

APPROVED

First Reading: 01/12/11

Passed 9-0: 02/09/11

**COUNTY OF LEHIGH, PENNSYLVANIA
COMMISSIONERS BILL 2011-08
SPONSORED BY COMMISSIONER McCARTHY
REQUESTED DATE: JANUARY 3, 2011
ORDINANCE NO. 2011-111**

**APPROVING AN ASSISTANCE AGREEMENT WITH AND AN ASSIGNMENT
OF A LEASE TO THE LEHIGH COUNTY HOUSING AUTHORITY**

WHEREAS, the County of Lehigh previously provided a loan to Cedar Village Associates to partially finance construction of fifty (50) affordable housing units at 4234 Dorney Park Road, South Whitehall Township; and

WHEREAS, the County of Lehigh previously provided a monthly credit against the interest payments due under said loan of Five Thousand Dollars (\$5,000) per month pursuant to a Cash Assistance Agreement dated November 9, 1993 with Cedar Village Associates; and

WHEREAS, Lehigh County Housing Authority has agreed to purchase the interest of Cedar Village Associates in the project and pay off the aforesaid loan with the County of Lehigh and to continue to operate the facility as affordable housing for seniors; and

WHEREAS, Lehigh County Housing Authority has requested a similar assistance payment of Five Thousand Dollars (\$5,000.00) per month for sixty (60) months to assist with the payment of a new loan by Lehigh County Housing Authority.

WHEREAS, the consent of the County of Lehigh is needed for the assignment of the existing Lease with Cedar Village Associates.

**NOW, THEREFORE, IT IS HEREBY ENACTED AND ORDAINED
BY THE BOARD OF COMMISSIONERS OF THE COUNTY OF LEHIGH,
PENNSYLVANIA, THAT:**

1. The above recitals are incorporated herein by reference and made a part hereof.
2. The County Executive is hereby authorized and empowered to sign the Assistance Agreement, Assignment of Lease and Consent of Lessor attached hereto and marked as Exhibit "A".
3. The proper officers and other personnel of Lehigh County are hereby authorized and empowered to take all such further action and execute additional documents as they may deem appropriate to carry out the purpose of this Ordinance.
4. The County Executive shall distribute copies of this Ordinance to the proper offices and other personnel of Lehigh County whose further action is required to achieve the purpose of this Ordinance.
5. Any Ordinance or part of any Ordinance conflicting with the provision of this Ordinance is hereby repealed insofar as the same affects this Ordinance.
6. This Ordinance shall become effective in ten (10) days after enactment.

ADOPTED BY THE LEHIGH COUNTY BOARD OF COMMISSIONERS on

this 9th day of February, 2011, by the following vote:

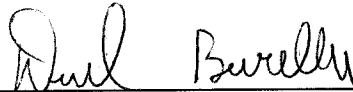
Commissioners

AYE

NAY

Dean N. Browning	X
Thomas C. Creighton, III	X
Percy H. Dougherty	X
Glenn Eckhart	X
Gloria L. Hamm	X
William H. Hansell	X
David S. Jones, Sr.	X
Daniel K. McCarthy	X
Andy Roman	X

ATTEST:

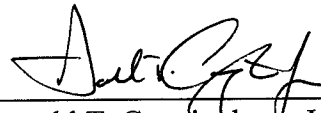


Clerk to The Board of Commissioners

APPROVED this

16th day of February

, 2011.



Donald T. Cunningham, Jr.
County Executive

ENACTED this

16th day of February

, 2011.

ASSISTANCE AGREEMENT

THIS IS AN ASSISTANCE AGREEMENT made this _____ day of _____, 2011, between COUNTY OF LEHIGH, a government instrumentality ("County"), having its principal office at 17 South 7th Street, Allentown, Pennsylvania 18101, and LEHIGH COUNTY HOUSING AUTHORITY, a Pennsylvania Housing Authority ("LCHA"), having an address at 635 Broad Street, Emmaus, Pennsylvania 18049.

