



SAN ANTONIO HOUSING FACILITY CORPORATION MEETING SEPTEMBER 6, 2023



A COMMUNITY OF POSSIBILITIES

BOARD OF DIRECTORS

Gabriel Lopez Chair Gilbert Casillas Vice Chair Dalia Contreras Director Estrellita Garcia-Diaz (Pending)

Janet Garcia (Pending)

(Pending)

Vincent Robinson (Pending)

PRESIDENT & CEO Ed Hinojosa, Jr.

SAN ANTONIO HOUSING FACILITY CORPORATION MEETING 1:00 p.m. | Wednesday | September 6, 2023

At least four Directors will be physically present at this location, and up to three other Directors may attend by videoconferencing, as permitted by Tex. Gov't Code Section 551.127, and the Presiding Officer will also be present at this location.

MEETING CALLED TO ORDER

1. The Board of Directors or its Committee may hold a closed meeting pursuant to Texas Government Code § 551.071-076 for consultation concerning attorney-client matters, real estate, litigation, personnel, and security matters. The Board or Committee reserves the right to enter into closed meeting at any time during the course of the meeting.

CITIZENS TO BE HEARD

2. **Citizens to Be Heard** at approximately 1:00 p.m. (may be heard after this time). Citizens wishing to speak on any issues, including ones not related to items posted on the agenda, should personally request to be placed on the Citizens to be Heard roster or register online prior to 12:45 p.m. Citizens will be given up to three minutes to speak. Each citizen will be permitted to speak only once. A Spanish/English interpreter will be available to citizens.

Now is the time for Citizens to be Heard. The Board asks the public to address concerns related to Opportunity Home matters and policy and not include statements that may be considered defamatory of any individual. The Board encourages members of the public to direct specific concerns or problems to Opportunity Home staff for more prompt resolution. The Board will not discuss the comments of speakers or respond to speakers during the Citizens to be Heard portion of the agenda.

MINUTES

- 3. Minutes
 - Approval of the June 7, 2023, San Antonio Housing Facility Corporation meeting minutes

CONSENT ITEMS

4. Consideration and approval regarding Resolution 23FAC-08-02, authorizing San Antonio Housing Facility Corporation, in its capacity as sole member of the General Partner of Snowden Apartments, LP, to: (1) Ratify an increase in the existing Moving To Work loan from Opportunity Home San Antonio (formerly San Antonio Housing Authority) from \$8,500,000 to \$9,785,000; (2) Borrow \$2,000,000 from Las Varas Public Facility corporation to bridge anticipated proceeds from the sale of 2023 Supplemental Housing Tax Credits; (3) Execute all documentation necessary to carry out the transactions; and (4) Other matters in connection therewith (Susan Ramos-Sossaman, Assistant Director of Development Services and Neighborhood Revitalization)

- 5. Consideration and approval regarding Resolution 23FAC-08-03, authorizing the purchase of 202 Garcia Street, the 1.7569 acres to the north and east, and the .3195 acres of the Ezell Easement to the north, located in San Antonio, Texas, Bexar County from the Housing Authority of the City Of San Antonio, Tx; including the execution of all documentation necessary to carry out the transaction; and the lease of such land for the transaction; and other matters in connection therewith (Susan Ramos-Sossaman, Assistant Director of Development Services and Neighborhood Revitalization)
- 6. Adjournment

Posted on 09/01/2023 01:00 PM

*Note: Whenever the Texas Open Meetings Act (Section 551.001 et seq. of the Texas Government Code) provides for a closed meeting in matters concerning legal advice, real estate, contracts, personnel matters, or security issues, the Board may find a closed meeting to be necessary. For convenience of the citizens interested in an item preceded by an asterisk, notice is given that a closed meeting is contemplated. However, the Board reserves the right to go into a closed meeting on any other item, whether it has an asterisk, when the Board determines there is a need and a closed meeting is permitted. "Pursuant to § 30.06, Penal Code, (trespass by holder license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not attend this meeting with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not attend this meeting with a handgun that is carried openly."





