



**SAN ANTONIO HOUSING FACILITY
CORPORATION MEETING
FEBRUARY 4, 2021**



SAHA | SAN ANTONIO
HOUSING AUTHORITY
Opportunity Lives Here

BOARD OF DIRECTORS

Dr. Ana "Cha" Guzmán
Chair

Jessica Weaver
Vice Chair

Charles Clack
Director

Olga Kauffman
Director

Ignacio Perez
Director

Ruth Rodriguez
Director

SAN ANTONIO HOUSING FACILITY CORPORATION
***BOARD MEETING**
TELECONFERENCE

Call In Phone Number: (346) 248-7799
Meeting ID: 93839434337# Passcode: 654170#
1:00 p.m., Thursday, February 4, 2021

The Board of Directors will convene for a Board meeting via teleconference for discussion on the following matters:

MEETING CALLED TO ORDER

1. The Board of Directors 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 reserves the right to enter into closed meeting at any time, during the course of the meeting.

PUBLIC COMMENT

2. Public Comment - Citizens are provided up to three minutes each to speak to any agenda items. Citizens wishing to speak to items posted on the agenda should access Phone Number: **(346) 248-7799** and enter Meeting ID: **93839434337#** and Passcode: **654170#**, prior to 1:00 p.m.

Now is the time for public comments. The Board asks the public to address concerns related to SAHA 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 SAHA staff for more prompt resolution.

MINUTES

3. Minutes
 - Approval of the December 3, 2020, San Antonio Housing Facility Corporation Meeting minutes

INDIVIDUAL ITEM FOR CONSENT

4. Consideration and approval regarding Resolution 21FAC-01-23, approving San Antonio Housing Facility Corporation to continue serving as the sole member of the general partner for each of the existing partnerships that own and operate The San Juan Square Apartments, The San Juan Square II Apartments, and The Alhambra Apartments and authorizing the San Antonio Housing Development Corporation and/or any other existing or to-be-formed component entity of the San Antonio Housing Authority that shall acquire the class B limited partnership interest, special limited partnership interest, for each of the respective apartments; substituting San Antonio Housing Facility Corporation as the key principal for the non-recourse carve-out provisions on the permanent mortgages, authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith (Thomas Roth, Director of Asset Management)

INDIVIDUAL ITEMS FOR CONSIDERATION

5. Consideration and approval regarding Resolution 21FAC-01-22, authorizing Fiesta Trails Ltd., as developer of Fiesta Trails transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as prime contractor; (III) to enter into the agreement of limited partnership for Fiesta Trails; and (IV) obtaining Texas Department of Housing and Community Affairs tax credits for the project and other matters in connection herewith (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)
6. Consideration and approval regarding Resolution 21FAC-02-04, authorizing Ada Street Apartments Ltd., as developer of Ada Street Apartments transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as prime contractor; (III) to enter into the agreement of limited partnership for Ada Street Apartments; and (IV) obtaining Texas Department of Housing and Community Affairs tax credits for the project and other matters in connection herewith (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)
7. Adjournment

*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 the 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.

MINUTES
SAN ANTONIO HOUSING FACILITY CORPORATION
December 3, 2020

SCHEDULED: 1:00 p.m. teleconference meeting Call In Phone Number: (346) 248-7799, Meeting ID: 89745200921# Passcode: 486908#

DIRECTORS PRESENT:

Dr. Ana “Cha” Guzman, Chair
Jessica Weaver, Vice Chair
Charles Clack, Director
Jo-Anne Kaplan, Director
Olga Kauffman, Director
Ignacio Perez, Director
Ruth Rodriguez, Director

DIRECTORS ABSENT:

None

COUNSEL: Doug Poneck, Escamilla & Poneck, LLP

STAFF:

David Nisivoccia, President and CEO
Ed Hinojosa, Chief Financial Officer
Muriel Rhoder, Chief Administrative Officer
Brandee Perez, Chief Operating Officer
Timothy E. Alcott, Chief Legal and Real Estate Officer
Jo Ana Alvarado, Director of Innovative Technology
Kristi Baird, Director of Beacon Communities
Diana Kollodziej Fiedler, Director of Finance and Accounting
Domingo Ibarra, Director of Security
Aiyana Longoria, Director of Internal Audit
Hector Martinez, Director of Construction Services and Sustainability

Richard Milk, Director of Policy and Planning
Steven Morando, Director of Procurement and General Services
Michael Reyes, Director of Communications and Public Affairs
Lorraine Robles, Director of Development Services and Neighborhood Revitalization
Janie Rodriguez, Director of Human Resources
Tom Roth, Director of Asset Management
Joel Tabar, Director of Community Development Initiatives
Zachariah Woodard, Director of Federal Housing Programs

Item 1: Meeting called to order

Dr. Ana “Cha” Guzman called the meeting to order at 3:57 p.m.

Item 2: Public Comment

Citizens are provided three minutes each to speak to any agenda items. There were no citizens who spoke to the agenda.

Item 3: Minutes

- Approval of the November 5, 2020, San Antonio Housing Facility Corporation Meeting minutes

Motion: Director Kaplan moved to approve the November 5, 2020, San Antonio Housing Facility Corporation Meeting minutes. Vice Chair Weaver seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana “Cha” Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Olga Kauffman, Director	X			
Ignacio Perez, Director	X			
Ruth Rodriguez, Director	X			

OPERATIONS

Item 4: Consideration and approval regarding Resolution 20FAC-11-19, authorizing the modification and extension of a revolving line of credit in the original face amount of \$3,000,000.00 from Frost Bank and authorizing the execution and delivery on behalf of SAHFC of all required documents, certificates, and agreements (Ed Hinojosa, Chief Financial Officer; Diana Kollodziej Fiedler, Director of Finance and Accounting)

Item 5: Consideration and approval regarding Resolution 20FAC-11-20, San Antonio Housing Authority authorizes its affiliated entity, the San Antonio Housing Facility Corporation (SAHFC) to authorize the Potranco transaction, including the execution of all documentation necessary to carry out the transaction; authorizing the acquisition of the real property, the development and construction of the apartments and the ground lease of such real property to the public-private partnership entity; and authorizing the membership interest in SAHFC Potranco LP, LLC and authorizing the financing for such transaction; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

Motion: Director Kaplan moved to approve items 4-5. Director Perez seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana “Cha” Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Olga Kauffman, Director	X			
Ignacio Perez, Director	X			
Ruth Rodriguez, Director	X			

Item 6: Consideration and approval regarding Resolution 20FAC-12-03 authorizing Horizon Pointe Apartments transaction, including the execution of all documentation necessary to carry out the transaction; and authorizing all filings and agreements with Texas Department Of Housing and Community Affairs in connection with applications for low income housing tax credits; and receipt for the transaction and the lease of such land for the transaction; and authorizing the acquisition of the membership interest in SAHA Horizon Pointe GP, LLC; and authorizing the financing for such transaction; and authorizing San Antonio Housing Facility Corporation to

serve as the general contractor; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

The Board agreed to withdraw Item 6 from the agenda at the request of SAHA staff.

