIONERS COURT COMMUNICATION

REFERENCE NUMBER: _____ DATE: 06/04/2024 PAGE 2 OF 10

FISCAL IMPACT

The Magnolia Lofts Apartment project will be financed in part by the sale of low-income housing tax credits.

NOTICE OF CONFIDENTIALITY RIGHTS

IF YOU ARE A NATURAL PERSON, YOU MAY REMOVE OR STRIKE ANY OR ALL OF THE FOLLOWING INFORMATION FROM THIS INSTRUMENT BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

SPECIAL WARRANTY DEED

Date: _____, 2024

Grantor: Tarrant County Hospital District,
a political subdivision of the State of Texas
1500 South Main Street
Fort Worth, Texas 76104

Grantee: Tarrant County Hospital District Public Facility Corporation,
a Texas nonprofit public facility corporation
1500 South Main Street
Fort Worth, Texas 76104

Grantor, for and in consideration of the sum of Ten And No/100 Dollars (\$10.00), and other good and valuable consideration paid by Grantee, the receipt and sufficiency of which are hereby acknowledged and confessed has GRANTED, BARGAINED, SOLD and CONVEYED, and by these presents does hereby GRANT, BARGAIN, SELL and CONVEY as of the date first written above, unto Grantee all of that certain lot, tract or parcel of land situated in Tarrant County, Texas, and being more particularly described in Exhibit A attached hereto and incorporated herein by reference for all purposes.

TOGETHER WITH, all of Grantor's right, title and interest in and to all and singular, the rights, benefits, privileges, easements, tenements, hereditaments, appurtenances and interests thereon or in anywise appertaining thereto and with all improvements located thereon (said land, rights, benefits, privileges, easements, tenements, hereditaments, appurtenances, improvements and interests being hereinafter referred to as the "Property").

For the same consideration recited above, Grantor hereby BARGAINS, SELLS and TRANSFERS, without warranty, express or implied, all interest, if any, of Grantor in (i) strips or gores, if any, between the Property and abutting or immediately adjacent properties, and (ii) any land lying in or under the bed of any street, alley, road or right-of-way, opened or proposed, abutting or immediately adjacent to the Property.

This conveyance is expressly made and accepted subject only to the matters shown on Exhibit B attached hereto and incorporated herein by reference for all purposes (the "Permitted Exceptions").

TO HAVE AND TO HOLD the Property, subject to the Permitted Exceptions as aforesaid, unto Grantee, and Grantee's successors and assigns, forever; and Grantor does hereby bind Grantor, and Grantor's successors and assigns, to WARRANT and FOREVER DEFEND, all and singular, the Property, subject to the Permitted Exceptions, unto Grantee, and Grantee's successors and assigns, against every person whomsoever lawfully claiming or to claim the same or any part thereof, by, through or under Grantor, but not otherwise.

Grantee, by its acceptance hereof, does hereby assume and agree to pay any and all ad valorem taxes and special assessments pertaining to the Property for calendar year 2024 and subsequent years. Notwithstanding the foregoing, Grantee shall have no liability for any rollback taxes, regardless of the date to which such rollback taxes are attributable. Grantor shall remain liable for any and all rollback taxes and shall indemnify and hold harmless Grantee in connection therewith.

(the remainder of this page left intentionally blank)

EXECUTED effective the ____ day of _____, 2024.

GRANTOR

TARRANT COUNTY HOSPITAL DISTRICT,
a political subdivision of the State of Texas

By: _____
Name: _____
Title: _____

STATE OF TEXAS §
 §
COUNTY OF TARRANT §

This instrument was acknowledged before me on this ____ day of _____, 2024, by _____, the _____ of Tarrant County Hospital District, a political subdivision of the State of Texas, on behalf of said entity.

