



REGULAR BOARD MEETING
FEBRUARY 2, 2022



BOARD OF COMMISSIONERS

Dr. Ana "Cha" Guzmán Chair	Olga Kauffman Vice Chair	Gilbert Casillas Commissioner	Dalia Contreras Commissioner	Loren D. Dantzler Commissioner	Gabriel Lopez Commissioner	Ignacio Perez Commissioner
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PRESIDENT & CEO

Ed Hinojosa, Jr.

SAN ANTONIO HOUSING AUTHORITY

***REGULAR BOARD MEETING**

Call In Phone Number: (346) 248-7799

Meeting ID: 93839434337# Passcode: 654170#

818 S. Flores St., San Antonio, TX 78204

1:00 p.m., Wednesday, February 2, 2022

Four Commissioners must be physically present at this location, but up to three other Commissioners may attend by videoconferencing, as permitted by Tex. Gov't Code Section 551.127.

MEETING CALLED TO ORDER

1. The Board of Commissioners 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.

PUBLIC COMMENT

2. **Public Comment at approximately 1:00 p.m.** (may be heard after this time) 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 personally request to be placed on the Public Comment roster prior to 12:45 p.m. at 818 S. Flores St., San Antonio, TX 78204 or register online and access Phone Number: **(346) 248-7799** and enter Meeting ID: **93839434337#** and Passcode: **654170#**, prior to 12:45 p.m. A Spanish/English translator will be available to citizens needing translation.

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. The Board will not discuss the comments of speakers or respond to speakers during the public comment portion of the agenda.

CITIZENS TO BE HEARD

3. **Citizens to be Heard at approximately 1:00 p.m.** (may be heard after this time) Citizens wishing to speak on issues not related to items posted on the agenda should personally request to be placed on the Citizens to be Heard roster prior to 12:45 p.m. or register online and access Phone Number: **(346) 248-7799** and enter Meeting ID: **93839434337#** and Passcode: **654170#**, 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 at any regular Board Meeting. A Spanish/English translator will be available to citizens needing translation.

Now is the time for Citizens to be Heard. 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. The Board will not discuss the comments of speakers or respond to speakers during the Citizens to be Heard portion of the agenda.

MINUTES

4. Minutes

- Approval of the December 2, 2021, Regular Board Meeting
- Approval of the January 19, 2022, Operations and Real Estate Committee Meeting
- Approval of the January 26, 2022, Board Retreat or Special Committee Meeting

PUBLIC HEARING

5. Public hearing regarding Resolution 6211, authorizing (i) the Las Varas Public Facility Corporation Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2022 (the “Bonds”); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-01-21 authorizing the Bonds; (iii) the San Antonio Housing Facility Corporation to approve Resolution 22FAC-01-19 authorizing the transactions related to the Bonds, and (iv); other matters in connection therewith (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

Citizens are provided up to three minutes each to speak. Citizens wishing to speak to this item should personally request to be placed on the Public Hearing roster prior to 12:45 p.m. at 818 S. Flores St., San Antonio, TX 78204 or register online and access Phone Number: **(346) 248-7799** and enter Meeting ID: **93839434337#** and Passcode: **654170#**, prior to 12:45 p.m. A Spanish/English translator will be available to citizens needing translation.

Now is the time for a public hearing. 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. The Board will not discuss the comments of speakers or respond to speakers during the public hearing portion of the agenda.

CONSENT ITEMS

6. Consideration and approval regarding Resolution 6203, authorizing the award of contracts for carpet and flooring purchase, replacement and installation to Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet Sales of Houston, Ltd. for an annual cumulative amount not to exceed \$1,000,000.00; for a period of one year with the option to renew up to four additional one-year terms (George Ayala, Director of Procurement; Kristi Baird, Director of Beacon Communities; Zachariah Woodard, Director of Public Housing)
7. Consideration and approval regarding Resolution 6205, authorizing the award of a contract for roof replacement at Cheryl West Apartments to Garland/DBS, Inc. through Omnia Partners, Public Sector, a Nationwide Purchasing Cooperative for an amount not to exceed \$820,236.00 (George Ayala, Director of Procurement; Hector Martinez, Director of Construction Services and Sustainability)
8. Consideration and approval regarding Resolutions 6206 and 22FAC-01-25, authorizing the award of a contract for Construction Manager at Risk Services to Franklin Construction LTD for an amount not to exceed \$17,315,000.00 to include project maximums for general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit; for a period of 24 months (George Ayala, Director of Procurement; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

9. Consideration and approval regarding Resolution 6207, authorizing the award of a contract for disparity and availability study to Keen Independent Research for an amount not to exceed \$436,990.00; for a period of nine months (George Ayala; Director of Procurement)
10. Consideration and approval regarding Resolution 6209, resolution in support of the second amendment to the Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust restated effective July 1, 2021 (Aiyana Longoria, Interim Director of Human Resources)
11. Consideration and approval regarding Resolution 6208, authorizing the San Antonio Housing Facility Corporation to declare its intent to issue bonds to provide financing for a multifamily residential rental development for persons of low and moderate income (Tigoni Villas Apartments); prescribing certain terms and conditions of such bonds; authorizing the filing of an application for allocation of private activity bonds with the Texas Bond Review Board; authorizing a capital contribution of \$500,000.00 in moving to Work (MTW) funds; and, containing other provisions relating to the subject (Thomas Roth; Director of Asset Management)
12. Consideration and approval regarding Resolution 6210 and Resolution 22LVPFC-01-20, authorizing reassignment of carryforward designation for the St. John's Square Apartments project, which will allow new projects to receive volume cap allocation (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)
13. Consideration and approval regarding Resolution 6211, authorizing (i) the Las Varas Public Facility Corporation Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2022 (the "Bonds"); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-01-21 authorizing the Bonds; (iii) the San Antonio Housing Facility Corporation to approve Resolution 22FAC-01-19 authorizing the transactions related to the Bonds, and (iv); other matters in connection therewith (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)
14. Consideration and approval regarding Resolution 6212, authorizing the San Antonio Housing Facility Corporation to approve inducement Resolutions for the following proposed 9% Low Income Housing Tax Credit Projects: Rainbow Drive Apartments, Cloudhaven Apartments, Eisenhower Apartments, and Manitou Apartments (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

INDIVIDUAL ITEMS

15. Consideration and approval regarding Resolution 6197, establishing support of the Strategic Housing Implementation Plan as a coordinated countywide affordable housing strategy (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)
16. Board of Commissioners annual elections (Doug Poneck, Board Counsel)

DISCUSSION ITEMS

17. Discussion regarding resident concerns
18. President's Report
 - SAHA Awarded HUD Grants to Expand Resident Services
 - Forging a Path to Become Self-Sufficient
 - Festive Holiday Sweater Walk and Run
 - Resident Holiday Gift Distribution
 - Resident Holiday Parties Around SAHA
 - San Antonio Food Bank Pop Up Distribution
 - Assistant Director Graduates From Leadership Program

- 2021 Leadership Program Class Graduates

19. *Closed Session:

Consultation with Attorney

Deliberate and obtain legal advice regarding legal issues pursuant to Texas Government Code Sec. 551.071 (consultation with attorney)

- Semi-Annual Litigation Update

20. 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 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.”

“Pursuant to § 30.07, Penal Code, (trespass by holder license holder with an openly carried 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
SAN ANTONIO HOUSING AUTHORITY
BOARD OF COMMISSIONERS
REGULAR BOARD MEETING
Call In Phone Number: (346) 248-7799
Meeting ID: 93839434337# Passcode: 654170#
818 S. Flores St., San Antonio, TX 78204
1:00 p.m., Thursday, December 2, 2021

SCHEDULED: 1:00 p.m. - Regular Board Meeting

COMMISSIONERS PRESENT:

Olga Kauffman, Vice Chair
Gilbert Casillas, Commissioner
Dalia Contreras, Commissioner
Gabriel Lopez, Commissioner
Loren D. Dantzler, Commissioner

COMMISSIONERS ABSENT:

Dr. Ana “Cha” Guzman, Chair
Ignacio Perez, Commissioner

COUNSEL: Doug Poneck, Escamilla &
Poneck, LLP

STAFF:

Ed Hinojosa, Jr., President and CEO
Muriel Rhoder, Chief Administrative Officer
Brandee Perez, Chief Operating Officer
Tim Alcott, Chief Real Estate and Asset
Management Officer
Diana Kollodziej Fiedler, Chief Financial Officer
Richard Milk, Planning Officer
Michael Reyes, Public Affairs Officer
Jo Ana Alvarado, Director of Innovative
Technology
George Ayala, Director of Procurement
Kristi Baird, Director of Beacon Communities

Domingo Ibarra, Director of Security
Aiyana Longoria, Director of Internal Audit
and Interim Director of Human Resources
Hector Martinez, Director of Construction
Services and Sustainability
Lorraine Robles, Director of Development
Services and Neighborhood Revitalization
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

Vice Chair Kauffman called the meeting to order at 1:04p.m.

PUBLIC COMMENT

Item 2: Public Comment - Citizens are provided three minutes each to speak to any agenda item. There were no citizens who spoke during the meeting.

CITIZENS TO BE HEARD

Item 3: Citizens to be Heard - Citizens wishing to speak on issues not related to items posted on the agenda were given three minutes to speak. There was one citizen who spoke during the meeting.

MINUTES**Item 4: Minutes**

- Approval of the November 9, 2021, Special Board Meeting Minutes
- Approval of the November 18, 2021, Finance Committee Meeting Minutes
- Approval of the November 18, 2021, Operations and Real Estate Committee Meeting Minutes

Motion: Commissioner Contreras moved to approve the Meeting minutes. Commissioner Lopez seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Loren D. Dantzler, Commissioner	X			
Gabriel Lopez, Commissioner	X			
Gilbert Casillas, Commissioner	X			
Dalia Contreras, Commissioner	X			

CONSENT ITEMS

Item 5: Consideration and approval regarding Resolution 6192, authorizing the amendments to the adopted 2021-2022 Moving To Work (MTW) agency plan, including revisions to the MTW plan, the Public Housing Admissions and Continued Occupancy Policy (ACOP), the Housing Choice Voucher Administrative Plan (Admin Plan), Capital Fund Program Plan, Five-Year Capital Improvement and Development Plan, and the Family Self-Sufficiency (FSS) Program Action Plan (Richard Milk, Planning Officer)
Consent

Item 6: Consideration and approval regarding Resolution 6191, authorizing the award of a contract for legal services to Coats Rose, P.C., Clark Hill, Bracewell LLP, Langley & Banack, Inc., Hawkins Delafield & Wood LLP, Germer, PLLC, and Locke Lord LLP, for an annual cumulative amount not to exceed \$500,000.00; for a period of one year with the option to renew up to four additional one-year terms (George Ayala, Director of Procurement; Timothy E. Alcott, Chief Real Estate and Asset Management Officer)
Consent

Item 7: Consideration and approval regarding Resolution 6188, authorizing the award of a contract for repair and resurfacing of Cross Creek Apartments parking lot to Holtz/Adams Construction & Consulting LLC for an amount not to exceed \$341,188.00 (George Ayala, Director of Procurement; Zachariah Woodard, Director of Public Housing)
Consent

Item 8: Consideration and approval regarding Resolution 6189, approving the 2022 Small Area Fair Market Rent (SAFMR) Payment Standard Schedule (Brandee Perez, Chief Operating Officer)
Consent

Item 9: Consideration and approval regarding Resolution 6190, approving the Payment Standard Schedule at 90% of Fair Market Rents (FMRs) for the Project-Based Voucher (PBV) Program (Brandee Perez, Chief Operating Officer)
Consent

Motion: Commissioner Lopez moved to approve items 5-9. Commissioner Contreras seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Loren D. Dantzler, Commissioner	X			
Gabriel Lopez, Commissioner	X			
Gilbert Casillas, Commissioner	X			
Dalia Contreras, Commissioner	X			

INDIVIDUAL ITEMS

Item 10: Consideration and approval regarding Resolution 6187, authorizing the award of a contract for Legal Services Special Counsel for Board Matters to Escamilla & Poneck, LLP for an annual cumulative amount not to exceed \$125,000.00; for a period of one year with the option to renew up to four additional one-year terms (George Ayala, Director of Procurement; Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

Mr. Timothy E. Alcott, Chief Real Estate and Asset Management Officer, explained that SAHA requires as-needed legal services for the Board of Commissioners of the San Antonio Housing Authority. The firm will provide services in areas to include, but not limited to: advising on legal matters and drafting documents as required; responding to open records and meeting issues; providing advice on governance and related issues; providing other legal services as requested by SAHA; and attending all regular board and committee meetings as well as special meetings as required.