Item 7: Adjournment.
With no objections, Chair Guzman adjourned the meeting at 3:59 p.m.

ATTEST:

Ana M. “Cha” Guzman
Chair, Board of Directors

Date

Ed Hinojosa, Jr.
Interim Secretary/Treasurer

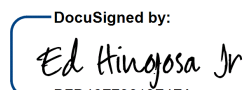
Date


SAN ANTONIO HOUSING FACILITY CORPORATION

February 4, 2021

BOARD OF DIRECTORS
San Antonio Housing Facility Corporation Meeting

RESOLUTION 21FAC-01-23, APPROVING SAN ANTONIO HOUSING FACILITY CORPORATION TO CONTINUE SERVING AS THE SOLE MEMBER OF THE GENERAL PARTNER FOR EACH OF THE EXISTING PARTNERSHIPS THAT OWN AND OPERATE THE SAN JUAN SQUARE APARTMENTS, THE SAN JUAN SQUARE II APARTMENTS, AND THE ALHAMBRA APARTMENTS AND AUTHORIZING THE SAN ANTONIO HOUSING DEVELOPMENT CORPORATION AND/OR ANY OTHER EXISTING OR TO-BE-FORMED COMPONENT ENTITY OF THE SAN ANTONIO HOUSING AUTHORITY THAT SHALL ACQUIRE THE CLASS B LIMITED PARTNERSHIP INTEREST, SPECIAL LIMITED PARTNERSHIP INTEREST, FOR EACH OF THE RESPECTIVE APARTMENTS; SUBSTITUTING SAN ANTONIO HOUSING FACILITY CORPORATION AS THE KEY PRINCIPAL FOR THE NON-RECOURSE CARVE-OUT PROVISIONS ON THE PERMANENT MORTGAGES, AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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Ed Hinojosa, Jr.
 Interim President and CEO

DocuSigned by:

 9083B46EEA8B44D...
Thomas Roth
 Director of Asset Management

REQUESTED ACTION:

Consideration and approval regarding Resolution 21FAC-01-23, approving San Antonio Housing Facility Corporation to continue serving as the sole member of the general partner for each of the existing partnerships that own and operate The San Juan Square Apartments, The San Juan Square II Apartments, and The Alhambra Apartments and authorizing the San Antonio Housing Development Corporation and/or any other existing existing or to-be-formed component entity of the San Antonio Housing Authority that shall acquire the class B limited partnership interest, special limited partnership interest, for each of the respective apartments; substituting San Antonio Housing Facility Corporation as the key principal for the non-recourse carve-out provisions on the permanent mortgages, authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith.

FINANCIAL IMPACT:

NRP Group has agreed to transfer their ownership interest for \$1.00. Assumption of the Class B partnership interest does not create any additional financial risk for SAHA. Since NRP will no longer have an ownership interest in these assets, they can no longer serve as the key principal for the non recourse carve-outs on the permanent mortgage. Therefore, San Antonio Housing Facility Corporation will need to be designated the new key principal. SAHA's Beacon Communities will receive the existing management fee being received by NRP, which is 5% of monthly revenue. Projected cumulative management fee for 2020 is \$171,000.00 (year to date November annualized), and \$176,500.00 based on the 2021 approved operating budget.

SAN ANTONIO HOUSING FACILITY CORPORATION**February 4, 2021****SUMMARY:**

The three low-income housing (LIHTC) properties in question were developed with the NRP group. SAHA has been in discussions with representatives from NRP, the investor limited partners, and lenders concerning transferring day to day management of the properties from NRP Management, LLC to an affiliated entity of SAHA's Beacon Communities. According to the respective partnership agreements, the class B limited partnership interest does not share in annual cash flow distributions, or in any cash flow generated by a capital event (sale of asset or refinance of debt). Consequently, the only financial benefit to NRP is collection of the annual management fee. Additionally, SAHA has a purchase option on all three properties, which is effective at the end of the initial 15 year compliance period. The end of the initial compliance period is as follows:

San Juan Square Apartments 1938 S. Zarzamora Street	initial compliance end date 12/31/2022
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San Juan Square II Apartments 2404 S. Calaveras Street	initial compliance end date 12/31/2024
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The Alhambra Apartments 7130 New Laredo Highway	initial compliance end date 12/31/2022
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Therefore, it makes sense for Beacon Communities to assume management responsibility now, as they will be taking over management at the end of the compliance period once the purchase option is exercised.

STRATEGIC GOAL:

Preserve and improve existing affordable housing resources and opportunities.

ATTACHMENTS:

Resolution 21FAC-01-23
Map

CERTIFICATE FOR RESOLUTION 21FAC-01-23

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

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Corporation, the Board of Directors of the Corporation (the "Board") held a meeting on February 4, 2021, (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 21FAC-01-23, APPROVING SAN ANTONIO HOUSING FACILITY CORPORATION TO CONTINUE SERVING AS THE SOLE MEMBER OF THE GENERAL PARTNER FOR EACH OF THE EXISTING PARTNERSHIPS THAT OWN AND OPERATE THE SAN JUAN SQUARE APARTMENTS, THE SAN JUAN SQUARE II APARTMENTS, AND THE ALHAMBRA APARTMENTS AND TO PARTNER WITH THE SAN ANTONIO HOUSING DEVELOPMENT CORPORATION AND/OR ANY OTHER EXISTING OR TO-BE-FORMED COMPONENT ENTITY OF THE SAN ANTONIO HOUSING AUTHORITY THAT SHALL ACQUIRE THE CLASS B LIMITED PARTNERSHIP INTEREST AND/OR THE SPECIAL LIMITED PARTNERSHIP INTEREST FOR EACH OF THE RESPECTIVE APARTMENTS; SUBSTITUTING SAN ANTONIO HOUSING FACILITY CORPORATION AS THE KEY PRINCIPAL FOR THE NON-RECOURSE CARVE-OUTS ON THE PERMANENT MORTGAGES, AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT 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 Open Meetings Act and the Bylaws of the Corporation.

SIGNED AND SEALED this 4th day of February 2021.