MINUTES OF SAN ANTONIO HOUSING FACILITY CORPORATION MEETING

I. Call to Order:

Chair Guzman called the San Antonio Housing Facility Corporation Meeting to order at 1:56 PM CDT on June 7, 2023. The meeting was held at the Opportunity Home Central Office located at 818 S. Flores St. San Antonio, TX 78204.

Directors Present:

Chair Dr. Ana M. "Cha" Guzman, Vice-Chair Gabriel Lopez, Gilbert Casillas, Dalia Contreras, Loren D. Dantzler, Olga Kauffman, and Ignacio Perez.

Adviser Present:

Doug Poneck, General Counsel.

Guests Present:

President and CEO Ed Hinojosa, Jr. and Timothy E. Alcott, Chief Legal and Real Estate Officer.

Vicky Cavazos Jones, Interpreter, BCC Languages LLC.

Directors Absent:

None.

Quorum:

A quorum was established with seven (7) voting members present.

II. Public Comment

Citizens are provided three minutes each to speak to any agenda item. There were no individuals who spoke during the meeting.

III. Minutes

Director Kauffman moved to approve the April 3, 2023, San Antonio Housing Facility Corporation Meeting minutes. Vice-Chair Lopez seconded the motion. The motion carried with seven (7) in favor and none against by a voice vote.

Consent Items

IV. Resolution 22FAC-05-17

Consideration and approval regarding Resolution 23FAC-05-17, approving the issuance of the Midcrown Senior Pavilion Apartments promissory note to Frost Bank in an amount not to exceed \$6,000,000, to be secured by a mortgage lien on the Midcrown Senior Pavilion Apartments and guaranteed by San Antonio Housing Facility Corporation, the proceeds of which will be used to refinance an existing loan with Dwight Capital LLC; authorizing the execution of an asset management sub management agreement for the







general partner to assume the duties and responsibilities of the class B limited partner of the partnership; authorizing the payment of costs in connection therewith in an amount not to exceed \$1,000,000 plus related transaction costs, which may include MTW funds; authorizing the President and CEO or designee to execute all documentation necessary to carry out the transaction; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

V. Resolution 22FAC-05-18

Consideration and approval regarding Resolution 23FAC-05-18, Authorizing (i) admission of SAHFC or an affiliate thereof as the Managing Member of the Costa Almadena Project Limited Liability Company; (ii) execution of all documentation in connection with the issuance of the Las Varas Public Facility Corporation Multifamily Housing Revenue Bonds (Costa Almadena Apartments) Series 2023; (iii) and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

VI. Resolution 22FAC-06-07

Consideration and approval regarding resolution 23FAC-06-07, authorizing a supplemental loan in connection with the permanent financing of the Tampico Apartments project (Timothy E. Alcott, Chief Legal and Real Estate Officer)

Main Motion Regarding Items 4-6

Moved by Vice-Chair Lopez. Seconded by Director Casillas. The motion carried with seven (7) in favor and none against by a voice vote.

VII. Adjournment

The meeting adjourned at 1:57 PM CDT.

ATTEST:

Gabriel Lopez Chair, Board of Directors Date

Ed Hinojosa, Jr. Secretary/Treasurer Date

SAN ANTONIO HOUSING FACILITY CORPORATION

BOARD OF DIRECTORS San Antonio Housing Facility Corporation Meeting

RESOLUTION 23FAC-08-02, AUTHORIZING SAN ANTONIO HOUSING FACILITY CORPORATION, IN ITS CAPACITY AS SOLE MEMBER OF THE GENERAL PARTNER OF SNOWDEN APARTMENTS, LP, TO: (1) RATIFY AN INCREASE IN THE EXISTING MOVING TO WORK LOAN FROM OPPORTUNITY HOME SAN ANTONIO (FORMERLY SAN ANTONIO HOUSING AUTHORITY) FROM \$8,500,000 TO \$9,785,000; (2) BORROW \$2,000,000 FROM LAS VARAS PUBLIC FACILITY CORPORATION TO BRIDGE ANTICIPATED PROCEEDS FROM THE SALE OF 2023 SUPPLEMENTAL HOUSING TAX CREDITS; (3) EXECUTE ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTIONS; AND (4) OTHER MATTERS IN CONNECTION THEREWITH