BACKGROUND

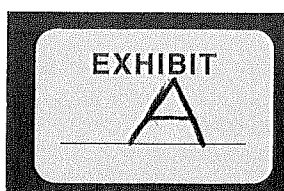
A. County previously provided a loan to Cedar Village Associates in the principal amount of One Million Four Hundred Twenty Six Thousand (\$1,426,000.00) Dollars with interest in order to partially finance the construction of fifty (50) one bedroom affordable rental units for senior citizens and certain common area facilities (the "Project") located directly above an existing one story building owned by County and having an address of 4234 Dorney Park Road, South Whitehall Township, Lehigh County, Pennsylvania.

B. LCHA has agreed to purchase the Project and will continue to operate the Project as affordable housing for seniors. As part of the LCHA purchase the outstanding balance of the Loan will be paid with a new private loan procured by LCHA.

C. In consideration of LCHA purchasing the Project, paying the Loan, and continuing to operate the Project as affordable housing for seniors, LCHA has requested and County has agreed to provide LCHA with cash assistance for the Project to assist the payment of the LCHA new loan as provided herein.

AGREEMENT

NOW, THEREFORE, intending to be legally bound hereby, County hereby covenants and agrees to provide to LCHA, commencing on the first due date of the LCHA new loan for the Project



and continuing one day prior to the same date of each month thereafter for the following 59 months,
the sum of Five Thousand (\$5,000.00) Dollars per month to be applied against the interest payment
due under the LCHA new loan.

IN WITNESS WHEREOF, and intending to be legally bound hereby, the County has caused
this Agreement to be duly executed the date and year first above written.

ATTEST: COUNTY OF LEHIGH

____ BY:_____

____ Title:_____

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF)

On this, the _____ day of _____, 2011, before me, a notary public, the undersigned officer, personally appeared _____, who acknowledged himself to be the _____ of COUNTY OF LEHIGH, a government instrumentality, and that he as such officer of COUNTY OF LEHIGH, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the government instrumentality by himself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public
My Commission Expires:

ASSIGNMENT OF LEASE

THIS IS AN ASSIGNMENT made this _____ day of _____, 2011 by CEDAR VILLAGE ASSOCIATES, a Pennsylvania Limited Partnership (Associates) having an address at 635 Broad Street, Emmaus, Pennsylvania 18049 as Assignor to Lehigh County Housing Authority (LCHA), a Pennsylvania Housing Authority having an address at 635 Broad Street, Emmaus, Pennsylvania 18049.

FOR VALUE RECEIVED, Associates assigns and transfers to LCHA that Lease dated November 18, 1991 executed by Associates as Lessee and by County of Lehigh with offices located at 17 South 7th Street, Allentown, Pennsylvania 18101 as Lessor, said Lease being amended by a First Amendment to Lease between Associates and County of Lehigh dated November 9, 1993 extending the Lease term to ninety-nine (99) years and changing the corporate name of Associates, of the air space which resulted in the construction of approximately 37,500 square foot four story building containing fifty (50) one bedroom affordable rental units and related improvements located immediately above the existing one story building owned by County of Lehigh having an address of 4234 Dorney Park Road, South Whitehall Township, Lehigh County, Pennsylvania as more particularly described in Exhibit "A" attached hereto and made a part hereof (the "Premises") together with Associates right, title and interest to the Lease and the Premises subject to all the conditions and terms contained in the Lease and Amendment to have, to hold from _____, 2011 until the term of the Lease expires on November 18, 2090.

A Memorandum of Lease between the County of Lehigh and Associates is dated November 9, 1993 and recorded November 12, 1993 in the offices of the Recorder of Deeds of Lehigh County in Volume 736, Page 220.

Associates covenants that it is the lawful and sole owner of the interest assigned, that this

interest is free from all encumbrances; and that it has performed all duties and obligations required under the terms and conditions of the Lease and the First Amendment to the Lease. LCHA agrees to assume and perform all duties and obligations required by the terms of the Lease and First Amendment to the Lease, and to continue to operate the project as affordable housing for seniors.