Ed Hinojosa, Jr.
Interim Secretary/Treasurer

**San Antonio Housing Facility Corporation
Resolution 21FAC-01-23**

RESOLUTION 21FAC-01-23, APPROVING SAN ANTONIO HOUSING FACILITY CORPORATION TO CONTINUE SERVING AS THE SOLE MEMBER OF THE GENERAL PARTNER FOR EACH OF THE EXISTING PARTNERSHIPS THAT OWN AND OPERATE THE SAN JUAN SQUARE APARTMENTS, THE SAN JUAN SQUARE II APARTMENTS, AND THE ALHAMBRA APARTMENTS AND TO PARTNER WITH THE SAN ANTONIO HOUSING DEVELOPMENT CORPORATION AND/OR ANY OTHER EXISTING OR TO-BE-FORMED COMPONENT ENTITY OF THE SAN ANTONIO HOUSING AUTHORITY THAT SHALL ACQUIRE THE CLASS B LIMITED PARTNERSHIP INTEREST AND/OR THE SPECIAL LIMITED PARTNERSHIP INTEREST FOR EACH OF THE RESPECTIVE APARTMENTS; SUBSTITUTING SAN ANTONIO HOUSING FACILITY CORPORATION AS THE KEY PRINCIPAL FOR THE NON-RECOURSE CARVE-OUTS ON THE PERMANENT MORTGAGES, AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (“SAHA”), has, pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the “Act”), approved and created the San Antonio Housing Facility Corporation, a nonstock, nonprofit public facility corporation (“SAHFC”); and

WHEREAS, SAHA and SAHFC agreed to enter into a partnership with The NRP Group (“NRP”) for the construction, management, and ownership of the San Juan Apartments, the San Juan II Apartments, and the Alhambra Apartments (the “Projects”); and

WHEREAS, NRP, SAHA, and SAHFC desire for SAHA or a component entity of SAHA to acquire the partnership interest in the Projects owned by NRP and its various subsidiaries; and

WHEREAS, in exchange for the partnership interests in the Projects owned by the NRP Group, SAHA, SAHFC, The San Antonio Housing Development Corporation (“SAHDC”) or an existing or to-be-formed component entity of SAHA shall be obligated to pay \$1.00 and SAHFC shall replace NRP as the Key Principal for the non-recourse carve-outs on the permanent mortgages of the Projects; and

WHEREAS, the Board of Directors of SAHFC (the “Board”) hereby authorizes SAHFC to negotiate and enter into any partnership documentation to effectuate the acquisition of partnership interests in the Projects by SAHA, SAHFC, SAHDC or an existing or to-be-formed component entity of SAHA, including the creation of SAHFC subordinate entities; and

WHEREAS, this Board of Directors has reviewed the foregoing and determined that the action herein authorized is in furtherance of the corporate purposes of SAHFC and that the terms and conditions of the partnership interests acquisitions and the above-described instruments, including without limitation the sales price, monetary consideration, and the substitution of SAHFC as the Key Principal for the non-recourse carve-outs on the permanent mortgages are advisable.

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

- 1) The terms of the partnership acquisition, and if applicable, the substitution of SAHFC as the Key Principal for the non-recourse carve-outs on the permanent mortgages are hereby approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer of the SAHFC are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by SAHFC) and deliver (or to accept, as the case may be), all documents and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the acquisition of the partnership interests, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to SAHFC, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.
- 2) All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of SAHFC directed toward the acquisition of partnership interests in the Projects and the substitution of SAHFC as the Key Principal for the non-recourse carve-outs on the permanent mortgages shall be and the same hereby is ratified, approved and confirmed. The officers of this Board are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.
- 3) 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.
- 4) 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.
- 5) 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.
- 6) This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.
- 7) This Resolution shall be in force and effect from and after its passage.

Passed and approved the 4th day of February 2021.

Ana M. "Cha" Guzman
Chair, Board of Directors

Attested and approved as to form:

Ed Hinojosa, Jr.
Interim Secretary/Treasurer

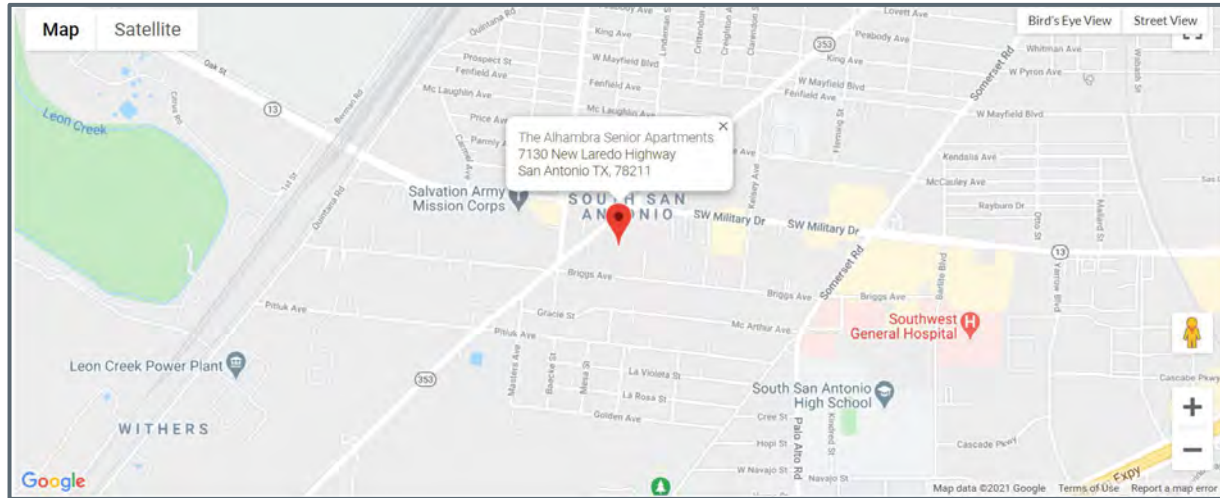
The Alhambra

Senior Apartment Homes

1

Address:

7130 New Laredo Highway
San Antonio, TX 78211



The Alhambra

Senior Apartment Homes

2

Photos:



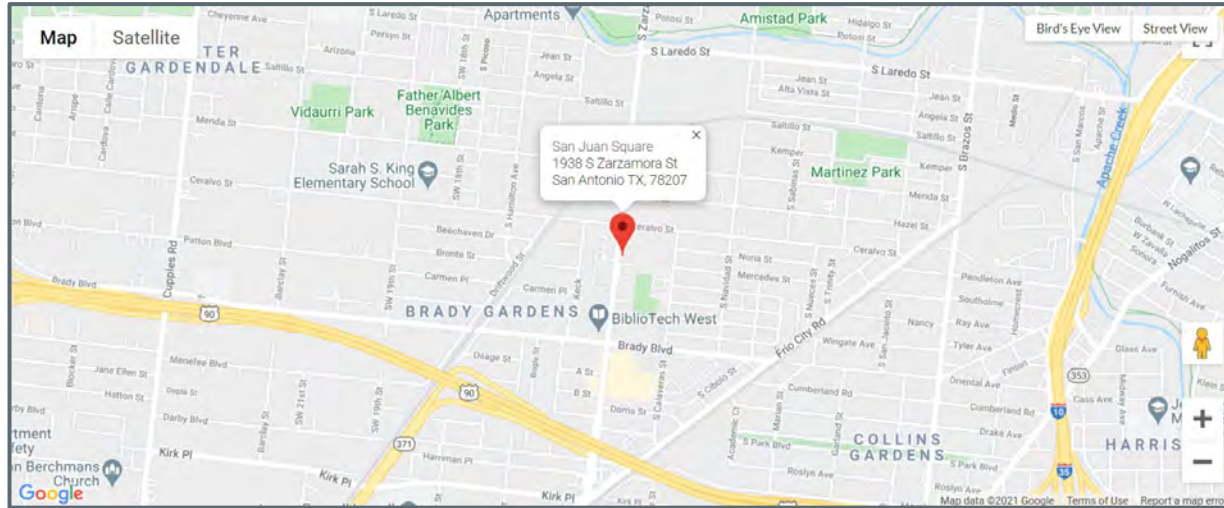
San Juan Square

Apartment Homes

3

Address:

1938 S. Zarzamora St.
San Antonio, TX 78207



San Juan Square I

Apartment Homes

4

Photos:



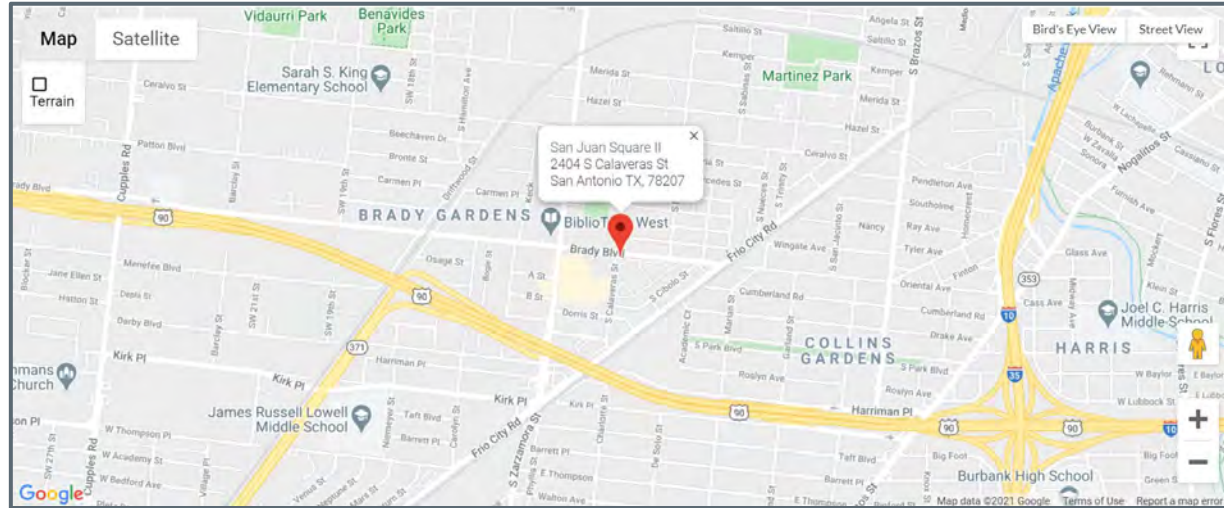
San Juan Square II

Apartment Homes

5

Address:

2404 S. Calaveras St.
San Antonio, TX 78207

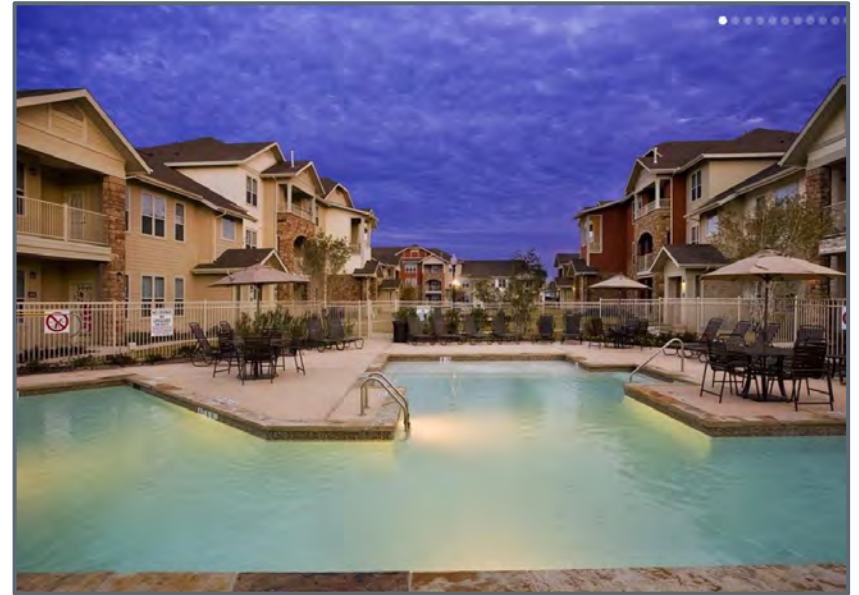


San Juan Square II

Apartment Homes

6

Photos:



QUESTIONS?

SAN ANTONIO HOUSING FACILITY CORPORATION**February 4, 2021**

BOARD OF DIRECTORS
San Antonio Housing Facility Corporation Meeting

RESOLUTION 21FAC-01-22, AUTHORIZING FIESTA TRAILS LTD., AS DEVELOPER OF FIESTA TRAILS TRANSACTION INCLUDING: (I) EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT TRANSACTION; (II) AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS PRIME CONTRACTOR; (III) TO ENTER INTO THE AGREEMENT OF LIMITED PARTNERSHIP FOR FIESTA TRAILS; AND (IV) OBTAINING TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS TAX CREDITS FOR THE PROJECT AND OTHER MATTERS IN CONNECTION HERewith

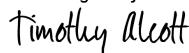
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Ed Hinojosa, Jr.**Interim President and CEO**

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Timothy E. Alcott**Chief Legal and Real Estate Officer****REQUESTED ACTION:**

Consideration and approval regarding Resolution 21FAC-01-22, authorizing Fiesta Trails Ltd., as developer of Fiesta Trails transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as prime contractor; (III) to enter into the agreement of limited partnership for Fiesta Trails; and (IV) obtaining Texas Department of Housing and Community Affairs tax credits for the project and other matters in connection herewith.