DocuSigned by:		
Ed Hinoposa Ir		
Ed Hinojosa, Jr.		
Secretary/Treasurer		

-DocuSigned by:

Susan Ramos-Sossaman

Susan Ramos-Sossaman Assistant Director of Development Services and Neighborhood Revitalization

REQUESTED ACTION:

Consideration and approval regarding Resolution 23FAC-08-02, authorizing San Antonio Housing Facility Corporation, in its capacity as sole member of the General Partner of Snowden Apartments, LP, to: (1) Ratify an increase in the existing Moving To Work loan from Opportunity Home San Antonio (formerly San Antonio Housing Authority) from \$8,500,000 to \$9,785,000; (2) Borrow \$2,000,000 from Las Varas Public Facility corporation to bridge anticipated proceeds from the sale of 2023 Supplemental Housing Tax Credits; (3) Execute all documentation necessary to carry out the transactions; and (4) Other matters in connection therewith.

SUMMARY:

The Project is sponsored by Opportunity Home and the Project Owner is controlled by Opportunity Home through San Antonio Housing Facility Corporation ("SAHFC"), which is the sole member of the Project Owner's general partner. The Project closed on its construction financing in October 2022, when interest rates dramatically increased causing the project to close with a larger financial commitment due to additional interest. The project is currently in construction.

Today we are seeking authority for two requests. The first request is to increase the funding available under a previously-existing permanent loan to Project Owner of MTW Grant Funds by \$1,285,000, to provide a total of \$9,785,000 in permanent financing in the MTW Loan. The MTW Loan matures on October 4, 2052.

SAN ANTONIO HOUSING FACILITY CORPORATION

The second request is to provide a loan of \$2,000,000 to the Project Owner (the "Credit Bridge Loan"). Project Owner recently obtained an award of \$225,000 in 2023 Supplemental Housing Tax Credits (the "Credits") which will be sold to its investment limited partner in exchange for an equity infusion of approximately \$2,081,042, at such time that the Project has been placed in service and receives its IRS Form 8609 evidencing qualification for the Credits. This is anticipated to be sometime in 2025. In order to assure funding for construction costs as they accrue, Opportunity Home has asked Las Varas PFC to provide bridge financing, which will be repaid with the proceeds from the sale of the Credits. The Credit Bridge Loan will be secured by a subordinate deed of trust and will bear simple interest prior to maturity at the Applicable Federal Rate for mid-term financings, maturing and being payable on or before the first to occur of: (i) the date that the Project Owner closes on the sale of its allocation of Credits; or (ii) December 31, 2026. The Credit Bridge Loan will be repaid with the proceeds from the sale of the Credit be repaid with the proceeds from the sale of the Credit be sale of its allocation of Credits; or (ii)

STRATEGIC OUTCOME:

Opportunity Home residents have a sufficient supply of affordable housing options.

ATTACHMENTS: Resolution 23FAC-08-02 Presentation

San Antonio Housing Facility Corporation Resolution 23FAC-08-02

RESOLUTION 23FAC-08-02, AUTHORIZING SAN ANTONIO HOUSING FACILITY CORPORATION, IN ITS CAPACITY AS SOLE MEMBER OF THE GENERAL PARTNER OF SNOWDEN APARTMENTS, LP, TO: (1) RATIFY AN INCREASE IN THE EXISTING MOVING TO WORK LOAN FROM OPPORTUNITY HOME SAN ANTONIO (FORMERLY SAN ANTONIO HOUSING AUTHORITY) FROM \$8,500,000 TO \$9,785,000; (2) BORROW \$2,000,000 FROM LAS VARAS PUBLIC FACILITY CORPORATION TO BRIDGE ANTICIPATED PROCEEDS FROM THE SALE OF 2023 SUPPLEMENTAL HOUSING TAX CREDITS; (3) EXECUTE ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTIONS; AND (4) OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, Snowden Apartments, L.P., a Texas limited partnership (the "Project Owner") currently has under development Snowden Apartments, a 135-unit Housing Tax Credit development for Seniors located at 7223 Snowden Road, San Antonio, Bexar County, Texas 78240 (the "Project"); and