Mr. George Ayala, Director of Procurement, then noted that on August 25, 2021, SAHA issued a Request for Proposals #2108-5136 for Legal Services that closed on September 22, 2021. The RFP was published on the SAHA E-Procurement Website, the Hart Beat, NAHRO E-Procurement website, and directly solicited to 68 firms. A total of nine responses were received in response to this solicitation, of which one law firm expressed interest in providing services in the area of special counsel for Board matters. The proposal was provided to the Commissioners at the November 18, 2021, Operations and Real Estate Committee Meeting.

Motion: Commissioner Casillas moved to approve Resolution 6187. Commissioner Contreras seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Loren D. Dantzler, Commissioner	X			
Gabriel Lopez, Commissioner	X			
Gilbert Casillas, Commissioner	X			
Dalia Contreras, Commissioner	X			

Item 11: Consideration and approval regarding Resolution 6194, authorizing the award of a contract for the broadband installation and services portion of the WiFi expansion project to get Wireless, Inc. DBA Dojo Networks for a period of three years for an annual cumulative amount not to exceed \$417,744.00 for year one and an annual cumulative amount not to exceed

\$323,994.00 for year two and for year three (George Ayala, Director of Procurement; Jo Ana Alvarado, Director of Innovative Technology)

Motion: Commissioner Casillas moved to approve Resolution 6194. Commissioner Contreras seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Loren D. Dantzler, Commissioner	X			
Gabriel Lopez, Commissioner	X			
Gilbert Casillas, Commissioner	X			
Dalia Contreras, Commissioner	X			

DISCUSSION ITEMS

Item 12: Discussion regarding resident concerns

Commissioner Casillas raised concerns regarding security issues at SAHA properties and requested a report detailing annual crime statistics for SAHA. The Board discussed several issues related to housing security.

Item 13: President's Report

- Winter Holiday Closure
- Housing Power Hour: SAHA 101
- United Way Campaign
- "What Are You Most Thankful For?" Resident Campaign
- Joining Forces to Administer Vaccines
- Honoring SAHA's Bravest Employees
- Reverse Trunk or Treat at Highview
- Villa Tranchese Costume Contest
- Spooky Building Talent Foundation Community Job Fair
- Resident Celebrate Centennial Birthday
- Making An Impact Through Storytelling
- 2022 Board Calendar
- 2022 SAHA Holiday and Payroll Calendar

Mr. Ed Hinojosa, Jr., President and CEO, informed the attendees that in observance of the winter holidays, all SAHA offices are closed on December 23, 2021, through January 2, 2022. Normal business hours will resume on Monday, January 3, 2022.

Mr. Hinojosa then summarized the hybrid Housing Power Hour briefing held by SAHA on November 30, 2021. This briefing provided a SAHA 101 overview to discuss how emerging financial resources are crucial to creating affordable housing options available for families making less than 30% of the area median income, supplement limited existing funding sources, counter funding challenges, and help SAHA move the needle to increase public housing assistance and affordable housing for the most vulnerable in the city.

He then celebrated the close of the 2021 United Way Campaign through which SAHA raised \$8,894.00 for nonprofit organizations who are helping some of the most vulnerable communities.

Mr. Hinojosa highlighted the special Veteran's Day Luncheon held by SAHA to honor and commemorate all the brave men and women who have selflessly served our country.

Next, he congratulated Mrs. Araminta Paiz, a SAHA resident celebrating her centennial birthday.

Finally, he noted the 2022 Board of Commissioners calendar and SAHA Holiday and Payroll calendar. He pointed out that Board meetings will be held on Wednesdays in 2022. He then explained that SAHA is adding two holidays (Juneteenth and Indigenous People's Day) to the calendar and removing one floating holiday.

Vice Chair Kauffman then recessed the meeting for Closed Session at 1:33 p.m.

Item 14: *CLOSED SESSION

Personnel/Consultation with Attorney

Deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee or to hear a complaint or charge against an officer or employee and obtain legal advice regarding legal issues pursuant to Texas Government Code Sec. 551.074 (personnel) and Texas Government Code Sec. 551.071 (consultation with attorney).

- Consultation with attorney and consideration of employment contract for President and CEO

The Board of Commissioners returned from Closed Session at 3:05 p.m.

Motion: Vice Chair Kauffman motioned to approve the CEO contract, as discussed in closed session. Commissioner Lopez seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Loren D. Dantzler, Commissioner			X	
Gabriel Lopez, Commissioner	X			
Gilbert Casillas, Commissioner	X			
Dalia Contreras, Commissioner	X			

Item 15: Adjournment

Motion: Commissioner Contreras moved to adjourn the Regular Board meeting. Commissioner Casillas seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Loren D. Dantzler, Commissioner			X	
Gabriel Lopez, Commissioner	X			
Gilbert Casillas, Commissioner	X			
Dalia Contreras, Commissioner	X			

With no objections, Vice Chair Kauffman adjourned the meeting at 3:06 p.m.

ATTEST:

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

Date

Ed Hinojosa, Jr.
President and CEO

Date

MINUTES
SAN ANTONIO HOUSING AUTHORITY
BOARD OF COMMISSIONERS
OPERATIONS AND REAL ESTATE COMMITTEE MEETING
Call In Phone Number: (346) 248-7799
Meeting ID: 93839434337# Passcode: 654170#
818 S. Flores St., San Antonio, TX 78204
1:00 p.m., Wednesday, January 19, 2022

SCHEDULED: 1:00 p.m. - Operations and Real Estate Committee Meeting

COMMISSIONERS PRESENT:

Olga Kauffman, Vice Chair
Gilbert Casillas, Commissioner
Gabriel Lopez, Commissioner

COMMISSIONERS ABSENT:

Dr. Ana "Cha" Guzman, Chair
Dalia Contreras, Commissioner
Loren D. Dantzler, Commissioner
Ignacio Perez, Commissioner

COUNSEL:

Doug Poneck, Escamilla & Poneck, LLP

TRANSLATOR:

BCC Communications

STAFF:

Ed Hinojosa, Jr., President and CEO
Muriel Rhoder, Chief Administrative Officer
Brandee Perez, Chief Operating Officer
Tim Alcott, Chief Real Estate and Asset
Management Officer
Diana Kollodziej Fiedler, Chief Financial
Officer
Richard Milk, Planning Officer
Michael Reyes, Public Affairs Officer
Jo Ana Alvarado, Director of Innovative
Technology
George Ayala, Director of Procurement
Kristi Baird, Director of Beacon Communities

Domingo Ibarra, Director of Security
Aiyana Longoria, Director of Internal Audit and
Interim Director of Human Resources
Hector Martinez, Director of Construction
Services and Sustainability
Lorraine Robles, Director of Development
Services and Neighborhood Revitalization
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

Commissioner Lopez called the meeting to order at 1:04 p.m.

PUBLIC COMMENT

Item 2: Public Comment - Citizens are provided three minutes each to speak to any agenda items. There were no citizens who spoke during the meeting.

INDIVIDUAL ITEMS

- Item 3: Consideration and appropriate action regarding Resolution 6203, authorizing the award of contracts for carpet and flooring purchase, replacement and installation to Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet Sales of Houston, Ltd. for an annual cumulative amount not to exceed \$1,000,000.00; for a period of one year with the option to renew up to four additional one-year terms** (George Ayala, Director of Procurement; Kristi Baird, Director of Beacon Communities; Zachariah Woodard, Director of Public Housing)

Ms. Kristi Baird, Director of Beacon Communities, stated that the flooring is needed agency-wide, but particularly used in the Beacon Communities. Mr. George Ayala, Director of Procurement, explained that on October 26, 2021, SAHA issued an "Invitation For Bids" (IFB) #2110-5191 for Carpet and Flooring Purchase, Replacement, and Installation that closed on November 16, 2021. The IFB was published on the SAHA E-Procurement Website, the Hart Beat, NAHRO E-Procurement website, and directly solicited to 231 contractors. A total of four bids were received in response to the IFB: First Stop, LLC (HABE), Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet Sales of Houston, Ltd. All bids were evaluated on the following criteria: purchase price, reputation of the bidder and their goods or services, quality of the goods or services, extent to which the goods or services meet SAHA's needs, total long term cost, and any relevant criteria contained within the solicitation document. Based on the above, we are recommending contract awards to Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet; they are the lowest priced qualified bidders.

- Motion:** Commissioner Casillas moved to approve Resolution 6203. Vice Chair Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

- Item 4: Consideration and appropriate action regarding Resolution 6205, authorizing the award of a contract for roof replacement at Cheryl West Apartments to Garland/DBS, Inc. through Omnia Partners, Public Sector, a Nationwide Purchasing Cooperative for an amount not to exceed \$820,236.00** (George Ayala, Director of Procurement; Hector Martinez, Director of Construction Services and Sustainability)

Mr. Hector Martinez, Director of Construction Services and Sustainability, stated that the Cheryl West Apartments, built in 1975, is a family community located in the Woodlawn Hills area of west San Antonio. The community comprises 46 single-story duplexes, including 82 units and 4 handicapped accessible units.

Due to the age, wear and tear, and condition of the roofs at this apartment community, SAHA requires the services of a roofing contractor to provide comprehensive roof replacement. The scope of work will include: removal and replacement of the existing shingle roof systems with new architectural, 30-year dimensional shingles, replace any damaged wood decking, wood fascia, wood siding and/or wood trim on a unit cost basis, install one layer of a 45 mil peel and stick roof underlayment, install 4 lb pipe flashings at all plumbing vents, replace all passive roof vents with new 22 gauge vents, replace all code caps on gas exhaust vents and rusted dual wall piping above roof surface, install new pre-painted gutters (6" x 6"), downspouts (5" x 5") and drip

edge. Gutters are to include gutter screens to prevent leaf collection within the gutter bodies. The estimated time for completion of this project is 110 days.

Mr. Ayala noted that on August 7, 2019, Racine County Wisconsin issued an Invitation for Bid #PW1925 for Roofing Supplies and Services, Waterproofing, and Related Products and Services that closed on September 9, 2019. Two bids were received in response to the solicitation. Garland/DBS, Inc. was the lowest responsive, responsible, and qualified bidder based on the requirements issued in the IFB and was awarded a contract that was effective October 15, 2019, to October 14, 2024, with one additional 5-year term. SAHA is currently a member of Omnia Partners, a nationwide purchasing cooperative and able to make purchases through the Omnia Partners contract that awarded the contract to Garland/DBS, Inc.

Motion: Commissioner Casillas moved to approve Resolution 6205. Vice Chair Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 5: Consideration and appropriate action regarding Resolutions 6206 and 22FAC-01-25, authorizing the award of a contract for Construction Manager at Risk Services to Franklin Construction LTD for an amount not to exceed \$17,315,000.00 to include project maximums for general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit; for a period of 24 months (George Ayala, Director of Procurement; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

Ms. Lorraine Robles, Director of Development Services and Neighborhood Revitalization, reported that Snowden Senior Apartments is planned as a 135-unit new construction apartment complex for seniors 62 years of age and older. It is proposed on approximately 6.97 acres of vacant land located at 7223 Snowden Road, San Antonio, Texas, and is owned by the San Antonio Housing Finance Corporation (HFC), but will be transferred to the San Antonio Housing Facility Corporation (FAC) at closing. The project is designed as a 4-story wood frame building with a brick and siding exterior. The new development will provide a mix of one and two-bedroom units with appropriate design considerations for senior living households and is anticipated to be 100% affordable with 40% of the units subsidized by an MTW Strategy. The amenities will include an activity room, beauty salon, fitness room, game room, swimming pool, exterior unit balconies, and walking trails.

Mr. Ayala then explained that the FAC requires the services of a general contractor to serve as a partner for the project and will act as a Construction Manager at Risk assuming the risk of construction of the complex at the contracted price and will provide consultation to the FAC during construction and after the design of the complex.

Additionally, a third-party Project Manager, Baker Tilly (Resolution 6159, approved on August 19, 2021) has been engaged to serve as the FAC’s Representative on this project and Alamo Architects will serve as the design professional who will work with the selected Construction Manager At Risk.

Motion: Commissioner Casillas moved to approve Resolution 6206. Vice Chair Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 6: Consideration and appropriate action regarding Resolution 6207, authorizing the award of a contract for disparity and availability study to Keen Independent Research for an amount not to exceed \$436,990.00; for a period of nine months (George Ayala; Director of Procurement)

Ms. Muriel Rhoder, Chief Administrative Officer, informed the Board that in 2009, SAHA participated in the Regional Business Disparity Consortium along with the City of San Antonio and other public agencies in order to examine evidence of discrimination and/or disparities and to demonstrate a compelling governmental interest to address remediation of such discrimination and/or disparity.

At that time, it was determined that a disparity study was required to consider the establishment or continuation of a small, minority or women-owned business program by the Agency. SAHA engaged the services of a consultant to develop a formal, legally compliant MWBE program. The program provides technical assistance to SAHA in its efforts to promote the equitable participation of minority/women owned businesses (MWBE) in SAHA contracting opportunities. The MWBE Policy was approved and adopted by SAHA's Board of Commissioners on May 1, 2014.