(SEAL)

Notary Public, State of Texas

(Printed Name of Notary)

My commission expires: _____

After recording, return to:
Bracewell LLP
300 Convent, Suite 2700
San Antonio, Texas 78205
Attn: Summer Greathouse

EXHIBIT A

LEGAL DESCRIPTION OF THE PROPERTY

BEING 2.597 Acres (113,137 Square Feet) situated in the City of Fort Worth, in the Franklin Richards Survey, Abstract No. 1297 of Tarrant County, Texas and being part of Lot 1-R, Block S of ROSEDALE ADDITION, an addition to the City of Fort Worth, according to the Final Plat thereof, recorded in Document No. [D222129369](#), Plat Records, Tarrant County, Texas (P.R.T.C.T.) and being all of Lot 1-R-1, Block T of ROSEDALE ADDITION, an addition to the City of Fort Worth, according to the Final Plat thereof, recorded in Document No. [D222189469](#), P.R.T.C.T. and same being described in Special Warranty Deeds to Tarrant County Hospital District, recorded in Document No. D201161231, Deed Records, Tarrant County, Texas (D.R.T.C.T.); Document No. D202002462, D.R.T.C.T. and Document No. D208296017, D.R.T.C.T.; Document No. D199185277, D.R.T.C.T. and the consolidation of the above Lots being more particularly described by metes & bounds as follows:

BEGINNING at a 1/2 inch iron rod, topped with a red plastic cap, stamped "RPLS 4701", found (hereinafter referred to as "capped iron rod found") on the south right-of-way line of E. Magnolia Avenue (50' wide public right-of-way) for the most northerly northwest corner of the above described Lot 1-R, Block S and same being the northeast corner of a 5'x 5' right-of-way dedication as per the abovedescribed Rosedale Addition (Document No. D222129369);

THENCE: North 89 deg. 28 min. 18 sec. East, along the south right-of-way line of said E. Magnolia Avenue and the north line of said Block S, a distance of 195.00 feet to a capped iron rod found at the northeast corner of said Block S and the northwest corner of the above described Lot 1-R-1, Block T and said point also being the northwest corner of that certain section of Crawford Street right-of-way abandoned by Ordinance No. 25539-06-2022 as shown on the above described plat (Document No. D222189469);

THENCE: North 89 deg. 35 min. 11 sec. East, continuing along the common line of said E. Magnolia Avenue and said Block T, along the north line of said abandoned Crawford Street, a distance of 60.00 feet to a mag nail with a steel washer, stamped "RPLS 4701" (hereinafter referred to as "mag nail"), found at the northeast corner of said abandoned Crawford Street right-of-way;

THENCE: North 89 deg. 20 min. 14 sec. East, along said common line, a distance of 105.05 feet to a mag nail found for the northeast corner of said Lot 1-R-1, Block T, on the west right-of-way line of the Atchison Topeka & Santa Fe Railroad (a variable width right-of-way);

THENCE: Along the easterly line of said Lot 1-R-1, Block T as per the plat recorded in Document No. D222189469 as follows:

South 02 deg. 18 min. 00 sec. West, a distance of 67.40 feet to a point for corner South 14 deg. 29 min. 00 sec. West, a distance of 33.00 feet to a point for corner;
South 60 deg. 36 min. 00 sec. West, a distance of 2.81 feet to a point for corner on the west right-of-way line of said Atchison Topeka & Santa Fe Railroad;

THENCE: South 07 deg. 35 min. 00 sec. West, along the common line of said Lot 1-R-1, Block T and railroad right-of-way, a distance of 16.00 feet to a point for corner;

THENCE: South 00 deg. 42 min. 00 sec. East, along the east line of said Lot 1-R-1, Block T, a distance of 7.00 feet to a point for corner;

THENCE: South 89 deg. 34 min. 28 sec. West, along said east line, a distance of 1.00 feet to a point for corner on the west right-of-way line of said Atchison Topeka & Santa Fe Railroad;

THENCE: South 07 deg. 35 min. 00 sec. West, along said common line, a distance of 3.00 feet to a point for corner;

THENCE: South 00 deg. 42 min. 00 sec. East, along the east line of said Lot 1-R-1, Block T, a distance of 126.50 feet to a point for corner;

THENCE: South 10 deg. 48 min. 00 sec. West, along the east line of said Lot 1-R-1, Block T, a distance of 42.02 feet to a point for corner;