WHEREAS, the Project is sponsored by Opportunity Home San Antonio ("Opportunity Home") and the Project Owner is controlled by San Antonio Housing Facility Corporation ("SAHFC"); and

WHEREAS, construction financing for the Project closed in October 2022 and the Project is currently under construction, but increases in construction costs have resulted in cost overruns that require additional funds to complete the construction; and

WHEREAS, in an effort to mitigate the increased construction costs, the Project Owner has recently obtained an award of \$225,000 in 2023 Supplemental Housing Tax Credits (the "Credits"), which will be sold to the Project Owner's investment limited partner in exchange for an equity infusion of approximately \$2,081,042 at such time that the Project has been placed in service and receives its IRS Form 8609 evidencing qualification for the Credits, which is anticipated to be in 2025; and

WHEREAS, in order to have funds available to cover construction costs as they accrue, the Project Owner has requested (1) that its existing permanent loan from Opportunity Home of Moving to Work ("MTW") Grant Funds be increased from \$8,500,000 to \$9,785,000; and (2) that Opportunity Home arrange bridge financing for a portion of the equity to be provided by the Credits; and

WHEREAS, Opportunity Home is desirous of assisting in the development of the Project and has therefore agreed to increase the MTW Loan, and has requested that its affiliate, Las Varas Public Facility Corporation ("Las Varas"), provide bridge financing for the Project; and

WHEREAS, Las Varas proposes a \$2,000,000 loan to the Project Owner (the "Credit Bridge Loan") to be secured by a subordinate deed of trust; to bear simple interest prior to maturity at the Applicable Federal Rate for mid-term financings; and to be mature and payable on or before the first to occur of: (i) the date that the Project Owner closes on the sale of its allocation of Credits; or (ii) December 31, 2026; and

WHEREAS, the Board of Directors is being asked to authorize SAHFC to cause the Project Owner to: (1) ratify the increase of the MTW Loan to \$9,785,000; and (2) borrow \$2,000,000 from Las Varas in the form of the Credit Bridge Loan; in order to complete lien-free construction of the Project.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors of San Antonio Housing Facility Corporation hereby:

- Approves Resolution 23FAC-08-02, authorizing San Antonio Housing Facility Corporation, in its capacity as sole member of the general partner of Snowden Apartments, LP, to: (1) Ratify an increase in the existing moving to work loan from Opportunity Home San Antonio (formerly San Antonio Housing Authority) from \$8,500,000 to \$9,785,000; (2) Borrow \$2,000,000 from Las Varas Public Facility Corporation to bridge anticipated proceeds from the sale of 2023 Supplemental Housing Tax Credits; (3) Execute all documentation necessary to carry out the transactions; and (4) Other matters in connection therewith.
- Authorizes the following officers, or any one of them acting alone without the joinder of any other officer, to execute any and all necessary documents and extensions related hereto on behalf of Las Varas:

Name	Office/Position
Gabriel Lopez	Chair and Director
Gilbert Casillas	Vice Chair and Director
Dalia Flores Contreras	Director
Ed Hinojosa, Jr.	Secretary/Treasurer
Diana Fiedler	Assistant Secretary/Treasurer
Muriel Rhoder	Assistant Secretary/Treasurer
Brandee Perez	Assistant Secretary/Treasurer
Michael Reyes	Assistant Secretary/Treasurer
Richard Milk	Assistant Secretary/Treasurer

Passed and approved this 6th day of September 2023.