SAHA requires the services of a Consultant to learn the status of opportunities for small-, minority-, women- and disadvantaged-owned business enterprises ("SBEs", "MBEs", "WBEs" and "DBEs") participating in SAHA's contracts and purchase orders, and to undertake all necessary and affirmative steps to ensure that such businesses are afforded equal opportunity for participation within the commodities and services from which the Authority purchases.

Motion: Vice Chair Kauffman moved to approve Resolution 6207. Commissioner Casillas seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 7: Consideration and appropriate action regarding Resolution 6209, resolution in support of the second amendment to the Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust restated effective July 1, 2021 (Aiyana Longoria, Interim Director of Human Resources)

Ms. Aiyana Longoria, Interim Director of Human Resources, presented that on June 3, 2021, the Board of Commissioners (the "Commissioners") of the Housing Authority of the City of San Antonio ("Employer") approved the restatement of the *Housing Authority of the City of San*

Antonio Employees' Money Purchase Pension Plan and Trust (the "Plan"), generally effective July 1, 2021. Section 10.1.a. of the Plan provides that the Employer may amend the Plan at any time, provided that any amendment which affects the rights, duties, or responsibilities of the Trustee of the Plan may be made only with the Trustee's written consent. The restated Plan has been amended one time; and

The recommended changes are to:

- Amend the Plan to remove the service requirement for eligibility of enrollment. SAHA has determined that no written consent of the Trustee is required, because such amendment does not affect the rights, duties, or responsibilities of the Trustee.
- Accept a "rollover" made by an Eligible Employee, provided the "rollover" will not jeopardize the tax-exempt status of the Plan.

Motion: Vice Chair Kauffman moved to approve Resolution 6209. Commissioner Casillas seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 8: **Consideration and appropriate action regarding Resolution 6208, authorizing the San Antonio Housing Facility Corporation to declare its intent to issue bonds to provide financing for a multifamily residential rental development for persons of low and moderate income (Tigoni Villas Apartments); prescribing certain terms and conditions of such bonds; authorizing the filing of an application for allocation of private activity bonds with the Texas Bond Review Board; authorizing a capital contribution of \$500,000.00 in Moving to Work (MTW) funds; and, containing other provisions relating to the subject** (Thomas Roth; Director of Asset Management)

Mr. Thomas Roth, Director of Asset Management, reported that SAHA is seeking authority to file an application relating to our proposed 2022 or 2023 tax-exempt bond and 4% tax credit projects. All 4% tax credit projects must be financed in part with tax-exempt bonds. In order to issue tax-exempt bonds, the issuer must obtain a volume cap allocation from the Texas Bond Review Board.

Tigoni Villas Apartments, an approximately 140-unit multifamily project located at 1527 West Sunshine Drive in San Antonio, Texas, requesting \$20,000,000.00 of volume cap.

The Tigoni Villas Apartments project will be the acquisition and rehabilitation of an existing facility that consists of 140 units (10, 2-bedroom and 130, 3-bedroom units) across 6 residential buildings and a community building. The project was originally built in 2005 and is currently income and rent restricted by regulatory agreements with TDHCA for a total of 40 years from construction, expiring in 2044. The San Antonio Housing Facility Corporation will be the proposed issuer of the bonds and may own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership, which will own the project.

SAHA is a MTW agency. As part of its obligations as such an agency, SAHA is credited for creating more affordable housing units and it must meet its baseline of having the same number of affordable housing units as when it became a MTW agency. For new units to be counted as affordable housing units, SAHA must contribute financially towards the creation of those units. Originally, this project had no funds allocated to it. However, for SAHA's benefit, SAHA will contribute \$500,000.00 to the project during construction and will be immediately repaid by closing.

The attached Resolution authorizes the San Antonio Housing Facility Corporation to approve the inducement Resolution for the above project and to accept and deliver a capital contribution of \$500,000.00 in MTW funds for the project.

Motion: Commissioner Casillas moved to approve Resolution 6208. Vice Chair Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 9: Consideration and appropriate action regarding Resolution 6210 and Resolution 22LVPFC-01-20, authorizing reassignment of carryforward designation for the St. John's Square Apartments project, which will allow new projects to receive volume cap allocation (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

Mr. Timothy E. Alcott, Chief Real Estate and Asset Management Officer, stated that in 2020, the Las Varas Public Facility Corporation (the "Issuer") applied to the Texas Bond Review Board for carryforward of private activity bonds for the St. John's Square Apartments project (the "Project"), which was allocated to the Issuer, as evidenced by Carryforward Designation Certificate – Docket Number 20CF-011 (the "Carryforward"). The Project will no longer move forward, but the Issuer may still reassign the Carryforward to new projects.

Motion: Vice Chair Kauffman moved to approve Resolution 6210. Commissioner Casillas seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 10: Consideration and appropriate action regarding Resolution 6211, authorizing (i) the Las Varas Public Facility Corporation Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2022 (the "Bonds"); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-01-21 authorizing the Bonds; (iii) the San Antonio Housing Facility Corporation to approve Resolution 22FAC-01-19 authorizing the transactions related to the Bonds, and (iv); other matters in connection therewith (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

Mr. Alcott reported that the Kitty Hawk Flats transaction was approved by the Board on October 8, 2020, and it closed on October 14, 2020; and, it has a typical 4% tax-credit transaction structure. The land was purchased by SAHFC and leased to Kitty Hawk Flats Ltd., which paid SAHFC an upfront lease payment sufficient to acquire the land. \$23,500,000.00 of tax-exempt bonds were issued by LVPFC and purchased by KeyBank, and equity contributions from an affiliate of the U.S. Bancorp Community Development Corporation, as an investor limited partner, were used to finance the construction and long-term operations.

The IRS has since issued new guidance providing that an additional issuance of at least 10% of the amount of the aggregate bonds will allow the project to take advantage of favorable changes in the law and increase tax credit allocation for the project. In order for the project to receive approximately \$3,800,000.00 in additional tax credit allocation, LVPFC will issue additional bonds in an amount not to exceed \$2,700,000.00.

The Kitty Hawk Flats transaction is currently under construction and projected to be completed in May of 2022. The project will consist of 212 family units, all of which will be low-income housing tax credit units serving families whose incomes average 60% AMI and is located on the east side of San Antonio. The Board is being asked to authorize all of the actions necessary to issue additional bonds for the project.

Motion: Commissioner Casillas moved to approve Resolution 6211. Vice Chair Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Item 11: Consideration and appropriate action regarding Resolution 6212, authorizing the San Antonio Housing Facility Corporation to approve inducement Resolutions for the following proposed 9% Low Income Housing Tax Credit Projects: Rainbow Drive Apartments, Clouthaven Apartments, Eisenhower Apartments, and Manitou Apartments (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

Mr. Alcott stated that today we are seeking authority to file applications with the Texas Department of Housing and Community Affairs ("TDHCA") relating to several potential 2022 9% tax credit projects. The 9% tax credit program is highly competitive and not all projects that apply will receive an allocation. Whether a project receives an allocation depends on how well it scores according to various metrics established by TDHCA. The developer of each of these potential projects, the NRP Group ("NRP"), wishes to submit applications for all four of the projects to TDHCA, but will ultimately pursue only the project in the best position to successfully obtain tax credits and move forward to closing.

Accordingly, we are asking you to authorize these actions so that NRP may begin the tax credit application process with TDHCA, but ***we are not asking you to specifically approve or be bound to these projects. These are non-binding Resolutions.*** This will enable us to move forward, make applications for tax credits, and begin to put the financings together and negotiate the specific terms of the deals, which we will bring back to you for approval.

The projects seeking inducement are:

- 1. Rainbow Drive Apartments, an approximately 80-unit senior housing project located at approximately 207 Rainbow Drive;
- 2. Cloudhaven Apartments, an approximately 80-unit multifamily project located at approximately 127 Rainbow Drive;
- 3. Eisenhower Apartments, an approximately 60-unit senior housing project, of which 20% will be public housing units, located at approximately 3146 Eisenhower Road; and
- 4. Manitou Apartments, an approximately 80-unit multifamily project located at approximately 4788 Northwest Loop 410.

All of these projects will be new construction and will target families at 60% or below of the area median income.

In each of these transactions, the San Antonio Housing Facility Corporation will own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership, which will own the project.

The attached Resolution authorizes the San Antonio Housing Facility Corporation to approve inducement Resolutions for each of the above projects.

Motion: Commissioner Casillas moved to approve Resolution 6212. Vice Chair Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair				X
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

DISCUSSION ITEMS

Item 12: Discussion regarding resident concerns

The Board did not discuss any resident concerns.

REPORTS

- Procurement Activity Report

RESOURCE

- Schedule of Units Under Development

Item 13: Adjournment

Motion: Vice Chair Kauffman moved to adjourn. Com. Casillas seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Olga Kauffman, Vice Chair	X			
Gilbert Casillas, Commissioner	X			
Gabriel Lopez, Commissioner	X			

Com. Lopez adjourned the meeting at 1:53 p.m.

ATTEST:

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

Date

Ed Hinojosa, Jr.
President and CEO

Date



SAHA | SAN ANTONIO
HOUSING AUTHORITY
Opportunity Lives Here

MINUTES OF SAN ANTONIO HOUSING AUTHORITY BOARD RETREAT OR SPECIAL COMMITTEE MEETING

I. Call to Order:

Board Chair, Dr. Ana M. “Cha” Guzman, called the Board Retreat of the San Antonio Housing Authority Board of Commissioners to order at 10:11 AM CST on January 26, 2022. The meeting was held at the San Antonio Housing Authority Central Office located at 818 S. Flores St. San Antonio, TX 78204.

Board Members Present:

Chair Dr. Ana M. “Cha” Guzman, Vice Chair Olga Kauffman, Gilbert Casillas, Dalia Contreras, and Gabriel Lopez.

Adviser Present:

Doug Poneck, General Counsel.

Guests Present:

President and CEO Ed Hinojosa, Jr., Timothy E. Alcott, Jo Ana Alvarado, Diana Kollodziej Fiedler, Richard Milk, Brandee Perez, Michael Reyes, and Muriel Rhoder.

Board Members Absent:

Loren D. Dantzer and Ignacio Perez.

Quorum:

A quorum was established with five voting members being present.

II. Public Comment

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

Individual Items

The following items were discussed with the Board:

III. Strategic Plan and Outcomes (Richard Milk, Planning Officer)

IV. Values Discussion (Richard Milk, Planning Officer)

V. Discussion About Mission and Vision (Richard Milk, Planning Officer)

VI. Update On Rebranding (Michael Reyes, Public Affairs Officer)

Without objection, the Board tabled agenda items 7. Development Activity and Pipeline; and 8. Discussion Regarding Moving to Work (MTW) Agencies’ Flexibilities and Funding.

IX. Role of Board Members (Doug Poneck, Board Counsel)

Without objection, the Board took items 7. Development Activity and Pipeline; and 8. Discussion Regarding Moving to Work (MTW) Agencies' Flexibilities and Funding from the table.

VII. Development Activity and Pipeline (Timothy E. Alcott, Chief Real Estate and Asset Management Officer)

VIII. Discussion Regarding Moving to Work (MTW) Agencies' Flexibilities and Funding (Brandee Perez, Chief Operating Officer; Diana Kollodziej Fiedler, Chief Financial Officer)

X. Adjournment

The meeting adjourned at 4:57 PM CST.

ATTEST:

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

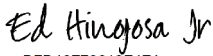
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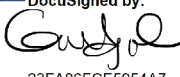
Ed Hinojosa, Jr.
President and CEO

Date

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting**


RESOLUTION 6203, AUTHORIZING THE AWARD OF CONTRACTS FOR CARPET AND FLOORING PURCHASE, REPLACEMENT, AND INSTALLATION TO IMPACT FLOORS OF TEXAS, MOERBE ENTERPRISES DBA LONE STAR CARPET, AND REDI CARPET SALES OF HOUSTON, LTD. FOR AN ANNUAL CUMULATIVE AMOUNT NOT TO EXCEED \$1,000,000.00; FOR A PERIOD OF ONE YEAR WITH THE OPTION TO RENEW UP TO FOUR ADDITIONAL ONE-YEAR TERMS

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Ed Hinojosa, Jr.
President and CEO

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George Ayala
Director of Procurement

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Kristi Baird
Director of Beacon Communities

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Zachariah Woodard
Director of Public Housing

REQUESTED ACTION:

Consideration and approval regarding Resolution 6203, authorizing the award of contracts for carpet and flooring purchase, replacement, and installation to Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet Sales of Houston, Ltd. for an annual cumulative amount not to exceed \$1,000,000.00; for a period of one year with the option to renew up to four additional one-year terms.

FINANCIAL IMPACT:

The current award recommendation for the purchase, removal, repair, and replacement of various types of flooring agency-wide is not expected to exceed an annual cumulative amount of \$1,000,000.00 and will be funded through the approved operating budgets or available reserves.