THENCE: South 07 deg. 50 min. 14 sec. West, along the east line of said Lot 1-R-1, Block T, a distance of 40.01 feet to a point for the southeast corner of said Lot 1-R-1, Block T and same being the northeast corner of Lot A-1-R, Block T as per the above described Rosedale Addition plat (Document No. D222189469);

THENCE: South 89 deg. 15 min. 38 sec. West, along the common line of said Lot 1-R-1 and Lot A-1-R, Block T, at a distance of 132.67 feet, passing a capped iron rod found for the southwest corner of said Lot 1-R-1, Block T and the southeast corner of the above described Lot 1-R, Block S and continuing along the common line of said Lot 1-R, Block S and Lot A-1-R, Block T for a total distance of 247.87 feet to a 1/2 inch iron rod, topped with a red plastic cap, stamped "RPLS 4701", set (hereinafter referred to as "capped iron rod set") for the southerly southwest corner of this hereinafter described parcel of land;

THENCE: North 00 deg. 34 min. 09 sec. West, departing from said common line, over & across said Lot 1-R, Block S, a distance of 43.00 feet to a capped iron rod set for an inside ell corner of this parcel of land;

THENCE: South 89 deg. 08 min. 15 sec. West, continuing across said Lot 1-R, Block S, a distance of 85.04 feet to a capped iron rod set on the west line of said Lot 1-R, Block S and the east right-of-way line of Bryan Avenue (60' wide public right-of-way);

THENCE: North 00 deg. 36 min. 45 sec. West, along the common line of said Bryan Avenue and said Lot 1-R, Block S, a distance of 286.92 feet to a capped iron rod found for the southerly northwest corner of said Lot 1-R, Block S and the south corner of the above described 5'x 5' right-of-way dedication as per said Rosedale Addition (Document No. D222129369);

THENCE: North 44 deg. 25 min. 46 sec. East, continuing along the common line of said Bryan Avenue and said Lot 1-R, Block S, a distance of 7.07 feet to the POINT OF BEGINNING and containing 113,137 square feet or 2.597 acres of land.

EXHIBIT B

PERMITTED EXCEPTIONS

1. Restrictive covenants recorded in/under Volume 388-137, Page 82 of the Map/Plat Records of Tarrant County, Texas; and those recorded in Volume 12523, Page 2391, of the Real Property Records of Tarrant County, Texas, as amended by instruments recorded in Clerk's File Nos. D208295887, D208405970, D209039186, D209164996, D209309562, and D222129369 of the Official Public Records of Tarrant County, Texas; but omitting any covenants, condition, or restriction, if any, based on race, color, religion, sex, handicap, familial status or national origin unless and to the extent that the covenant, condition or restriction (a) is exempt under Title 42 of the United States Code or (b) relates to handicap, but does not discriminate against handicapped persons.
2. Those recorded in/under Volume 388-137, Page 82 of the Map/Plat Records of Tarrant County, Texas; and those recorded in/under Clerk's File Nos. D199185277, D204058751, and D222189469 of the Official Public Records of Tarrant County, Texas; but omitting any covenants, condition, or restriction, if any, based on race, color, religion, sex, handicap, familial status or national origin unless and to the extent that the covenant, condition or restriction (a) is exempt under Title 42 of the United States Code or (b) relates to handicap, but does not discriminate against handicapped persons. Company insures the Insured against loss, if any, sustained by the Insured under the terms of this Policy by reason of the enforcement of the aforementioned restrictive covenant pertaining solely to the option to purchase and/or right of first refusal in Section 3 of Document No. D204058751. Company agrees to provide defense to the Insured in accordance with the terms of this Policy if suit is brought against the Insured to enforce said rights.
3. Oil, gas and mineral lease dated August 28, 2007, recorded in/under Clerk's File No. D207307608 of the Official Public Records of Tarrant County, Texas in favor of Four Sevens Resources Co., Ltd.
4. All terms, conditions, and provisions of that certain Waiver for Gas Well Within 600 feet of Protected Uses Within the City of Fort Worth, recorded in/under Clerk's File No. D210033432 of the Official Public Records of Tarrant County, Texas.
5. Oil, gas and mineral lease dated March 2, 2010, recorded in/under Clerk's File No. D210065858 of the Official Public Records of Tarrant County, Texas in favor of Chesapeake Exploration, L.L.C.
6. An electric easement 5 feet wide across the property granted to Texas Electric Service Company by instrument recorded in/under Volume 6713, Page 278 of the Real Property Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
7. An utility easement across the property granted to the City of Fort Worth by instrument recorded in/under Volume 8497, Page 601 of the Real Property Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.