Gabriel Lopez

Chair, Board of Directors

Attested and approved as to form:

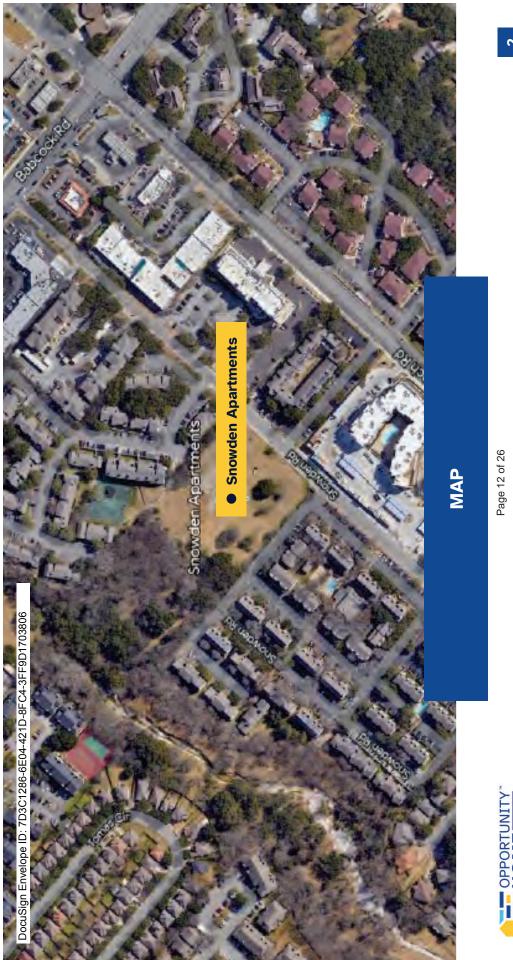
Ed Hinojosa, Jr. Secretary/Treasurer

Snowden

Susan Ramos-Sossaman

Assistant Director of Development Services and Neighborhood Revitalization







City Council District 7

Total Development Cost \$35,000,000



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Contractor Activities

- Excavate and Backfill
- Install Retaining Walls
- Installing Rough Mechanical, Electrical and Plumbing Lines
- Form and place concrete foundation at Building #2
- Building #3 pad has been formed



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Questions?



SAN ANTONIO HOUSING FACILITY CORPORATION

BOARD OF DIRECTORS San Antonio Housing Facility Corporation Meeting

RESOLUTION 23FAC-08-03, AUTHORIZING THE PURCHASE OF 202 GARCIA STREET, THE 1.7569 ACRES TO THE NORTH AND EAST, AND THE .3195 ACRES OF THE EZELL EASEMENT TO THE NORTH, LOCATED IN SAN ANTONIO, TEXAS, BEXAR COUNTY FROM THE HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO, TX; INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND THE LEASE OF SUCH LAND FOR THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

Ed Hingfosa Jr D7D46F73613F4FA...

Ed Hinojosa, Jr. Secretary/Treasurer — DocuSigned by: SUSAN KAMOS—SOSSAMAN — F8934B3F374B4DF...

Susan Ramos-Sossaman Assistant Director of Development Services and Neighborhood Revitalization

REQUESTED ACTION:

Consideration and approval regardingResolution 23FAC-08-03, authorizing the purchase of 202 Garcia Street, the 1.7569 acres to the north and east, and the .3195 acres of the Ezell Easement to the north, located in San Antonio, Texas, Bexar County from the Housing Authority of the City Of San Antonio, Tx; including the execution of all documentation necessary to carry out the transaction; and the lease of such land for the transaction; and other matters in connection therewith.