SAHA is allowing for an escalation in price not to exceed 7.5% each year per vendor, if notified at least 60 days prior to contract renewal and supported by documentation of such increases from the Mill/Manufacturer. Additionally, we have the potential of 12 additional properties transitioning back in Fiscal Year 2023 and 3-4 each year thereafter.

SUMMARY:

On October 26, 2021, SAHA issued an "Invitation For Bids" (IFB) #2110-5191 for Carpet and Flooring Purchase, Replacement, and Installation that closed on November 16, 2021. The IFB was published on the SAHA E-Procurement Website, the Hart Beat, NAHRO E-Procurement website, and directly solicited to 231 contractors. A total of four bids were received in response to the IFB: First Stop, LLC (HABE), Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet Sales of Houston, Ltd. All bids were evaluated on the following criteria: purchase price, reputation of the bidder and their goods or services, quality of the goods or services, extent to which the goods or services meet SAHA's needs, total long term cost, and any relevant criteria contained within the solicitation document. Based on the above, we are recommending

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022**

contract awards to Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet; they are the lowest priced qualified bidders.

COMPANY PROFILES:

Impact Floors of Texas was founded in 1988 and is headquartered in Carrollton, Texas. They have field office locations in Austin, Houston, Longview, and San Antonio, Texas. They offer products in the areas of carpet, vinyl, vinyl plank, tile, and wood flooring. Their client list includes, but is not limited to: Capstone Real Estate Services, Foresight Property Management, NRP, United Apartment Group, and Westdale Asset.

Moerbe Enterprises dba Lone Star Carpet was founded in 1897 and is headquartered in Austin, Texas. They have field office locations in Austin and San Antonio, Texas. This vendor provides services to include commercial flooring and installation, concrete staining, flooring installation, hardwood floor refinishing, carpet re-stretch, flooring and subfloor repairs, and underlayment. Their clients include, but are not limited to: Capstone, Churchill Forge Properties, Courtland Partners, Greystar, Hayden Properties, Highland Commercial, Implicit Management, Kattera Renovations, MC Residential, Mid-American Construction, Pennybacker Capital, Pinnacle, Resource Commercial Construction, Ridgment Properties, Sandalwood Management, Sheller Corporation, and United Renovations. Their Housing Authority clients include: Austin Housing Authority, Housing Authority of Bexar County, and Round Rock Housing Authority.

Redi Carpet was founded in 1981. Their corporate headquarters is located in Houston, Texas, with branch office locations in Austin, Dallas, and San Antonio, Texas; Phoenix and Tucson, Arizona; Denver, Colorado; Jacksonville, Orlando, and Tampa, Florida; Atlanta, Georgia; Kansas City, Kansas; Charlotte, Raleigh, and Greensboro/Winston-Salem, North Carolina; Las Vegas, Nevada; Oklahoma City and Tulsa, Oklahoma; Philadelphia, Pennsylvania; Salt Lake City, Utah; Washington, DC; and Richmond and Virginia Beach, Virginia. They offer a wide range of products to include: carpet, ceramic tile, vinyl, vinyl tile, engineered wood, and laminate flooring. Their client list includes, but is not limited to: Greystar BH Management Services, and CWS Apartment Homes, GVA property Management, Mactex Properties, Pegasus Property Management, Roscoe Properties, and Shippy Properties.

PRIOR SAHA AWARDS:

Impact Floors of Texas has received a prior award from SAHA and performed satisfactorily during the term of the Agreement.

Moerbe Enterprises dba Lone Star Carpet is currently under contract with SAHA and has performed satisfactorily during the contract term.

Redi Carpet is currently under contract with SAHA and has performed satisfactorily during the contract term.

CONTRACT OVERSIGHT:

Contract oversight will be provided by Kristi Baird, Director of Beacon Communities, and Zachariah Woodard, Director of Public Housing, who will monitor the vendor's adherence to contract requirements and performance. The Procurement Department will be responsible to ensure the vendor submits the Contractor's Section 3 Compliance report on a monthly basis, monitor compliance with the vendor's SWMBE subcontractor good faith utilization plan, provide

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

annual contract performance evaluation survey to end users, and assist departments in the contract renewal or new solicitation process.

STRATEGIC OUTCOME:

SAHA residents live in quality affordable housing.

ATTACHMENTS:

Resolution 6203

Bid Tabulation

Advertisement List

**San Antonio Housing Authority
Resolution 6203**

RESOLUTION 6203, AUTHORIZING THE AWARD OF CONTRACTS FOR CARPET AND FLOORING PURCHASE, REPLACEMENT, AND INSTALLATION TO IMPACT FLOORS OF TEXAS, MOERBE ENTERPRISES DBA LONE STAR CARPET, AND REDI CARPET SALES OF HOUSTON, LTD. FOR AN ANNUAL CUMULATIVE AMOUNT NOT TO EXCEED \$1,000,000.00; FOR A PERIOD OF ONE YEAR WITH THE OPTION TO RENEW UP TO FOUR ADDITIONAL ONE-YEAR TERMS

WHEREAS, on October 26, 2021, SAHA issued an "Invitation For Bids" (IFB) #2110-5191 for Carpet and Flooring Purchase, Replacement, and Installation that closed on November 16, 2021; and

WHEREAS, a total of four bids were received in response to the IFB; and

WHEREAS, staff is requesting approval to award contracts to: Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet; they are the lowest priced qualified bidders; and

WHEREAS, the current award recommendation for the purchase, removal, repair, and replacement of various types of flooring agency-wide is not expected to exceed an annual cumulative amount of \$1,000,000.00 and will be funded through the approved operating budgets or available reserves; and

WHEREAS, staff requests the Board of Commissioners authorize the President and CEO, or designee, to execute all documents associated with this contract.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of San Antonio Housing Authority, hereby:

- 1) Approves Resolution 6203, authorizing the award of contracts for carpet and flooring purchase, replacement, and installation to Impact Floors of Texas, Moerbe Enterprises dba Lone Star Carpet, and Redi Carpet Sales of Houston, Ltd. for an annual cumulative amount not to exceed \$1,000,000.00; for a period of one year with the option to renew up to four additional one-year terms.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated with this contract.

Passed and approved on the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

San Antonio Housing Authority
IFB 2110-5191 Carpet and Flooring Purchase Replacement and Installation
Bid Tabulation

#	Items	Unit of measure	Estimated Quantity	FirstStop, LLC			Impact Floors			LONE STAR CARPET			Redi Carpet		
				Unit Price	Make/Model Bidding	Total Cost	Unit Price	Make/Model Bidding	Total Cost	Unit Price	Make/Model Bidding	Total Cost	Unit Price	Make/Model Bidding	Total Cost
#1-1	Carpet Option 1 installed with pad unoccupied unit	SQ.FT.	16000	\$	Shaw PZ2055 Venture 9.48 Solid	\$ 151,680.00	\$	Shaw: Style PZ3055 1.50 Venture Solid	\$ 24,000.00	\$	Shaw PZ3055 1.46 Shaw PZ3055	\$ 23,360.00	\$	1.49 VENTURE SOLID 25OZ	\$ 23,840.00
#1-2	Carpet Option 1 installed with pad occupied units	SQ.FT.	2200	\$	Shaw PZ2055 Venture 11.33 Solid	\$ 24,926.00	\$	Shaw: Style PZ3055 1.60 Venture Solid	\$ 3,520.00	\$	Shaw PZ3055 1.69 Shaw PZ3055	\$ 3,718.00	\$	1.60 VENTURE SOLID 25OZ	\$ 3,520.00
#1-3	Carpet Option 2 installed with pad unoccupied unit	SQ.FT.	17000	\$	Mohawk, Skyview 9.29 PM476	\$ 157,930.00	\$	Shaw: Style Skyview 1.59 PM476	\$ 27,030.00	\$	Mohawk PM476 1.63 Mohawk PM476	\$ 27,710.00	\$	STEADFAST 25OZ	\$ 28,390.00
#1-4	Carpet Option 2 installed with pad occupied unit	SQ.FT.	1200	\$	Mohawk, Skyview 11.01 PM476	\$ 13,212.00	\$	Shaw: Style Skyview 1.67 PM476	\$ 2,004.00	\$	Mohawk PM476 1.86 Mohawk PM476	\$ 2,232.00	\$	STEADFAST 25OZ	\$ 2,136.00
#1-5	Carpet Option 3 installed unoccupied unit	SQ.FT.	5500	\$	Earthworks Academy 9.77	\$ 53,735.00	\$	Shaw: Style Fenway PS 1.65 740	\$ 9,075.00	\$	Academy 26 1.47 Academy 26	\$ 8,085.00	\$	1.10 NYLAND III 26OZ	\$ 6,050.00
#1-6	Carpet Option 4 installed with pad unoccupied units	SQ.FT.	1850	\$	Earthworks Academy 11.48	\$ 21,238.00	\$	Shaw: Style Commanding 1.73 740	\$ 3,200.50	\$	Academy 26 1.70 Academy 26	\$ 3,145.00	\$	1.21 NYLAND III 26OZ	\$ 2,238.50
#1-7	Carpet Option 4 installed with pad occupied units	SQ.FT.	16500	\$	Solid PS807 9.29	\$ 153,285.00	\$	Shaw: Style Commanding Solid 1.69	\$ 27,885.00	\$	Shaw PS807 1.69 Shaw PS807	\$ 27,885.00	\$	1.31 NYLAND 26OZ	\$ 21,615.00
#1-8	Carpet Tile Option installed unoccupied spaces	SQ.FT.	1600	\$	Solid PS807 11.01	\$ 17,616.00	\$	Shaw: Style Commanding Solid 1.78	\$ 2,848.00	\$	Shaw PS807 1.92 Shaw PS807	\$ 3,072.00	\$	1.42 NYLAND 26OZ	\$ 2,272.00
#1-9	Carpet Tile Option installed unoccupied spaces	SQ.FT.	1500	\$	Shaw Crafted 24in 6.10	\$ 9,150.00	\$	Shaw: Style Hook Up 3.20	\$ 4,800.00	\$	Shaw 5T044 5.78 Shaw 5T044	\$ 8,670.00	\$	2.06 SHAW FRACTURE	\$ 3,090.00
#1-10	Installation Labor Only	SQ.FT.	350	\$	Shaw Crafted 24in 7.81	\$ 2,733.50	\$	Shaw: Style Hook Up 3.31	\$ 1,158.50	\$	Shaw 5T044 6.08 Shaw 5T044	\$ 2,128.00	\$	2.16 SHAW FRACTURE	\$ 756.00
#1-11	3/8" 6 lb. rebound foam pad only	SQ.FT.	2100	\$	Foam 3/8" 6lb 2.18	\$ 4,578.00	\$	Vacant Carpet Labor 0.39	\$ 819.00	\$	Install Labor 0.38	\$ 798.00	\$	0.95 N/A	\$ 1,995.00
#1-12	3/8" 8 lb. rebound foam pad only	SQ.FT.	34574	\$	Foam Pad 0.81	\$ 28,004.94	\$	R6 0.23	\$ 7,952.02	\$	Carpenter 6 0.23	\$ 7,952.02	\$	0.25 3/2 HIGH DENSITY	\$ 8,643.50
#1-13	1-3/8" X 144" Aluminum Carpet Edge Gripper	SQ.FT.	18191	\$	Foam Pad 0.90	\$ 16,371.90	\$	R8 0.29	\$ 5,275.39	\$	Carpenter 8 0.27	\$ 4,911.57	\$	0.30 3/8 SHD	\$ 5,457.30
#1-14	1-1/4" X 36" Aluminum Seam Binder	Ea.	150	\$	Aluminum Hammered 32.30	\$ 4,845.00	\$	"X144 14.99	\$ 2,248.50	\$	C&C Metal 11.00	\$ 1,650.00	\$	1.80 TACKSTRIP	\$ 270.00
#1-15	1-3/8" X 72" Aluminum Carpet Trim	Ea.	500	\$	MASTER Silver 25.44	\$ 12,720.00	\$	"X 36" AX 36 14.99	\$ 7,495.00	\$	C&C Metal 3.00	\$ 1,500.00	\$	30.00 TRANS	\$ 15,000.00
#1-16	Roppe or equal Cove base 4" Floor Patch/Leveling	Ea.	200	\$	Carpet Trim 30.85	\$ 6,170.00	\$	"X 72" AX 72 21.99	\$ 4,398.00	\$	C&C Metal 5.50	\$ 1,100.00	\$	30.00 METAL	\$ 6,000.00
#1-17		LN.FT.	14000	\$	Gray 4" 2.13	\$ 29,820.00	\$	Roppe 4" Vinyl 0.90	\$ 12,600.00	\$	Roppe 4"toe 0.85	\$ 11,900.00	\$	0.89 WITH TOE	\$ 12,460.00
#1-18	Compound	SQ.FT.	6500	\$	LevelQuik RS Self-Leveling 9.44	\$ 61,360.00	\$	"Thickness 0.25	\$ 1,625.00	\$	Mapel Patch 0.20	\$ 1,300.00	\$	1.02 ARDEX	\$ 6,630.00
#2-1	Vinyl Plank Flooring: Dry Back Stick	SQ.FT.	12000	\$	Perennial 4.66	\$ 55,920.00	\$	Shaw:Style Expo 1.50	\$ 18,000.00	\$	12 mil shaw expo 1.98	\$ 23,760.00	\$	2.12 SHAW EXPO 6	\$ 25,440.00
#2-2		SQ.FT.	9500	\$	Sawgrass Oak 3.66	\$ 34,770.00	\$	Shaw:Style Expo Plus Armstrong:Style 1.50	\$ 14,250.00	\$	12 mil Dealers sol. 1.91	\$ 18,145.00	\$	No Bid	No Bid
#2-3	VCT	SQ.FT.	10000	\$	Texture 4.34	\$ 43,400.00	\$	Excelon 1.79	\$ 17,900.00	\$	armstrong excelon 1.44	\$ 14,400.00	\$	1.74 TARKETT	\$ 17,400.00
#2-4	Ceramic Tile floor or wall Floor Patch/Leveling	SQ.FT.	2000	\$	Britton Bone LevelQuik RS Self-Leveling 6.48	\$ 12,960.00	\$	"x 12" 1.85	\$ 3,700.00	\$	Daltile AF01-04 1.85	\$ 3,700.00	\$	5.00 CERAMIC TILE	\$ 10,000.00
#2-5	Compound	SQ.FT.	4000	\$	Leveling 9.44	\$ 37,760.00	\$	"Thickness 0.25	\$ 1,000.00	\$	Mapel Patch 0.20	\$ 800.00	\$	1.02 FEATHER FINISH HARDWOOD	\$ 4,080.00
#2-6	Hardwood Underlayment	SQ.FT.	6000	\$	Insulayment 10.76	\$ 64,560.00	\$	Step 0.35	\$ 2,100.00	\$	1/4 sanded pine 1.36	\$ 8,160.00	\$	0.85 PLYWOOD	\$ 5,100.00
#2-7	Roppe or equal Cove base 4" 1-3/8" X 72" Aluminum Carpet Transition Trim	LN.FT.	10000	\$	Series Dark 2.13	\$ 21,300.00	\$	"Vinyl 0.90	\$ 9,000.00	\$	Roppe 4"toe 0.85	\$ 8,500.00	\$	0.89 WITH TOE	\$ 8,900.00
#2-8		Ea.	125	\$	Traffic Master 39.60	\$ 4,950.00	\$	Trim 12.99	\$ 1,623.75	\$	C&C metal 5.50	\$ 687.50	\$	0.89 TRANSITION	\$ 111.25
#2-9	Installation-Labor only	SQ.FT.	400	\$	Labor Only 31.61	\$ 12,644.00	\$	Labor 0.85	\$ 340.00	\$	Install albor 0.69	\$ 275.00	\$	0.85 PLANK LABOR	\$ 340.00