ATTEST:

ASSIGNOR:

CEDAR VILLAGE ASSOCIATES, a PA Limited Partnership

By: Valley Housing Development Corporation, General Partner

BY: _____

Daniel C. Beers, Executive Director

ATTEST:

ASSIGNEE:

HOUSING AUTHORITY OF LEHIGH COUNTY a/k/a

LEHIGH COUNTY HOUSING AUTHORITY

BY: _____

Daniel C. Beers, Executive Director

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I HEREBY CERTIFY that the precise address of the Assignee herein is:

635 Broad Street, Emmaus, PA 18049

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF)

On this, the _____ day of _____, 2011, before me, a notary public, the undersigned officer, personally appeared Daniel C. Beers, who acknowledged himself to be the Executive Director of VALLEY HOUSING DEVELOPMENT CORPORATION, a Pennsylvania Non-Profit Corporation, the General Partner of CEDAR VILLAGE ASSOCIATES, a Pennsylvania Limited Partnership, and that he as such officer of the General Partner of CEDAR VILLAGE ASSOCIATES, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of such corporation as General Partner of CEDAR VILLAGE ASSOCIATES, a Pennsylvania Limited Partnership.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public
My Commission Expires:

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF)

On this, the _____ day of _____, 2011, before me, a notary public, the undersigned officer, personally appeared Daniel C. Beers, who acknowledged himself to be the Executive Director of HOUSING AUTHORITY OF LEHIGH COUNTY a/k/a LEHIGH COUNTY HOUSING AUTHORITY, a Pennsylvania Housing Authority, and that he as such officer, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of such corporation.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public
My Commission Expires:

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF)

On this, the _____ day of _____, 2011, before me, a notary public, the undersigned officer, personally appeared _____, who acknowledged himself to be the _____ of COUNTY OF LEHIGH, a government instrumentality, and that he as such officer of COUNTY OF LEHIGH, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the government instrumentality by himself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public
My Commission Expires:

DESCRIPTION OF
4234 DORNEY PARK ROAD
(Airspace Parcel)

ALL THAT CERTAIN real property situated in the Township of South Whitehall, County of Lehigh and the Commonwealth of Pennsylvania which lies above (but not below) a certain horizontal plane (the "lower plane") the elevation of which is three hundred and forty-six feet (346.00') above the Datum Level (the "Datum Level" known as Mean Sea Level according to the United States Coast and Geodetic Datum), established from transfer of Elevation from the National Geodetic Monument designated as W260 PDH having an elevation of 377.65', and which lies below (but not above) another certain horizontal plane (the "upper plane") the elevation of which is three hundred and eighty-four feet (384.00') above the Datum Level and which is bounded by and lies within that certain plot or parcel (the "Airspace Parcel") described as follows:

BEGINNING at a certain point (the "Airspace Point") said Airspace Point being determined by extending a line from the point of beginning of the title description (Schedule 1) South 73°-17'-40" West 480.41' to said airspace point; thence South 46°-47'-44" West 101.80' to a point; thence North 43°-06'-44" West 101.73' to a point; thence North 46°-47'-44" East 101.80' to a point; thence South 43°-06'-44" East 101.73' to the first mentioned Airspace Point and place of beginning.

INTENDED that the upper and lower planes be bounded and described by the exterior walls of a building to be constructed in the Airspace Parcel; further, that the lower plane correspond to the upper surface of the cement concrete slab constituting the floor of the second story of such building and that the upper plane be the plane constituting the top of the roof of the building.