8. An utility easement across the property granted to the City of Fort Worth by instrument recorded in/under Volume 8575, Page 1889 of the Real Property Records of Tarrant County, Texas and as shown on survey prepared by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
9. Public utility easement along the south property line as reserved in City of Fort Worth Ordinance No. 8114 dated July 17, 1980, as recorded in/under Volume 9233, Page 335 of the Real Property Records of Tarrant County, Texas; and as shown on the map or plat recorded in Volume 388-137, Page 82 of the Map/Plat Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
10. All terms, conditions, provisions and easement contained in instrument recorded in/under Volume 12523, Page 2391 of the Real Property Records of Tarrant County, Texas.
11. All the oil, gas and other minerals, the royalties, bonuses, rentals and all other rights in connection with same all of which are expressly excepted herefrom and not insured hereunder, as same are set forth in instrument recorded in/under Clerk's File No. D208296017 of the Official Public Records of Tarrant County, Texas.
12. Oil, gas and mineral lease dated November 4, 2008, recorded in/under Clerk's File No. D208438100 of the Official Public Records of Tarrant County, Texas in favor of XTO Energy Inc.
13. Public open space easement located in the northeast corner of the property, as set forth on the map or plat recorded in/under Volume 388-137, Page 82 of the Map/Plat Records of Tarrant County, Texas.
14. Oil, gas and mineral lease dated March 2, 2010, recorded in/under Clerk's File No. D210065859 of the Official Public Records of Tarrant County, Texas in favor of Chesapeake Exploration, L.L.C.
15. An easement for purposes of overhead electrical lines located on subject property granted to Texas Electric Service Company by instrument recorded in/under Volume 6713, Page 276 of the Real Property Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-00.
16. Variable width public access easement across the property as set forth in the map or plat recorded in/under Clerk's File No. D222129369 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
17. 15 foot water easement as set forth in the map or plat recorded in/under Clerk's File No. D222129369 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.

18. Public Open Space Easements 10' x 10' as set forth in the map or plat recorded in/under Clerk's File No. D222129369 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
19. Public Open Space Easements 10' x 10' as set forth in the map or plat recorded in/under Clerk's File No. D222189469 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
20. Drainage easement 30' 35' as set forth in the map or plat recorded in/under Clerk's File No. D222189469 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
21. 26 foot public access easement as set forth in the map or plat recorded in/under Clerk's File No. D222189469 of the Official Public Records of Tarrant County, Texas.
22. 30 foot water and sanitary sewer easement as set forth in the map or plat recorded in/under Clerk's File No. D222189469 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
23. 10 foot utility easements as set forth in the map or plat recorded in/under Clerk's File No. D222189469 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
24. Variable width public access easement across the property as set forth in the map or plat recorded in/under Clerk's File No. D222189469 of the Official Public Records of Tarrant County, Texas, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
25. Existing fence along the east portion of the subject property not located on property boundary line, as shown on survey prepared by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008.
26. Any rights, easements, interests or claims which may exist by reason of the following matters, as reflected on survey drawing made by Lawrence H. Ringley, R.P.L.S. No. 4701, dated January 29, 2024 in Job No. 2021-008:
 - (i) Portion of the property located within the boundaries of the Santa Fe Railroad right-of-way.
 - (ii) Raised concrete pad encroaches on 5' TESC easement.
 - (iii) Raised concrete pad encroaches on variable width public access easement.
 - (iv) Concrete wall encroaches on variable width public access easement.
 - (v) Electric lines and appurtenances located outside a dedicated easement area.