Advertisement List
Solicitation # 2110-5191

Solicitation Title: Carpet and Flooring Purchase Replacement and Installation

Associations /Vendors	Contact Name	Email	Notes
Associations Revised as of 8/26/2020			
African American Chamber of Commerce of San Antonio	Lou Miller	blackchamber@aol.com	
Alamo Asian American Chamber of Commerce	Elva Adams	elva.adams@wellsfargo.com	
Alamo City Black Chamber Of Commerce	Bede Ramcharan	info@alamocitychamber.org	
American Council of Engineering Companies - San Antonio (ACEC-SA)	Anne Whittington	anne@acectx.org	
American Institute of Architects	Paula	paula@aiasa.org	
American Subcontractors Association	Jennifer Swinney	jennifer@asasanantonio.org	
Associated Builders and Contractors S. Texas Chapter	Steve Schultz	steve@abcsouthtexas.org	
Builders Exchange	Jeannette Olguin	jeannette@virtualbx.com	
Construct Connect		content@constructconnect.com	
CFMA		kimr@avacpa.com	
Construction Journal	Danielle Giammarino	DGiammarino@constructionjournal.com	
Fair Contracting Coalition		faircontractingcoalitioninfo@gmail.com	
Goodwill Industries	Steven Hussain Angelique de Oliveira	shussain@goodwill.sa.org adeoliveira@goodwillsa.org	
Greater San Antonio Builders Association	Kristi Sutterfield	ksutterfield@sabuilders.com	
The San Antonio Chamber of Commerce	Dave Petersen	dpetersen@sachamber.org	
Hispanic Contractors Association de San Antonio	Clarissa Perez Dave Sanchez	exdir@hcadesa.org admin@hcadesa.org dave@hcadesa.org	
Home Depot Pro Accounts	Darren Friesenhahn	Darren_Friesenhahn@homedepot.com	
IEC	Julie Howard	jhoward@iecsanantonio.com rvasquez@iecsanantonio.com	
MCA-SMACNA		mca-smacna@mca-smacna.org	
Minority Business Council	Hector Garcia	hector@hegarciacpa.com	
National Association of Women in Construction (NAWIC)	Sandee Morgan	nawicerin@gmail.com nawicsatx@gmail.com	
NAWBO San Antonio	Madeline Slay	Madeline@masarchitecture.com	
Plumbing Heating Cooling Contractors Association	Heidi Timble	Heidi@phcc-sanantonio.org	
Professional Engineers in Private Practice	Diane Hoskins	bexarpepp@sbcglobal.net	
Real Estate Council of San Antonio	Martha Mangum	martham@recsanantonio.com	

Advertisement List
Solicitation # 2110-5191

Solicitation Title: Carpet and Flooring Purchase Replacement and Installation

SAABE	Melodie	mg.assoc.mgmt@gmail.com	
San Antonio Board of Realtors	Suzanne	Suzanne@sabor.com	
SA Chapter of the Associated General Contractors	Dana Marsh	sanantonioagc@gmail.com	
San Antonio Hispanic Chamber of Commerce	Brianna Dimas	briannad@sahcc.org mariyaf@sahcc.org	
San Antonio Masonry Contractors Association	Debbie Mason	thesamca@gmail.com	
San Antonio Women's Chamber of Commerce	Cindy Libera	admin@sawomenschamber.org	
SmartApartmentData.com		constructionadmin@smartlocating.com	
South Central Regional Certification Agency	Charles Johnson	cjohnson@sctrca.org	
South San Antonio Chamber of Commerce	Al Arreola Jr	al@southsa.org	
Southwest Minority Supplier Diversity Council	Robert Casas	smsdc@smsdc.org gabrielle@smsdc.org	
Surety Association of South Texas, Inc.	Jim Swindle	jim@alamobonds.com	
Texas Society of Professional Engineers		jennifer@tspe.org	
TIBH Industries	Robert Olivo	robertolivo@tibh.org	
UTSA Minority Business Development Agency	Orestes Hubbard Jennifer Mort Jacqueline Jackson	orestes.hubbard@utsa.edu jennifer.mort@utsa.edu Jacqueline.Jackson@utsa.edu	
UTSA Procurement Technical Assistance Center	Terri Williams	ptac@utsa.edu	
West San Antonio Chamber of Commerce	Julie Jimenez	info@westsachamber.org julie@westsachamber.org	
Women's Business Enterprise	Avery Smith	bids@wbea-texas.org	
NAHRO	Web Site	http://nahro.economicengine.com	
Public Purchase	Web Site	www.publicpurchase.com	
Texas ESBD	Web Site	https://portal.cpa.state.tx.us/	
North San Antonio Chamber of Commerce	Web Site	https://northsachamber.chambermaster.com	
Direct Solicits as of 10/26/2021			
	HUBS on CMBL		
Ace Flooring Solutions, Llc	Pete Gonzales	pete@acefloors.org,	
Azteca Designs, Inc	Cecilia A. Castellano	castellano@aztecadesigns.com,	
H2 Interiors Llc	Eddie Hernandez	Ed@h2interiorsllc.com,	
Hearts For Homes	Maureen Moulton	moultonm001@hotmail.com,	
Wagner Interiors Llc	Amy Wagner	amy@allegiancefloors.com,	
Allied Associates Commercial	Elma Demory	elma@alliedacf.com,	
	Section 3 Bidders		

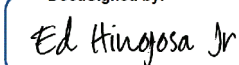
Advertisement List
Solicitation # 2110-5191

Solicitation Title: Carpet and Flooring Purchase Replacement and Installation

No section 3 Carpet & Flooring Vendors listed		No section 3 Carpet & Flooring Vendors listed	
	Direct Solicits		
Fresh Air	Alex Nero	alex@freshairsa.com,	
Gomez Floor Covering, Inc.	Linda G. Whitener	rwhitener@gomezfc.com,	
O'Krent Floor Covering Corp	Tony Bagley	TBAGLEY@OKRENTFLOORS.COM,	
Lone Star Carpet	Stephanie Keller	stephanie@lonestarcarpets.com,	
Redi-Carpet	Jay Ortman	jortman@redicarpet.com,	
Surfaces 360, LLC	Tashia Boyer	tashia@surfaces360.ne,	
Dixie Carpet	Brandy Eilers John Dean	BrandyE@dixiecarpet.com, johnd@dixiecarpet.com,	
	Jesus Rodriguez	jesus76rdz@gmail.com,	
Shaw Commercial Services	Eric Taylor David Bartley	eric.taylor@shawinc.com, david.bartley@shawinc.com,	
Continental Flooring		dconti@continentalflooring.com,	
Corporate Floors	Thomas Holland	tholland@corporatefloors.com,	
RDR Flooring Services	Dina Reyna	texastileco@sbcglobal.net,	
Home Depot	Darren Friesenhahn	darren_friesenhahn@homedepot.com,	
Impact Floors		mlusk@impactfloors.com, joey@impactfloors.com, Aweissman@impactfloors.com,	
Sunn Carpets & Interiors	Jim Coleman	support@sunn Carpets.com,	
Maverick Floor	Wes Brown	wes@maverickfloor.com,	
Mohawk Industries	Scott Cain	cain_scott@mohawkind.com,	
Rasa Floors	Tara Lewis	tlewise@rasafloors.com,	
Floor Decor & Outlets	Angie Mojica	amojica@flooranddecoroutlets.com,	
Business Floor Solutions, Inc.	Matthew Martinez	jere@bizfloor.biz,	
Business Flooring Partners, Llc	Lisa Gonzalez	lisagonzalez@bfsflooring.com,	
C2 Flooring	Melisa Martin	mmartin@c2flooring.com,	
Champion Floors Inc	James Flores	championfloors@outlook.com,	

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting****RESOLUTION 6205, AUTHORIZING THE AWARD OF A CONTRACT FOR ROOF REPLACEMENT AT CHERYL WEST APARTMENTS TO GARLAND/DBS, INC. THROUGH OMNIA PARTNERS, PUBLIC SECTOR, A NATIONWIDE PURCHASING COOPERATIVE FOR AN AMOUNT NOT TO EXCEED \$820,236.00**

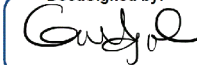
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Ed Hinojosa, Jr.**President and CEO**

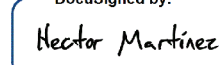
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George Ayala**Director of Procurement**

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Hector Martinez**Director of Construction****Services and Sustainability****REQUESTED ACTION:**

Consideration and approval regarding Resolution 6205, authorizing the award of a contract for roof replacement at Cheryl West Apartments to Garland/DBS, Inc. through Omnia Partners, Public Sector, a Nationwide Purchasing Cooperative for an amount not to exceed \$820,236.00.

FINANCIAL IMPACT:

The cost for the roof replacement at Cheryl West Apartments is not expected to exceed an amount of \$820,236.00, to include a base bid amount of \$683,530.00 and a 20% contingency in the amount of \$136,706.00, that will only be used, if necessary. This project will be funded by CFP, insurance proceeds, and available reserves.

SUMMARY:

The Cheryl West Apartments, built in 1975, is a family community located in the Woodlawn Hills area of west San Antonio. The community comprises 46 single-story duplexes, including 82 units and 4 handicapped accessible units.

Due to the age, wear and tear, and condition of the roofs at this apartment community, SAHA requires the services of a roofing contractor to provide comprehensive roof replacement. The scope of work will include: removal and replacement of the existing shingle roof systems with new architectural, 30-year dimensional shingles, replace any damaged wood decking, wood fascia, wood siding and/or wood trim on a unit cost basis, install one layer of a 45 mil peel and stick roof underlayment, install 4 lb pipe flashings at all plumbing vents, replace all passive roof vents with new 22 gauge vents, replace all code caps on gas exhaust vents and rusted dual wall piping above roof surface, install new pre-painted gutters (6" x 6"), downspouts (5" x 5") and drip edge. Gutters are to include gutter screens to prevent leaf collection within the gutter bodies. The estimated time for completion of this project is 110 days.