EXHIBIT "A"

Description of Lands
of

Lehigh County Institution District

Unification of Properties Described in Deed Book Volume 41 Page 205
and Deed Book Volume 460 Page 174

Also shown as Tracts 4 and Tract 10

on the plan entitled

"Plan Showing Properties of Lehigh County Institutional District"

dated March 19, 1951

in

South Whitehall Township, Lehigh County, Pennsylvania

BEGINNING at a point being the original northwest corner of the property described in Deed Book Volume 41 Page 205 located South 42°-25'-42" West 66.52 feet from an iron pin on the northerly right-of-way line of Dorney Park Road (T-870); thence in and along Dorney Park Road (T-870) North 83°-53'-24" East 629.12 feet to a point; thence in the same North 83°-38'-02" East 37.08 feet to a point; thence along the centerline of Hillview Road, South 35°-20'-38" East 223.99 feet to a point; thence along other lands now or formerly of the County of Lehigh, Tract 1, South 56°-06'-56" West 430.45 feet to a point; thence along the northerly right-of-way line of ramp HB of Interstate Route 78 from Pennsylvania Route 309, the following six (6) courses and distances:

1. South 84°-41'-28" West 344.18 feet to a point;
2. South 58°-55'-37" West 284.47 feet to a point;
3. South 68°-33'-25" West 150.15 feet to a point;
4. North 70°-39'-37" West 286.36 feet to a point;
5. North 75°-45'-45" West 207.43 feet to a point;
6. North 67°-13'-45" West 176.13 feet to a point;

thence along other lands now or formerly of the County of Lehigh, and lands of Cedar Creek Parkway West, recorded in Map Book Volume 19, page 100, North 22°-50'-24" East 1415.25 feet to an axle iron; thence along the Cedar Creek Parkway West, the following four (4) courses and distances:

1. South 24°-51'-43" East 346.15 feet to a point;
2. South 30°-20'-53" East 354.70 feet to a point;
3. South 53°-22'-33" East 74.70 feet to a point;
4. South 75°-43'-35" East 189.42 feet to a 30" sycamore tree;

thence along lands now or formerly of the Dorney Park Coaster Co., Inc., South 40°-32'-03" West 227.08 feet to an iron pin on the northerly right-of-way line of Dorney Park Road (T-870); thence through the aforesaid road, South 42°-25'-42" West 66.53 feet to a point, the place of beginning.

CONTAINING 25.610 acres of land.

RESERVING any easements and rights-of-way.

CONSENT OF LESSOR

COUNTY OF LEHIGH, Lessor named in the above Assignment of that Lease executed on November 18, 1991 and First Amendment to Lease executed on November 9, 1993, consents to the Assignment. County of Lehigh consents to the Agreement by LCHA to assume after _____, 2011, the performance of all duties and obligations as set forth in the Lease and the First Amendment to Lease and releases Associates, from all duties and obligations under the Lease and First Amendment to Lease and accepts LCHA as Lessee in place of Associates. Associate is and shall not be released or discharged from any liability or obligation of Lessee arising prior to said date, and County of Lehigh does not waive any claims, rights, suits or actions which pertain thereto. This consent is limited to the foregoing assignment and assumption and shall not relieve Associates or LCHA from the obligation to obtain the consent of the County of Lehigh of any future assignment, in whole or in part, or any future sublease of the premises, or any part thereof. Further, this consent is conditioned upon the agreement of LCHA to continue to operate the facility as affordable housing for seniors.

ATTEST:

COUNTY OF LEHIGH

By: _____

Title: _____

Date: _____

COMMONWEALTH OF PENNSYLVANIA)
) SS:
COUNTY OF)

On this, the _____ day of _____, 2011, before me, a notary public, the undersigned officer, personally appeared _____, who acknowledged himself to be the _____ of COUNTY OF LEHIGH, a government instrumentality, and that he as such officer of COUNTY OF LEHIGH, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of the government instrumentality by himself as such officer.

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

Notary Public
My Commission Expires:

COUNTY OF LEHIGH ORDINANCE 2011 – NO. 111

CERTIFICATION

I, DAVID BARILLA, Clerk to the Board of Commissioners of Lehigh County, do hereby certify that the attached is a true and correct copy of the ordinance adopted at a regular meeting of the Commissioners of Lehigh County held on the 9th day of February, 2011, and approved on the 16th day of February, 2011 by the Lehigh County Executive, and effective on the 26th day of February, 2011.



DAVID BARILLA, Clerk
Board of Commissioners