FINANCIAL IMPACT:

The final deal terms will be presented to the Board of Directors once negotiated.

SUMMARY:

NRP Lonestar Development LLC, a San Antonio-based and nationally recognized “Top 50 Builder,” specializes in the development, construction and management of high quality multi-family and senior residential properties.

Fiesta Trails will be an approximately 74-unit housing development located at 12485 W. Interstate 10, San Antonio, Texas. The development will be targeted specifically for working families and will consist of 74 tax credit units—10% of units will be reserved for those at 30 percent of the area median income and below, 40% of units reserved for those making 50 percent of area median income and below, and 50% of units reserved for those making 60 percent of area median income and below. The new development will provide a mix of one-, two- and three-bedroom units with appropriate design considerations and amenities. Fiesta Trails will represent the very best housing in terms of quality and sustainability in the marketplace today.

Fiesta Trails Ltd., a subsidiary of NRP Lonestar Development LLC, will partner with the San Antonio Housing Authority, which will benefit both entities. The partnership will receive the benefit of the San Antonio Housing Facility Corporation’s ad valorem tax exemption, as well as its

SAN ANTONIO HOUSING FACILITY CORPORATION

February 4, 2021

sales tax exemption, and the agency will add units to its affordable housing portfolio, enabling the agency to serve more residents and further its mission. NRP Lonestar Development LLC will provide ongoing guarantees and long term property management.

STRATEGIC GOAL:

Strategically expand the supply of affordable housing.

ATTACHMENTS:

Resolution 21FAC-01-22

Map and Photo of Site Location

**San Antonio Housing Facility Corporation
Resolution 21FAC-01-22**

RESOLUTION 21FAC-01-22, AUTHORIZING FIESTA TRAILS LTD., AS DEVELOPER OF FIESTA TRAILS TRANSACTION INCLUDING: (I) EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT TRANSACTION; (II) AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS PRIME CONTRACTOR; (III) TO ENTER INTO THE AGREEMENT OF LIMITED PARTNERSHIP FOR FIESTA TRAILS; AND (IV) OBTAINING TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS TAX CREDITS FOR THE PROJECT AND OTHER MATTERS IN CONNECTION HEREWITH

WHEREAS, Fiesta Trails Ltd., has proposed a development for affordable, multifamily rental housing at 12485 W. Interstate 10 in the City of San Antonio; and

WHEREAS, at the request of Fiesta Trails Ltd., the San Antonio Housing Facility Corporation (SAHFC) agreed to serve as the sole member of the General Partner of the Partnership in connection with the financing; and

WHEREAS, Fiesta Trails Ltd. and the San Antonio Housing Authority have submitted an application to the Texas Department of Housing and Community Affairs for 2021 Competitive 9 percent Housing Tax Credits for Fiesta Trails; and

WHEREAS, the Board of Directors has determined that it is in the public's interest and to the benefit of the citizens and residents of San Antonio for the various entities to enter into the transaction described above so that the partners may construct the project; and

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

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

- 1) Confirms that it supports the proposed Fiesta Trails located at 12485 W. Interstate 10 in the City of San Antonio, TX, and that this formal action has been taken to put on record the opinion expressed by the San Antonio Housing Facility Corporation.
- 2) Approves Resolution 21FAC-01-22, authorizing Fiesta Trails Ltd., as developer of Fiesta Trails transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as prime contractor; (III) to enter into the agreement of limited partnership for Fiesta Trails; and (IV) obtaining Texas Department of Housing and Community Affairs tax credits for the project and other matters in connection herewith.

- 3) Authorizes the following officers, or any one of them acting alone without the joinder of any other officer, to execute the Application and all necessary documents and extensions related thereto on behalf of the San Antonio Housing Authority and/or San Antonio Housing Facility Corporation.

<u>Name</u>	<u>Title</u>
Ed Hinojosa	Interim Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary/Treasurer
Muriel Rhoder	Assistant Secretary/Treasurer
Brandee Perez	Assistant Secretary/Treasurer
Ana "Cha" Guzman	Chair
Jessica Weaver	Vice Chair
Charles Clack	Director
Jo-Anne Kaplan	Director
Ignacio Perez	Director
Olga Kauffman	Director
Ruth Rodriguez	Director

Passed and approved the 4th day of February 2021.

Ana M. "Cha" Guzman
Chair, Board of Directors

Attested and approved as to form:

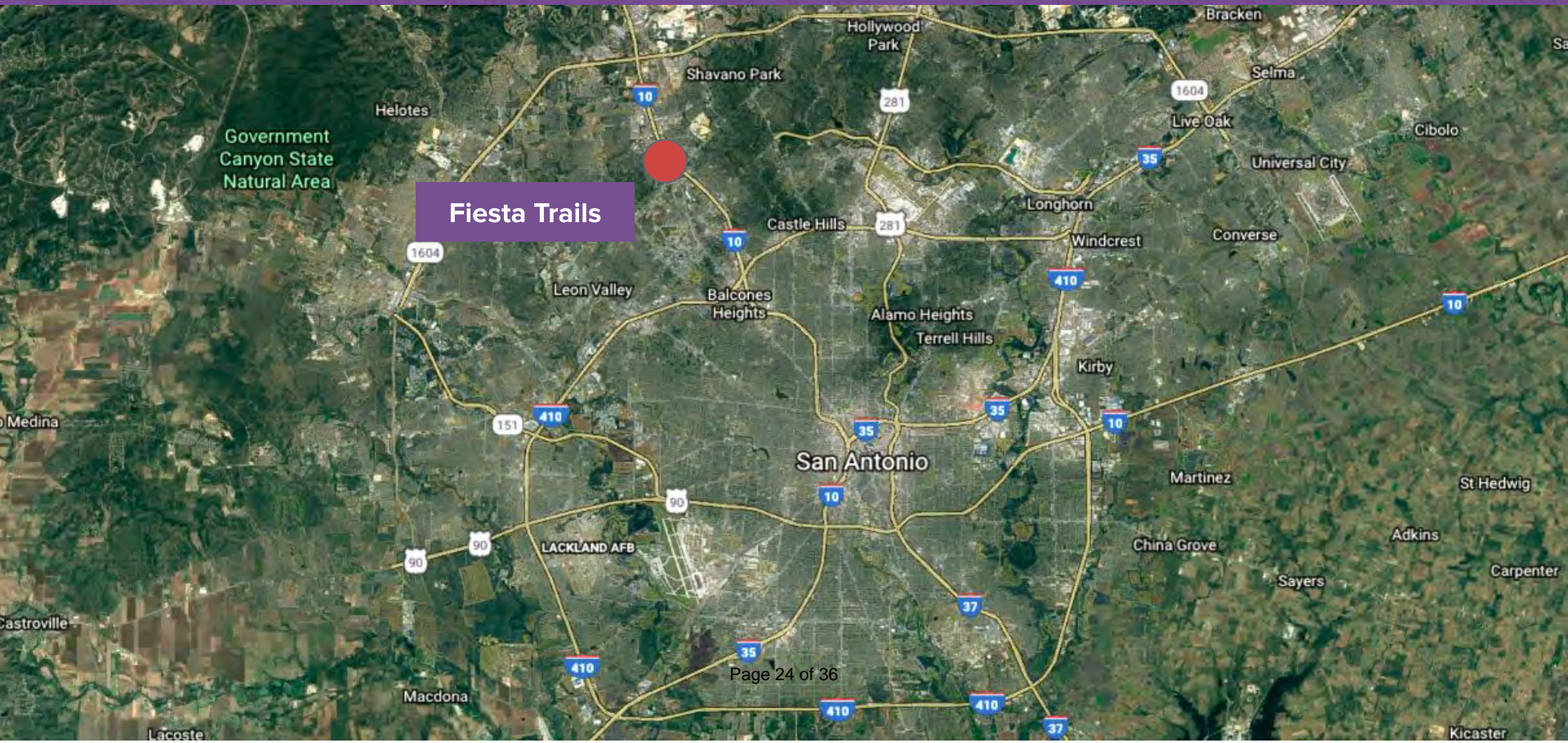
Ed Hinojosa, Jr.
Interim Secretary/Treasurer



Fiesta Trails

Timothy E. Alcott, Chief Legal and Real Estate Officer
Lorraine Robles, Director of Development Services and Neighborhood
Revitalization

MAP



REGIONAL CENTERS

PHASE 1 CENTERS

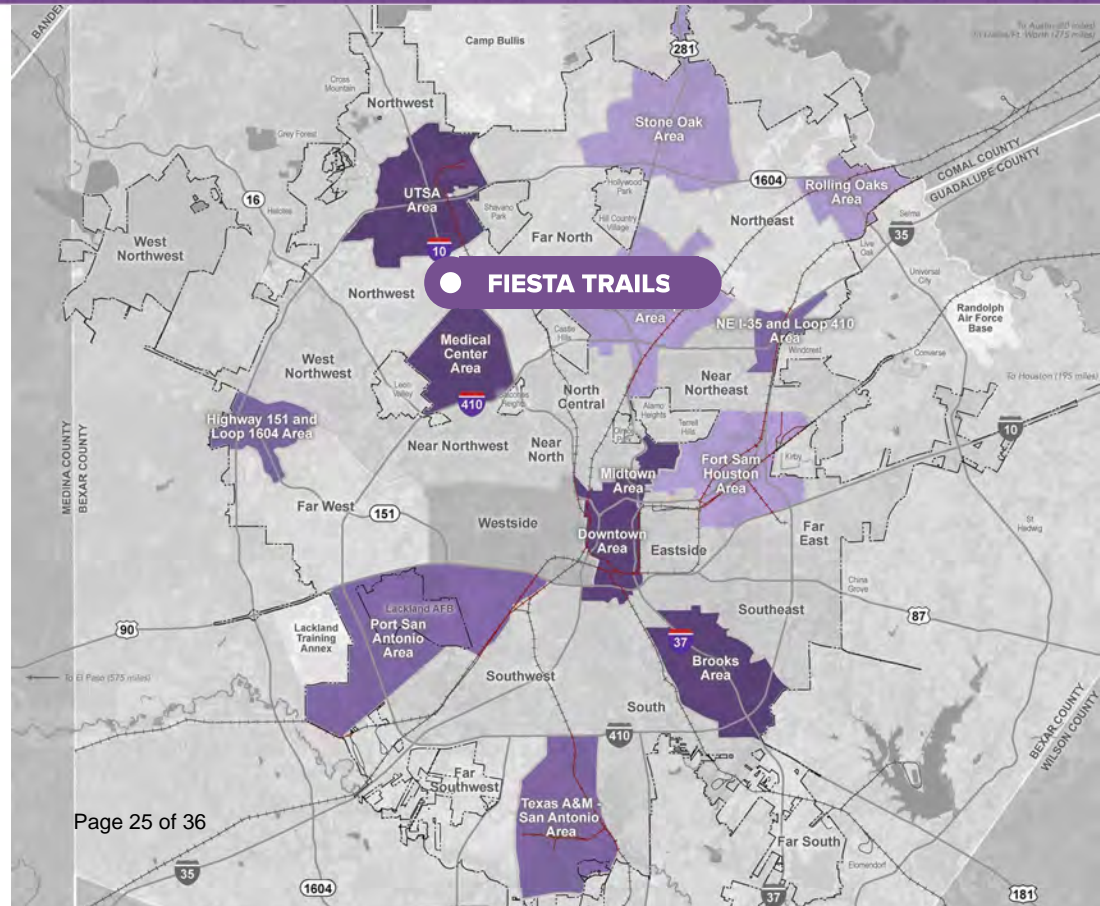
Downtown
Medical Center
UTSA
Midtown
Brooks

PHASE 2 CENTERS

NE I-35 and Loop 410
Highway 151 and Loop 1604
Texas A&M — San Antonio
Port San Antonio

PHASE 3 CENTERS

Greater Airport Area
Fort Sam Houston
Rolling Oaks
Stone Oak



FIESTA TRAILS



- City Council District 8
- Northside ISD
- 74 Units
 - 30% AMI -7
 - 50% AMI -30
 - 60% AMI -37
- 9% Tax Credits
- Total Development Cost: \$20,332,714


QUESTIONS?