The U.S. Department of Housing and Urban Development encourages housing authorities to utilize cooperative and interagency agreements to simplify and expedite the procurement processes. Purchasing Cooperatives assign a lead agency for its solicitations to ensure that competitive bid requirements for most state and local government agencies are followed;

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022**

therefore, SAHA is not required to issue its own competitive solicitation in cases where the use of available contracts are appropriate and in accordance with SAHA procurement policies.

Once the lead public agency has awarded a contract with the supplier, participating public agencies in need of similar products and services are able to make purchases through the Omnia Partners contract. This ensures that the same terms and conditions of the lead agency's awarded contract apply to the participants. SAHA is currently a member of Omnia Partners, a nationwide purchasing cooperative.

On August 7, 2019, Racine County Wisconsin issued an Invitation for Bid #PW1925 for Roofing Supplies and Services, Waterproofing, and Related Products and Services that closed on September 9, 2019. Two bids were received in response to the solicitation. Garland/DBS, Inc. was the lowest responsive, responsible, and qualified bidder based on the requirements issued in the IFB and was awarded a contract that was effective October 15, 2019, to October 14, 2024, with one additional 5-year term.

COMPANY PROFILE:

Garland/DBS, Inc. was founded in 1895 and is located in Cleveland, Ohio. They are a jointly-owned subsidiary of The Garland Company, Inc., and Design-Build Solutions, Inc., and are positioned throughout the United States, Canada, and the United Kingdom providing public agencies and nonprofits a comprehensive selection of roofing material solutions and support services. They provide roofing materials and full-service roof asset management for a wide spectrum of public and private sector roofing applications, including, but not limited to: single ply, modified bitumen, built-up roofing (BUR), low-slope standing seam metal, low-slope, flat-seam metal, steep-slope, standing-seam metal, slate, concrete tile, asphalt shingle, and clay tile.

Garland, the general contractor for this project, obtained three bids for the roof replacement at Cheryl West Apartments and is recommending a contract award to their subcontractor, D&G Quality Roofing. They provided the lowest price to complete the project.

D&G Quality Roofing was established in 1996 and is headquartered in Burleson, Texas, with an office location in Houston, Texas. This contractor provides roof inspection, preventative maintenance, repair, replacement, and storm preparation services for their commercial, government, industrial, and multifamily customers throughout the state of Texas.

PRIOR AWARDS:

This contractor has received prior awards from SAHA for the following projects and performed satisfactorily under all awarded contracts: water leak repairs and sealing of exterior doors and windows at the Convent, reglaze 24 windows, reseal coping joints, clean and reseal brick coping, and repair roof drains at SAHA's Central Office, roof and window replacement at Bella Claire Apartments, roof replacement at Cross Creek Apartments, roof repair and replacement at Escondida Apartments, roof replacement at Frank Hornsby Apartments, roof replacement at Francis Furey Apartments, roof replacement at Lincoln Heights Courts, roof and window replacement at Madonna Apartments, roof repair and replacement at Morris C. Beldon Apartments, roof replacement at Tarry Towne Apartments, and roof and HVAC replacement at Woodhill Apartments.

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

CONTRACT OVERSIGHT:

Contract oversight will be provided by Hector Martinez, Director of Construction Services and Sustainability, who will monitor the vendor's adherence to contract requirements and performance. The Procurement Department will be responsible to ensure the vendor submits the Contractor's Section 3 Compliance report on a monthly basis.

STRATEGIC OUTCOMES:

SAHA residents live in quality affordable housing.

SAHA residents have sufficient food, drinking water, clothing, and shelter.

SAHA residents feel safe.

ATTACHMENTS:

Resolution 6205

Map of Cheryl West Apartments

Picture of Cheryl West Apartments

**San Antonio Housing Authority
Resolution 6205**

RESOLUTION 6205, AUTHORIZING THE AWARD OF A CONTRACT FOR ROOF REPLACEMENT AT CHERYL WEST APARTMENTS TO GARLAND/DBS, INC. THROUGH OMNIA PARTNERS, PUBLIC SECTOR, A NATIONWIDE PURCHASING COOPERATIVE FOR AN AMOUNT NOT TO EXCEED \$820,236.00

WHEREAS, the U.S. Department of Housing and Urban Development encourages housing authorities to utilize cooperative and interagency agreements to simplify and expedite the procurement processes; and

WHEREAS, purchasing Cooperatives assign a lead agency for its solicitations to ensure that competitive bid requirements for most state and local government agencies are followed; therefore, SAHA is not required to issue its own competitive solicitation in cases where the use of available contracts are appropriate and in accordance with SAHA procurement policies; and

WHEREAS, on August 7, 2019, Racine County Wisconsin lead agency for Omnia Partners, Public Sector, issued an Invitation for Bid #PW1925 for Roofing Supplies and Services, Waterproofing, and Related Products and Services that closed on September 9, 2019. Garland/DBS, Inc. was the lowest responsive, responsible, and qualified bidder and was awarded a contract that was effective October 15, 2019 to October 14, 2024, with one additional 5-year term; and

WHEREAS, staff is requesting approval to award a contract to Garland/DBS, Inc. for the roof replacement project at Cheryl West Apartments; and

WHEREAS, the current award recommendation for the roof replacement at Cheryl West Apartments is not expected to exceed an amount of \$820,236.00 to include a base bid amount of \$683,530.00, and a 20% contingency in the amount of \$136,706.00 that will only be used, if necessary. This project will be funded by CFP, insurance proceeds, and available reserves; and

WHEREAS, staff requests the Board of Commissioners authorize the President and CEO, or designee, to execute all documents associated with this contract.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of San Antonio Housing Authority, hereby:

- 1) Approves Resolution 6205, authorizing the award of a contract for roof replacement at Cheryl West Apartments to Garland/DBS, Inc. through Omnia Partners, Public Sector, a Nationwide Purchasing Cooperative for an amount not to exceed \$820,236.00.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated with this contract.

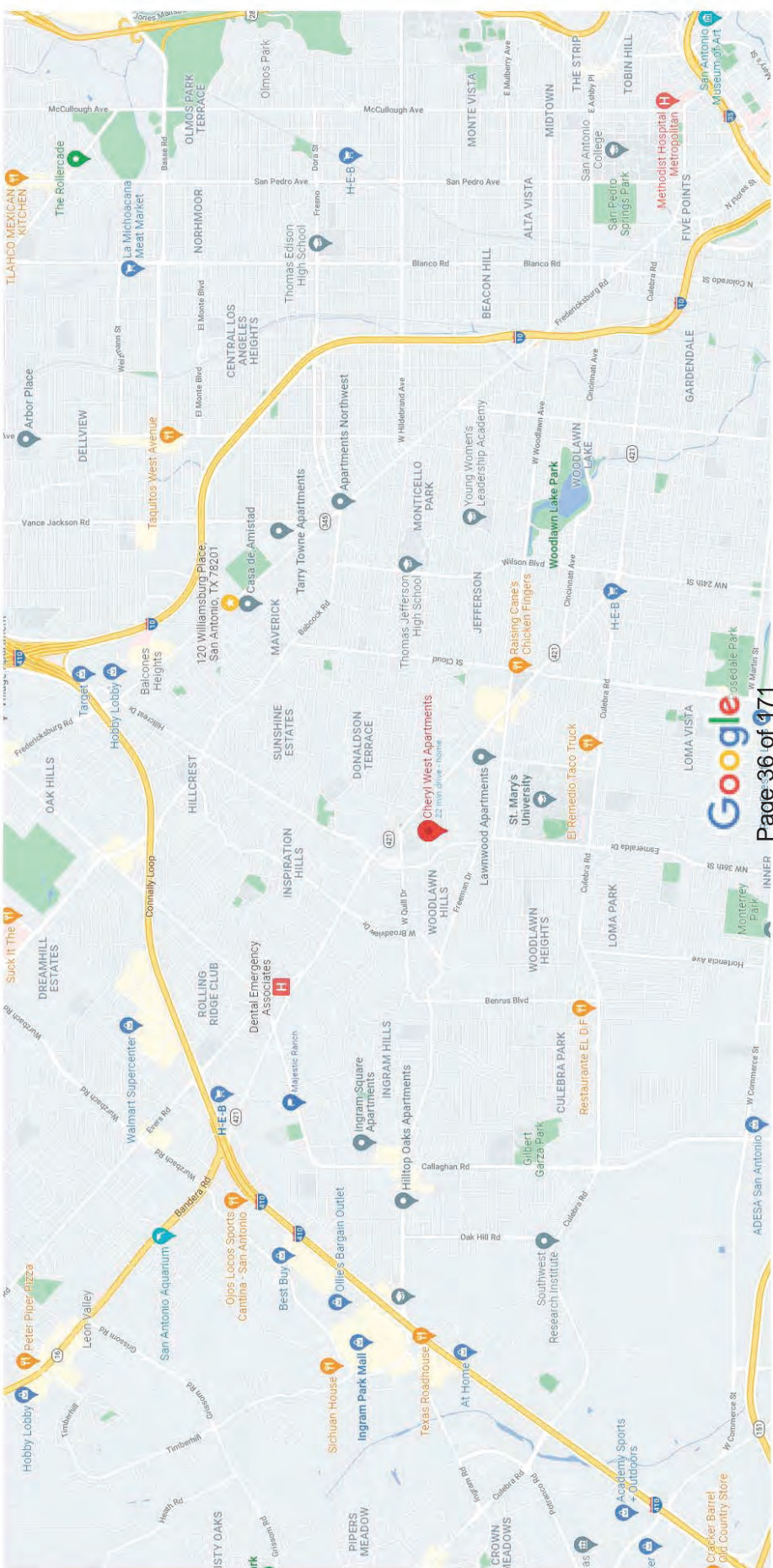
Passed and approved on the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO


Cheryl West Apartments

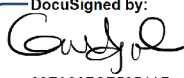





SAN ANTONIO HOUSING AUTHORITY**February 2, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting**

RESOLUTIONS 6206 AND 22FAC-01-25, AUTHORIZING THE AWARD OF A CONTRACT FOR CONSTRUCTION MANAGER AT RISK SERVICES TO FRANKLIN CONSTRUCTION LTD FOR AN AMOUNT NOT TO EXCEED \$17,315,000.00 TO INCLUDE PROJECT MAXIMUMS FOR GENERAL CONTRACTOR CHARGES OF 6% FOR GENERAL CONDITIONS, 2% FOR OVERHEAD, AND A 4% PROFIT; FOR A PERIOD OF 24 MONTHS

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

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George Ayala
Director of Procurement

DocuSigned by:

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Lorraine Robles
**Director of Development
Services and Neighborhood
Revitalization**

REQUESTED ACTION:

Consideration and approval regarding Resolutions 6206 and 22FAC-01-25, authorizing the award of a contract for Construction Manager at Risk Services to Franklin Construction LTD for an amount not to exceed \$17,315,000.00 to include project maximums for general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit; for a period of 24 months.

FINANCIAL IMPACT:

A preliminary construction budget for the project is expected to be in the range of \$17,315,000.00 to include all trades, landscaping, site improvements and general requirements, and contractor overhead and profit. This total includes project maximums on general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit, which meet HUD requirements for Housing Authority projects.

This project is being financed with a mix of financing of 9% Low Income Housing Tax Credits as issued by the Texas Department of Housing and Community Affairs, Moving to Work funds, and project-based housing assistance issued by the San Antonio Housing Authority.

SUMMARY:

Snowden Senior Apartments is planned as a 135-unit new construction apartment complex for seniors 62 years of age and older. It is proposed on approximately 6.97 acres of vacant land located at 7223 Snowden Road, San Antonio, Texas, and is owned by the San Antonio Housing Finance Corporation (HFC), but will be transferred to the San Antonio Housing Facility Corporation (FAC) at closing. The project is designed as a 4-story wood frame building with a brick and siding exterior. The new development will provide a mix of one and two-bedroom units with appropriate design considerations for senior living households and is anticipated to be 100% affordable with 40% of the units subsidized by an MTW Strategy. The amenities will include an activity room, beauty salon, fitness room, game room, swimming pool, exterior unit balconies, and walking trails.

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022**

The FAC requires the services of a general contractor to serve as a partner for the project and will act as a Construction Manager at Risk assuming the risk of construction of the complex at the contracted price and will provide consultation to the FAC during construction and after the design of the complex.

Additionally, a third-party Project Manager, Baker Tilly (Resolution 6159, approved on August 19, 2021) has been engaged to serve as the FAC's Representative on this project and Alamo Architects will serve as the design professional who will work with the selected Construction Manager At Risk.