SUMMARY:

The purpose of this request is to authorize the disposition of the land needed to construct an academy project. The project, in partnership with a qualified education provider, will develop a Montessori like academy, for students of extremely low-income families, while creating jobs for the community. The project will consist of 4 classrooms each holding 20 students, a courtyard with interactive outdoor activities engaging the five senses, an admin building, and a fence to enclose the campus and make it safe for the students. The target families are those living in and around the eastside and Springview neighborhood, with low to extremely low incomes. The land is located at 202 Garcia Street, on the east side of San Antonio, near the Springview Apartments and Urban Farm. It is currently owned by Opportunity Home, which will be sold to SAHFC. Construction is projected to begin in January of 2024, with completion by December of 2024. The Board is being asked to authorize all of the actions necessary for the disposition of the land.

STRATEGIC OUTCOMES:

Opportunity Home San Antonio residents have a high quality of life. Opportunity Home residents feel safe.

ATTACHMENTS:

Resolution 23FAC-08-03 Presentation

CERTIFICATE FOR RESOLUTION RESOLUTION 23FAC-08-03

The undersigned officer of the San Antonio Housing Facility Corporation, a Texas nonprofit corporation created pursuant to the laws of the State of Texas ("SAHFC") hereby certifies as follows:

1. In accordance with its bylaws, the Board of Directors of SAHFC (the "Board") held a meeting on September 6, 2023, (the "Meeting") of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 23FAC-08-03, AUTHORIZING THE PURCHASE OF 202 GARCIA STREET, THE 1.7569 ACRES TO THE NORTH AND EAST AND THE .3195 ACRES OF THE EZELL EASEMENT TO THE NORTH, LOCATED IN SAN ANTONIO, TEXAS, BEXAR COUNTY OWNED BY THE HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO, TX; INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND THE LEASE OF SUCH LAND FOR THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

(the "Resolution") was duly introduced for the consideration of the Board and discussed. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, said motion, carrying with it the adoption of the Resolution, prevailed and carried by a majority vote of the Board.

2. A true, full, and correct copy of the Resolution adopted at the Meeting is attached to and follows this Certificate; the Resolution has been duly recorded in the Board's minutes of the Meeting; each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting; and the Meeting was held and conducted in accordance with the Bylaws of SAHFC.

SIGNED and SEALED this 6th day of September 2023.



Ed Hinojosa, Jr. Secretary/Treasurer

San Antonio Housing Facility Corporation Resolution 23FAC-08-03

RESOLUTION 23FAC-08-03, AUTHORIZING THE PURCHASE OF 202 GARCIA STREET, THE 1.7569 ACRES TO THE NORTH AND EAST, AND THE .3195 ACRES OF THE EZELL EASEMENT TO THE NORTH, LOCATED IN SAN ANTONIO, TEXAS, BEXAR COUNTY FROM THE HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO, TX; INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND THE LEASE OF SUCH LAND FOR THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Board has determined that it is in the public interest and to the benefit of the citizens and residents of San Antonio for the various entities to enter into the transactions described above for the construction of the Project; and

WHEREAS, this Board of Directors has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of San Antonio Housing Facility Corporation.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the San Antonio Housing Facility Corporation, that:

Section 1. The President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer, or any of them, are hereby authorized to execute any and all documentation required for the acquisition and lease of said property.

Section 2. The President, any Vice President, the Secretary/Treasurer, and any Assistant Secretary/Treasurer, or any of them, and, if required by the form of the document, the Secretary/Treasurer and any Assistant Secretary/Treasurer, or any of them, of San Antonio Housing Facility Corporation (SAHFC) are authorized and directed to modify, execute and deliver any of the documents to be signed by or consented to by SAHFC, and any and all certificates and other instruments necessary to carry out the intent thereof and hereof. The President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer, or any of them, are authorized to negotiate and approve such changes in, or additions to, the terms of any of the documents, including amendments, renewals, and extensions, as such officers shall deem necessary or appropriate upon the advice of counsel to SAHFC, and approval of the terms of any of the documents by such officers and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the documents approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

Section 4. If any section, paragraph, clause, or provisions of this Resolution shall be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution.

Section 5. The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Resolution for all purposes and are adopted as a part of the judgment and findings of the Board.