SAN ANTONIO HOUSING FACILITY CORPORATION

February 4, 2021

BOARD OF DIRECTORS
San Antonio Housing Facility Corporation Meeting

RESOLUTION 21FAC-02-04, AUTHORIZING ADA STREET APARTMENTS LTD., AS DEVELOPER OF ADA STREET APARTMENTS TRANSACTION INCLUDING: (I) EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT TRANSACTION; (II) AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS PRIME CONTRACTOR; (III) TO ENTER INTO THE AGREEMENT OF LIMITED PARTNERSHIP FOR ADA STREET APARTMENTS; AND (IV) OBTAINING TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS TAX CREDITS FOR THE PROJECT AND OTHER MATTERS IN CONNECTION HERewith

DocuSigned by:

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Ed Hinojosa, Jr.
Interim President and CEO

DocuSigned by:

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Timothy E. Alcott
Chief Legal and Real Estate Officer

REQUESTED ACTION:

Consideration and approval regarding Resolution 21FAC-02-04, authorizing Ada Street Apartments Ltd., as developer of Ada Street Apartments transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as prime contractor; (III) to enter into the agreement of limited partnership for Ada Street Apartments; and (IV) obtaining Texas Department of Housing and Community Affairs tax credits for the project and other matters in connection herewith.

FINANCIAL IMPACT:

The final deal terms will be presented to the Board of Directors once negotiated.

SUMMARY:

NRP Lonestar Development LLC, a San Antonio-based and nationally recognized “Top 50 Builder,” specializes in the development, construction, and management of high-quality multi-family and senior residential properties.

Ada Street Apartments will be an approximately 80-unit housing development located at 3618 S. New Braunfels, San Antonio, Texas. The development will be targeted specifically for working families and will consist of approximately 80 tax credit units—10% of units will be reserved for those at 30 percent of the area median income and below, 40% of units will be reserved for those making 50 percent of area median income and below, and 50% of units reserved will be reserved for those making 60 percent of area median income and below. The new development will provide a mix of one-, two- and three-bedroom units with appropriate design considerations and amenities. Ada Street Apartments will represent the very best housing in terms of quality and sustainability in the marketplace today.

SAN ANTONIO HOUSING FACILITY CORPORATION

February 4, 2021

Ada Street Apartments Ltd., a subsidiary of NRP Lonestar Development LLC will partner with the San Antonio Housing Authority, which will benefit both entities. The partnership will receive the benefit of the San Antonio Housing Facility Corporation's ad valorem tax exemption, as well as its sales tax exemption, and the agency will add units to its affordable housing portfolio, enabling the agency to serve more residents and further its mission. NRP Lonestar Development LLC will provide ongoing guarantees and long term property management.

STRATEGIC GOAL:

Strategically expand the supply of affordable housing.

ATTACHMENTS:

Resolution 21FAC-02-04

Map and Photo of Site Location

**San Antonio Housing Facility Corporation
Resolution 21FAC-02-04**

RESOLUTION 21FAC-02-04, AUTHORIZING ADA STREET APARTMENTS LTD., AS DEVELOPER OF ADA STREET APARTMENTS TRANSACTION INCLUDING: (I) EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT TRANSACTION; (II) AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS PRIME CONTRACTOR; (III) TO ENTER INTO THE AGREEMENT OF LIMITED PARTNERSHIP FOR ADA STREET APARTMENTS; AND (IV) OBTAINING TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS TAX CREDITS FOR THE PROJECT AND OTHER MATTERS IN CONNECTION HERewith

WHEREAS, Ada Street Apartments Ltd., has proposed a development for affordable, multi-family rental housing at 3618 S. New Braunfels in the City of San Antonio; and

WHEREAS, at the request of Ada Street Apartments Ltd., the San Antonio Housing Facility Corporation (SAHFC) agreed to serve as the sole member of the General Partner of the Partnership in connection with the financing; and

WHEREAS, Ada Street Apartments Ltd. and the San Antonio Housing Authority have submitted an application to the Texas Department of Housing and Community Affairs for 2021 Competitive 9 percent Housing Tax Credits for Ada Street Apartments; and

WHEREAS, the Board of Directors has determined that it is in the public's interest and to the benefit of the citizens and residents of San Antonio for the various entities to enter into the transaction described above so that the partners may construct the project; and

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

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

- 1) Confirms that it supports the proposed Ada Street Apartments located at 3618 S. New Braunfels in the City of San Antonio, TX, and that this formal action has been taken to put on record the opinion expressed by the San Antonio Housing Authority.
- 2) Approves Resolution 21FAC-02-04, authorizing Ada Street Apartments Ltd, as developer of Ada Street Apartments transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as prime contractor; (III) to enter into the agreement of limited partnership for Ada Street Apartments; and (IV) obtaining Texas Department of Housing

and Community Affairs tax credits for the project and other matters in connection herewith.

- 3) Authorizes the following officers, or any one of them acting alone without the joinder of any other officer, to execute the Application and all necessary documents and extensions related thereto on behalf of the San Antonio Housing Authority and/or San Antonio Housing Facility Corporation.

<u>Name</u>	<u>Title</u>
Ana M. "Cha" Guzman	Chair
Jessica Weaver	Vice Chair
Jo-Anne Kaplan	Director
Charles Clack	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Ignacio Perez	Director
Ed Hinojosa, Jr.	Interim Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary/Treasurer
Muriel Rhoder	Assistant Secretary/Treasurer
Brandee Perez	Assistant Secretary/Treasurer

Passed and approved on the 4th day of February 2021.

Ana M. "Cha" Guzman
Chair, Board of Directors

Attested and approved as to form:

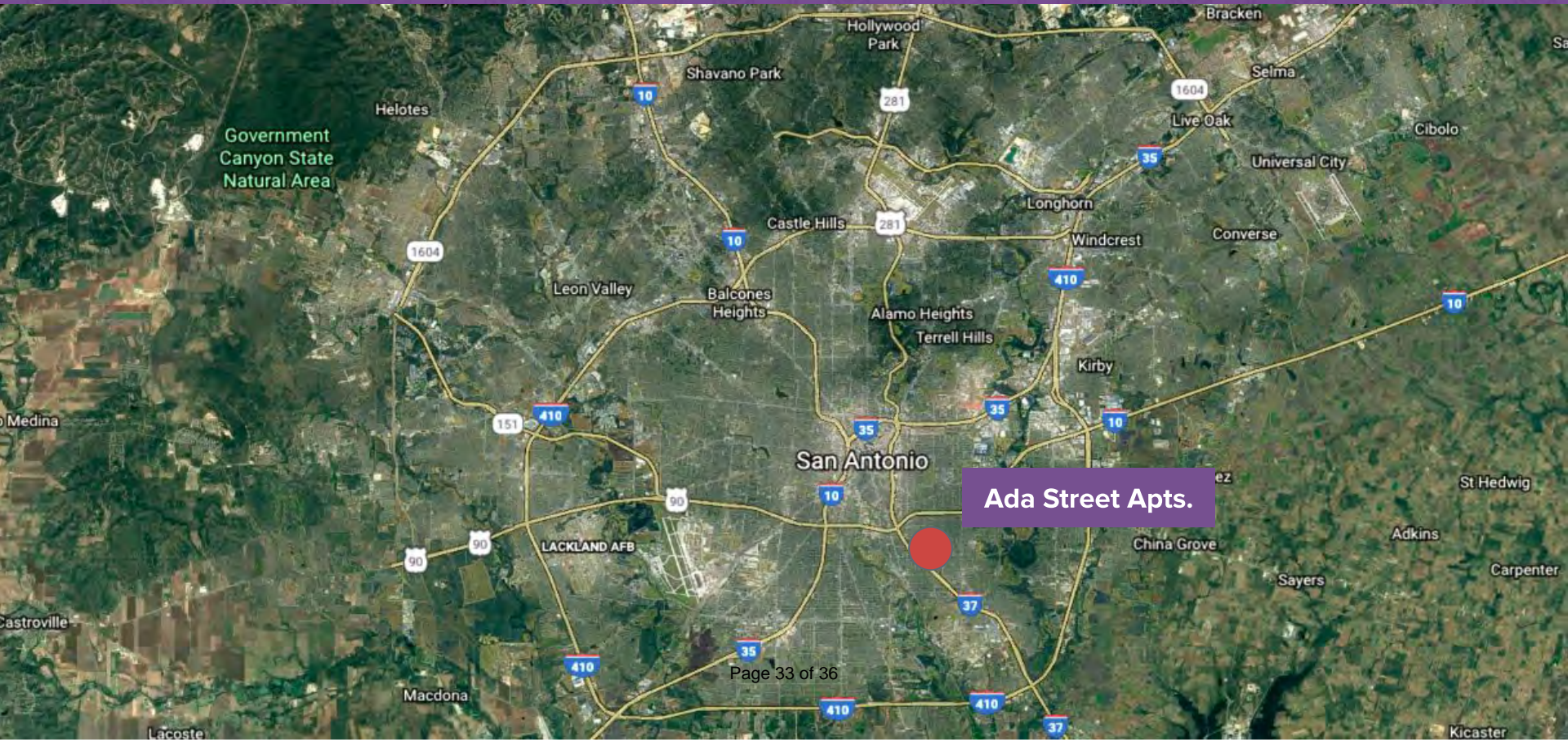
Ed Hinojosa, Jr.
Interim Secretary/Treasurer



Ada Street Apartments

Timothy E. Alcott, Chief Legal and Real Estate Officer
Lorraine Robles, Director of Development Services and Neighborhood
Revitalization

MAP



Ada Street Apts.

REGIONAL CENTERS

PHASE 1 CENTERS

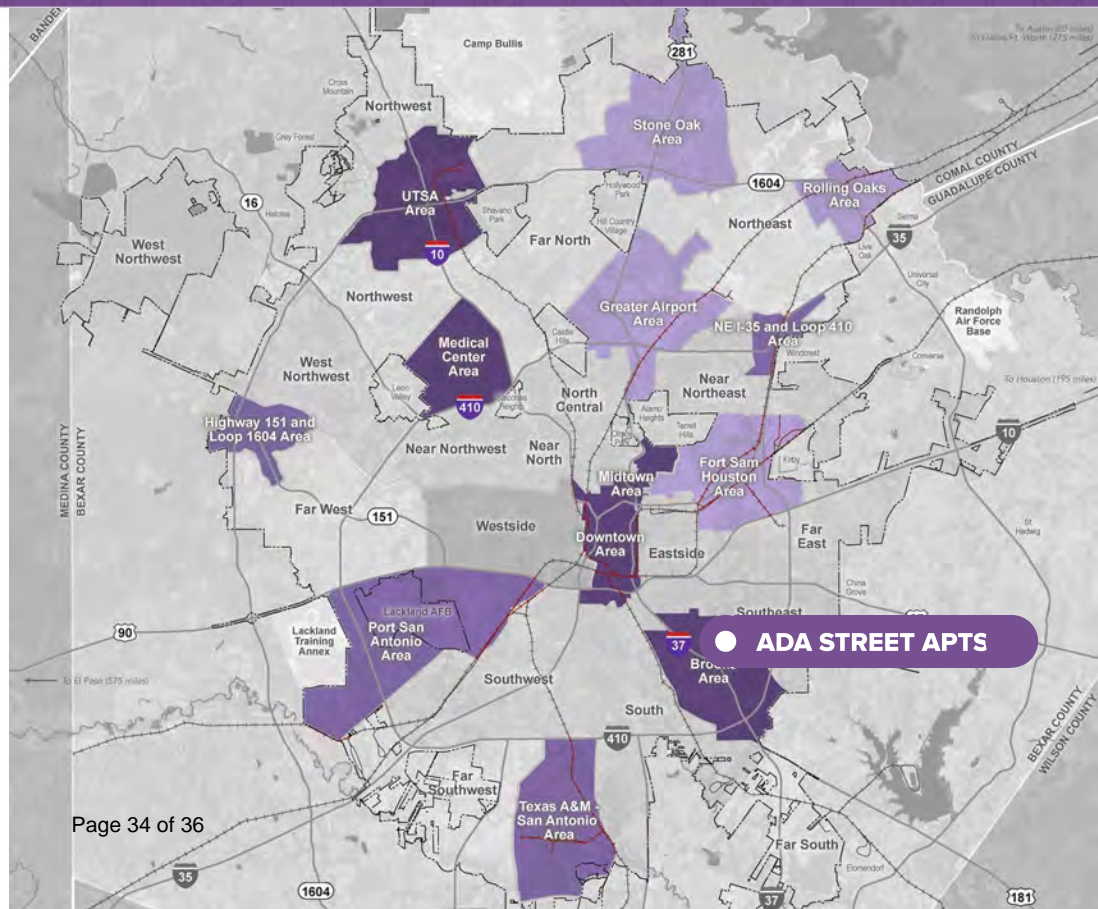
Downtown
Medical Center
UTSA
Midtown
Brooks

PHASE 2 CENTERS

NE I-35 and Loop 410
Highway 151 and Loop 1604
Texas A&M — San Antonio
Port San Antonio

PHASE 3 CENTERS

Greater Airport Area
Fort Sam Houston
Rolling Oaks
Stone Oak



ADA STREET APARTMENTS



- City Council District 3
- San Antonio ISD
- 80 Units
 - 30% AMI -8
 - 50% AMI -32
 - 60% AMI -40
- 9% Tax Credits
- Total Development Cost: \$17,535,655

QUESTIONS?