PROCUREMENT PROCESS:

On November 24, 2021, FAC issued a "Request For Information" (RFI) #2111-5214 for Construction Manager at Risk Services, which closed on December 15, 2021. The RFI was published on the SAHA website, Electronic State Business Daily (ESBD), the Hart Beat, posted on NAHRO, Public Purchase, and direct solicited to 495 vendors. A total of two responses were received in response to this solicitation: Franklin Construction LTD and Tejas Premier Building Contractor, Inc. (HABE, MBE, SBE, WBE, HUB, Section 3). A committee of staff from Asset Management, Construction Services, Development Services, and Baker Tilly met to discuss both submissions. Staff are recommending Franklin Construction LTD as they are the best qualified to meet the needs of the HFC for this project.

COMPANY PROFILE:

Franklin Construction, LTD was established in 2005 and is headquartered in Helotes, Texas. This contractor is a nationwide builder with its focus on Texas. They work with partners to help develop and construct projects to include assisted living, Housing Authorities, HUD, market rate and affordable multifamily, senior living, student housing, and tax credit developments. This contractor has worked with Housing Authorities to include, but not limited to: Housing Authority of Bexar County, Housing Authority of the City of El Paso, Dilley Housing Authority, and Port Isabel Housing Authority. Their projects include, but are not limited to, HUD Multifamily: El Paso, Texas; Market Rate Multifamily: El Paso, Georgetown, Pflugerville, and San Antonio, Texas, and Slidell, Louisiana; Low Income Housing Tax Credit Multifamily: El Paso and San Antonio, Texas; Market Rate Student Housing: Huntsville, Texas; Senior Housing: San Antonio, Texas; and Senior Housing/Assisted Living/ Memory Care: Boerne and Round Rock, Texas.

PRIOR SAHA AWARDS:

Franklin Construction LTD has partnered with SAHA on the following projects: Artisan at Creekside (252 units), Artisan at Mission Creek (252 units), Artisan at Ruiz (102 units), Park at Sutton Oaks (194 units), Sutton Oaks Phase I (194 units), and Salado Falls (200 units).

CONTRACT OVERSIGHT:

Contract oversight will be provided by Hector Martinez, Director of Construction Services and Sustainability, who will monitor the vendor's adherence to contract requirements and performance.

STRATEGIC OUTCOMES:

SAHA residents have a sufficient supply of affordable housing options.
SAHA residents live in quality affordable housing.

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

ATTACHMENTS:

Resolution 6206

Resolution 22FAC-01-25

Advertisement List

CERTIFICATE FOR RESOLUTION RESOLUTION 6206

The undersigned officer of the Housing Authority of the City of San Antonio, Texas a housing authority created pursuant to the laws of the State of Texas ("SAHA") hereby certifies as follows:

1. In accordance with its bylaws, the Board of Commissioners of SAHA (the "Board") held a meeting on February 2, 2022, (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 6206, AUTHORIZING THE AWARD OF A CONTRACT FOR
CONSTRUCTION MANAGER AT RISK SERVICES TO FRANKLIN
CONSTRUCTION LTD FOR AN AMOUNT NOT TO EXCEED \$17,315,000.00 TO
INCLUDE PROJECT MAXIMUMS FOR GENERAL CONTRACTOR CHARGES OF
6% FOR GENERAL CONDITIONS, 2% FOR OVERHEAD, AND A 4% PROFIT; FOR
A PERIOD OF 24 MONTHS**

(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 SAHA.

SIGNED and SEALED on this 2nd day of February 2022.



Ed Hinojosa, Jr.
President and CEO

**San Antonio Housing Authority
Resolution 6206**

RESOLUTION 6206, AUTHORIZING THE AWARD OF A CONTRACT FOR CONSTRUCTION MANAGER AT RISK SERVICES TO FRANKLIN CONSTRUCTION LTD FOR AN AMOUNT NOT TO EXCEED \$17,315,000.00 TO INCLUDE PROJECT MAXIMUMS FOR GENERAL CONTRACTOR CHARGES OF 6% FOR GENERAL CONDITIONS, 2% FOR OVERHEAD, AND A 4% PROFIT; FOR A PERIOD OF 24 MONTHS

WHEREAS, on November 24, 2021, the FAC issued a “Request For Information” (RFI) #2111-5214 for Construction Manager at Risk Services, which closed on December 15, 2021; and

WHEREAS, Snowden Senior Apartments is planned as a 135-unit new construction apartment complex proposed on approximately 6.97 acres of vacant land located at 7223 Snowden Road, San Antonio, Texas, and is owned by the San Antonio Housing Finance Corporation (HFC) but will be transferred to the San Antonio Housing Facility Corporation (FAC) at closing; and

WHEREAS, a total of two proposals were received in response to the RFI; and

WHEREAS, staff is requesting approval to award a contract to Franklin Construction LTD as they are the best qualified to meet the needs of the FAC for this project; and

WHEREAS, A preliminary construction budget for the project is expected to be in the range of \$17,315,000.00 to include all trades, landscaping, site improvements and general requirements, and contractor overhead and profit. This total includes project maximums on general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit, which meet HUD requirements for Housing Authority projects.

This project is being financed with a mix of financing of 9% Low Income Housing Tax Credits as issued by the Texas Department of Housing and Community Affairs, Moving to Work funds, and project-based housing assistance issued by the San Antonio Housing Authority; and

WHEREAS, staff requests the Board of Commissioners authorize the President and CEO, or designee, to execute all documents associated with this contract.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of San Antonio Housing Authority, hereby approves:

Section 1. The Officers of SAHA and the San Antonio Housing Facility Corporation, 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 2. 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 3. 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 4. 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 5. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 6. This Resolution shall be in force and effect from and after its passage.

Passed and approved this 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

**San Antonio Housing Facility Corporation
Resolution 22FAC-01-25**

RESOLUTION 22FAC-01-25, AUTHORIZING THE AWARD OF A CONTRACT FOR CONSTRUCTION MANAGER AT RISK SERVICES TO FRANKLIN CONSTRUCTION LTD FOR AN AMOUNT NOT TO EXCEED \$17,315,000.00 TO INCLUDE PROJECT MAXIMUMS FOR GENERAL CONTRACTOR CHARGES OF 6% FOR GENERAL CONDITIONS, 2% FOR OVERHEAD, AND A 4% PROFIT; FOR A PERIOD OF 24 MONTHS

WHEREAS, on November 24, 2021, San Antonio Housing Facility Corporation (FAC) issued a "Request For Information" (RFI) #2111-5214 for Construction Manager at Risk Services, which closed on December 15, 2021; and

WHEREAS, a total of two proposals were received in response to the RFI; and

WHEREAS, Snowden Senior Apartments is planned as a 135-unit new construction apartment complex proposed on approximately 6.97 acres of vacant land located at 7223 Snowden Road, San Antonio, Texas, and is owned by the San Antonio Housing Finance Corporation (HFC) but will be transferred to the San Antonio Housing Facility Corporation (FAC) at closing; and

WHEREAS, staff is requesting approval to award a contract to Franklin Construction LTD as they are the best qualified to meet the needs of the FAC for this project; and

WHEREAS, A preliminary construction budget for the project is expected to be in the range of \$17,315,000.00 to include all trades, landscaping, site improvements and general requirements, and contractor overhead and profit. This total includes project maximums on general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit, which meet HUD requirements for Housing Authority projects; and

This project is being financed with a mix of financing of 9% Low Income Housing Tax Credits as issued by the Texas Department of Housing and Community Affairs, Moving to Work funds, and project-based housing assistance issued by the San Antonio Housing Authority; and

WHEREAS, staff requests the Board of Directors authorize the Secretary/Treasurer, or designee, to execute all documents associated with this contract.

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

- 1) Approves Resolution 22FAC-01-25, authorizing the award of a contract for Construction Manager at Risk Services to Franklin Construction LTD for an amount not to exceed \$17,315,000.00 to include project maximums for general contractor charges of 6% for general conditions, 2% for overhead, and a 4% profit; for a period of 24 months.
- 2) Authorizes the Secretary/Treasurer, or designee, to execute all necessary documents associated with this contract.

Passed and approved on the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

Advertisement List
Solicitation # 2111-5214
Solicitation Title: Construction Manager at Risk Services

Associations /Vendors	Contact Name	Email	Notes
Associations Revised as of 8/26/2020			
African American Chamber of Commerce of San Antonio	Lou Miller	blackchamber@aol.com	
Alamo Asian American Chamber of Commerce	Elva Adams	elva.adams@wellsfargo.com	
Alamo City Black Chamber Of Commerce	Bede Ramcharan	info@alamocitychamber.org	
American Council of Engineering Companies - San Antonio (ACEC-SA)	Anne Whittington	anne@acectx.org	
American Institute of Architects	Paula	paula@aia.org	
American Subcontractors Association	Jennifer Swinney	jennifer@asasanantonio.org	
Associated Builders and Contractors S. Texas Chapter	Steve Schultz	steve@abcsouthtexas.org	
Builders Exchange	Jeannette Olguin	jeannette@virtualbx.com	
Construct Connect		content@constructconnect.com	
CFMA		kimr@avacpa.com	
Construction Journal	Danielle Giammarino	DGiammarino@constructionjournal.com	
Fair Contracting Coalition		faircontractingcoalitioninfo@gmail.com	
Goodwill Industries	Steven Hussain Angelique de Oliveira	shussain@goodwill.sa.org adeoliveira@goodwillsa.org	
Greater San Antonio Builders Association	Kristi Sutterfield	ksutterfield@sabuilders.com	
The San Antonio Chamber of Commerce	Dave Petersen	dpetersen@sachamber.org	
Hispanic Contractors Association de San Antonio	Clarissa Perez Dave Sanchez	exdir@hcadesa.org admin@hcadesa.org dave@hcadesa.org	
Home Depot Pro Accounts	Darren Friesenhahn	Darren_Friesenhahn@homedepot.com	
IEC	Julie Howard	jhoward@iecsanantonio.com rvasquez@iecsanantonio.com	
MCA-SMACNA		mca-smacna@mca-smacna.org	
Minority Business Council	Hector Garcia	hector@hegarciacpa.com	
National Association of Women in Construction (NAWIC)	Sandee Morgan	nawicerin@gmail.com nawicsatx@gmail.com	
NAWBO San Antonio	Madeline Slay	Madeline@masarchitecture.com	
Plumbing Heating Cooling Contractors Association	Heidi Timble	Heidi@phcc-sanantonio.org	
Professional Engineers in Private Practice	Diane Hoskins	bexarpepp@sbcglobal.net	
Real Estate Council of San Antonio	Martha Mangum	martham@recsanantonio.com	

Advertisement List
Solicitation # 2111-5214

Solicitation Title: Construction Manager at Risk Services

SAABE	Melodie	mg.assoc.mgmt@gmail.com	
San Antonio Board of Realtors	Suzanne	Suzanne@sabor.com	
SA Chapter of the Associated General Contractors	Dana Marsh	sanantonioagc@gmail.com	
San Antonio Hispanic Chamber of Commerce	Brianna Dimas	briannad@sahcc.org mariyaf@sahcc.org	
San Antonio Masonry Contractors Association	Debbie Mason	thesamca@gmail.com	
San Antonio Women's Chamber of Commerce	Cindy Libera	admin@sawomenschamber.org	
SmartApartmentData.com		constructionadmin@smartlocating.com	
South Central Regional Certification Agency	Charles Johnson	cjohnson@sctrca.org	
South San Antonio Chamber of Commerce	Al Arreola Jr	al@southsa.org	
Southwest Minority Supplier Diversity Council	Robert Casas	smsdc@smsdc.org gabrielle@smsdc.org	
Surety Association of South Texas, Inc.	Jim Swindle	jim@alamobonds.com	
Texas Society of Professional Engineers		jennifer@tspe.org	
TIBH Industries	Robert Olivo	robertolivo@tibh.org	
UTSA Minority Business Development Agency	Orestes Hubbard Jennifer Mort Jacqueline Jackson	orestes.hubbard@utsa.edu jennifer.mort@utsa.edu Jacqueline.Jackson@utsa.edu	
UTSA Procurement Technical Assistance Center	Terri Williams	ptac@utsa.edu	
West San Antonio Chamber of Commerce	Julie Jimenez	info@westsachamber.org julie@westsachamber.org	
Women's Business Enterprise	Avery Smith	bids@wbea-texas.org	
NAHRO	Web Site	http://nahro.economicengine.com	
Public Purchase	Web Site	www.publicpurchase.com	
Texas ESBD	Web Site	https://portal.cpa.state.tx.us/	
North San Antonio Chamber of Commerce	Web Site	https://northsachamber.chambermaster.com	

Direct Solicits as of 11/23/21

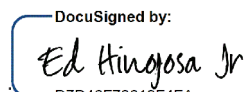
	HUBS on CMBL		
AG3 GROUP, LLC	Ayda S. Gonzalez	agonzalez@ag3-group.com,	
Jasmine Engineering,	Yasaman J Azima	jasmine@jasmineengineering.com,	
Lackey De Carvajal CX	Michael W. Lackey	mike.lackey@lccx.com,	
MLP Ventures Inc.	Liborio Perez	mlp@att.net,	
Robinson General Contractrs	Yvette Robinson	yrobinson@robinsongc.com,	
Valla Construction	Michael Rivas	michael@valla-inc.com,	
	Section 3 Bidders		

Advertisement List
Solicitation # 2111-5214

Solicitation Title: Construction Manager at Risk Services

Geofill Construction	Jan Puente	jpuente.geofill@outlook.com,	
Vela Group, LLC.	Joe Vela	joe.vela@velagroupinc.com,	
Tejas Premier Building Cntrctr	Julissa Carielo	julissa@tejaspremierbc.com,	
	Direct Solicits		
Franklin Construction	Karl Wanke	kwake@franklincon.net,	
NRP Construction	Dan Hull	dhull@nrpgroup.com,	
Cadence McShane	Sri Kasturi	skasturi@cadencemcshane.com,	
Galaxy Construction	Neilish Verma	neileshv@galaxybuilders.com,	
Carlton Construction	Steve Sivells	ssivells@carletonrp.com,	
Atlantic Pacific Community Builders - Texas, LLC	Joseph Roig	jroig@apcompanies.com,	
Embrey Construction	Randy Powell	Randy@embreydc.com,	
All Pro Gen. Const.	Jorge Zapata	jorge@apgc.pro,	

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting****RESOLUTION 6207, AUTHORIZING THE AWARD OF A CONTRACT FOR DISPARITY AND AVAILABILITY STUDY TO KEEN INDEPENDENT RESEARCH FOR AN AMOUNT NOT TO EXCEED \$436,990.00; FOR A PERIOD OF NINE MONTHS**

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

 23FA86FCE5954A7...
George Ayala
Director of Procurement

REQUESTED ACTION:

Consideration and approval regarding Resolution 6207, authorizing the award of a contract for disparity and availability study to Keen Independent Research for an amount not to exceed \$436,990.00; for a period of nine months.