Section 6. All resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Resolution are hereby repealed to the extent of such conflict, and the provisions of this Resolution shall be and remain controlling as to the matters resolved herein.

Section 7. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 8. This Resolution shall be in force and effect from and after its passage.

Section 9. The San Antonio Housing Facility Corporation Board of Directors hereby approves Resolution 23FAC-08-03, authorizing the transactions of the respective Project and the participation of SAHFC or an affiliate thereof in the Project.

Passed and approved this 6th day of September 2023.

Gabriel Lopez Chair, Board of Directors

Attested and approved as to form:

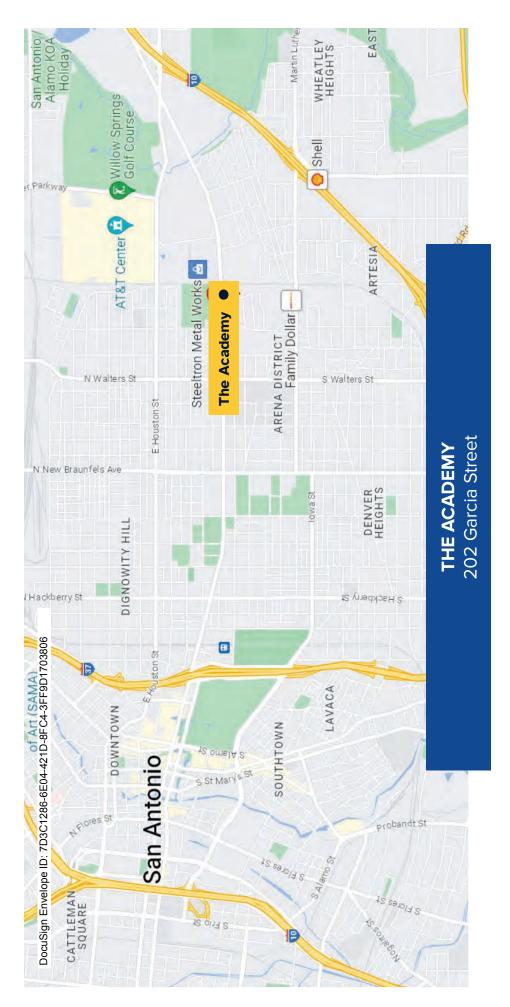
Ed Hinojosa, Jr. Secretary/Treasurer

The Academy

Susan Ramos-Sossaman

Assistant Director of Development Services and Neighborhood Revitalization





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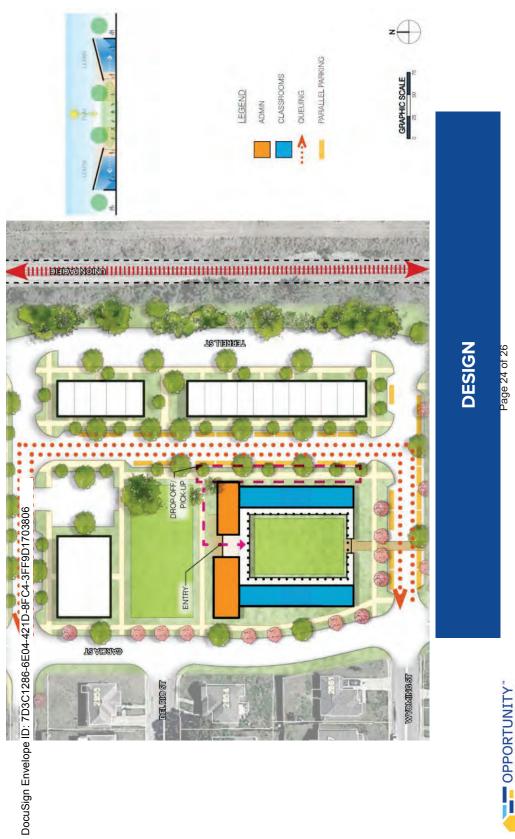








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DESIGN

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