FINANCIAL IMPACT:

The current award recommendation for the disparity and availability study is estimated not to exceed an amount of \$436,990.00, to include a base cost of \$349,592.00 and a 25% contingency in the amount of \$87,398.00 that will only be used, if necessary, for additional work that may be required to complete the project. This project will be funded through the operating budget and available reserves.

SUMMARY:

In 2009, SAHA participated in the Regional Business Disparity Consortium along with the City of San Antonio and other public agencies to include: Alamo Regional Mobility Authority, Brooks Development Authority, Bexar County, City Public Service, Edwards Aquifer Authority, Port Authority of San Antonio, San Antonio Water System, and Univerity Health System in order to examine evidence of discrimination and/or disparities and to demonstrate a compelling governmental interest to address remediation of such discrimination and/or disparity. SAHA's Board of Commissioners accepted the findings of the 2009 Disparity Study on April 3, 2014.

At that time, it was determined that a disparity study was required to consider the establishment or continuation of a small, minority or women-owned business program by the Agency. SAHA engaged the services of a consultant to develop a formal, legally compliant MWBE program. The program provides technical assistance to SAHA in its efforts to promote the equitable participation of minority/women owned businesses (MWBE) in SAHA contracting opportunities. The MWBE Policy was approved and adopted by SAHA's Board of Commissioners on May 1, 2014.

SAHA requires the services of a Consultant to learn the status of opportunities for small-, minority-, women- and disadvantaged-owned business enterprises ("SBEs", "MBEs", "WBEs" and "DBEs") participating in SAHA's contracts and purchase orders, and to undertake all necessary and affirmative steps to ensure that such businesses are afforded equal opportunity for participation within the commodities and services from which the Authority purchases.

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022**

The consultant shall examine what, if any, barriers may be adversely affecting the participation of SBEs, MBEs, WBEs, and DBEs in contracts and purchase orders issued by the Authority; identify the availability of SBE, MBE, WBE, and non-MBE contractors and vendors, and DBEs and non-DBEs that are qualified, ready, willing, able, and have the capacity to do business with the Authority in the relevant geographic marketplace area, calculated for each racial, ethnic, gender and small business group; analyze the contracting and procurement data of the Authority to determine the solicitation and respective utilization of SBEs, MBEs, WBEs, and DBEs; determine the extent to which any identified disparities in the utilization of available SBEs, MBEs, WBEs, and DBEs by the Authority are attributable to discrimination; and propose measures and programs, and ranks anticipated efficacy of those measures and programs to remedy the effects of any discrimination identified; and, to reduce or eliminate any other relevant geographic marketplace barriers that adversely affect the contract and purchase order participation of such SBEs, MBEs, WBEs, and DBEs.

PROCUREMENT PROCESS:

On September 30, 2021, SAHA issued a Request For Proposals (RFP) #2108-5182 for Disparity and Availability Study that closed on October 21, 2021. The RFP was published on the SAHA E-Procurement Website, the Hart Beat, NAHRO E-Procurement website, and directly solicited to 20 firms. Two proposals were received in response to this solicitation: Keen Independent Research and MGT Consulting. Both proposals were evaluated based on the following criteria: qualifications and experience, respondent's proposed staff qualifications, quality assurance plan, price proposal, and SWMBE utilization plan. Based upon the above, we are recommending a contract award to Keen Independent Research. They are the highest-rated qualified proposer.

COMPANY PROFILE:

Keen Independent Research was founded in 2011 and is headquartered in Phoenix, Arizona, with a field office location in Denver, Colorado, as well as having additional staff from New York to California. They are an economic consulting firm specializing in equity research, disparity studies, and related MBE/WBE and DBE programs. The company performs work for public, private, and nonprofit clients. Their staff is composed of in-house economists and statisticians, policy and program specialists, survey specialists, qualitative researchers, technical writers and editors, and quality control specialists. The firm has conducted disparity studies related to MBEs, WBEs, DBEs, SBEs, veteran-owned businesses, firms owned by persons with disabilities, and firms owned by members of the LGBTQIA+ community. Keen Independent Research's Housing Authority clients include, but are not limited to: the Atlanta Housing Authority, Clark County Housing Authority in Las Vegas, Minneapolis Public Housing Authority, and Denver Housing Authority. Their Texas clients include, but are not limited to: City of San Antonio, City of San Marcos, City of Fort Worth, City of Waco, Dallas/Fort Worth Airport Board, Edwards Aquifer Authority and Guadalupe-Blanco River Authority, Fort Worth Transportation Authority, San Antonio Water System, State of Texas, and Tarrant County.

PRIOR AWARDS:

This vendor has received no prior awards from SAHA.

CONTRACT OVERSIGHT:

George Ayala, Director of Procurement will provide contract oversight for this project.

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

STRATEGIC OUTCOME:

Supports all strategic outcomes.

ATTACHMENTS:

Resolution 6207

Scoring Matrix

Advertisement List

**San Antonio Housing Authority
Resolution 6207**

RESOLUTION 6207, AUTHORIZING THE AWARD OF A CONTRACT FOR DISPARITY AND AVAILABILITY STUDY TO KEEN INDEPENDENT RESEARCH FOR AN AMOUNT NOT TO EXCEED \$436,990.00; FOR A PERIOD OF NINE MONTHS

WHEREAS, on September 30, 2021, SAHA issued a Request For Proposals (RFP) #2108-5182 for Disparity and Availability Study that closed on October 21, 2021; and

WHEREAS, a total of two proposals were received in response to the RFP; and

WHEREAS, staff is requesting approval to award a contract to Keen Independent Research; they are the highest-rated qualified proposer; and

WHEREAS, the current award recommendation for the disparity and availability study is estimated not to exceed an amount of \$436,990.00, to include a base cost of \$349,592.00 and a 25% contingency in the amount of \$87,398.00 that will only be used, if necessary, for additional work that may be required to complete the project. This project will be funded through the operating budget and available reserves; and

WHEREAS, staff requests the Board of Commissioners authorize the President and CEO, or designee, to execute all documents associated with this contract.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of San Antonio Housing Authority, hereby:

- 1) Approves Resolution 6207, authorizing the award of a contract for disparity and availability study to Keen Independent Research for an amount not to exceed \$436,990.00; for a period of nine months.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated with this contract.

Passed and approved on the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

San Antonio Housing Authority
2109-5182 - Disparity and Availability Study
Evaluation Matrix

Supplier	Total / 100 pts	Qualifications and Experience / 30 pts	Work Plan/Schedule / 20 pts	Quality Assurance Plan / 20 pts	Price proposal / 25 pts
Keen Independent Research LLC	95.8	30	20	18.4	25
MGT of America Consulting, LLC	74.58	22.8	12.8	17.6	17.18

Advertisement List
Solicitation # 2109-5182
Solicitation Title: Disparity and Availability Study

		Email Address or Domain Name	Date Invited
1	AHC Consulting	colin.dale@ahcconsulting.com	10/4/2021 9:45:11
2	Allied Supply Chain Support & Services	djacksonjr@allied-scss.com	10/21/2021 5:02:31
3	BBR Printers	Bopomu@outlook.com	10/19/2021 23:10:14
4	Colette Holt & Associates	glenn.sullivan@mwbelaw.com	10/4/2021 16:54:32
5	Deloitte Consulting LLP	alegler@deloitte.com	10/4/2021 10:19:18
6	GCAP Services, Inc	bizdev@gcapervices.com	10/4/2021 10:00:45
7	Gtech	quotes@gtechresearch.com	10/4/2021 8:40:20
8	kinsei consulting	dparets@kinseiconsulting.com	10/20/2021 16:05:09
9	IMS	ky@imsinfo.com	10/2/2021 2:35:09
10	Keen Independent Research LLC	hummkkeen@keenindependent.com	10/4/2021 14:35:26
11	InOhio	levent.baruc@InOhio.com	10/1/2021 18:51:55
12	Mana o Toa Military Mentoring, LLC	Help@ManaOToaMentors.com	10/16/2021 14:09:00
13	MGT of America Consulting, LLC	rcvrfp@mgtamer.com	10/4/2021 4:10:03
14	North America Procurement Council Inc.	sourcemanagement@napc.me	10/19/2021 23:18:43
15	Onvia, Inc	sourcemanagement2@onvia.com	10/1/2021 15:39:38
16	RFX Analyst, Inc.	rfp@rfxanalyst.com	10/2/2021 0:59:10
17	SevenOutsource	rfpalerts@gmail.com	10/4/2021 6:42:47
18	the simon firm inc	morris1129@aol.com	10/12/2021 7:44:15
19	VARA DEVELOPERS GROUP	INFO@VARADEVELOPERSGROUP.COM	10/19/2021 15:06:13
20	Vesta Rea & Associates, LLC	rebeca@vestarea.com	10/5/2021 10:12:43

SAN ANTONIO HOUSING AUTHORITY

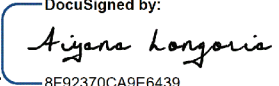
February 2, 2022

BOARD OF COMMISSIONERS
Regular Board Meeting

RESOLUTION 6209, RESOLUTION IN SUPPORT OF THE SECOND AMENDMENT TO THE HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO EMPLOYEES' MONEY PURCHASE PENSION PLAN AND TRUST, RESTATED EFFECTIVE JULY 1, 2021

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

 8F92370CA9E6439...
Aiyana Longoria
Interim Director, Human Resources

REQUESTED ACTION:

Consideration and approval regarding Resolution 6209, Resolution in support of the Second Amendment to the Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust, restated effective July 1, 2021. This resolution amends the Employees' Money Purchase Pension Plan by allowing eligible employees to enter into the plan immediately upon their eligible hire date. The amendment would also address "rollovers" into the plan, provided that the rollovers will not jeopardize the tax exempt status of the Plan.

The earlier entry date allows a new full-time eligible employee's individual pension account to immediately begin saving towards their retirement with employee and employer contributions. It also allows for the employee to budget accordingly for their net (take-home) compensation to include all tax, pension, and applicable benefit deductions.

FINANCIAL IMPACT:

Accounting for an average new hire salary of \$46,000.00 per year, and approximately 11 new hires per month, the estimated initial yearly increase to the pension accounts is \$230,230.00. This amount is already budgeted in the Retirement Benefit, so this action does not have a negative impact on the budget.

SUMMARY:

On June 3, 2021, the Board of Commissioners (the "Commissioners") of the Housing Authority of the City of San Antonio ("Employer") approved the restatement of the *Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust* (the "Plan"), generally effective July 1, 2021. Section 10.1.a. of the Plan provides that the Employer may amend the Plan at any time, provided that any amendment which affects the rights, duties, or responsibilities of the Trustee of the Plan may be made only with the Trustee's written consent. The restated Plan has been amended one time; and

The recommended changes are to:

- Amend the Plan to remove the service requirement for eligibility of enrollment. SAHA has determined that no written consent of the Trustee is required, because such amendment does not affect the rights, duties, or responsibilities of the Trustee.

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

- Accept a “rollover” made by an Eligible Employee, provided the “rollover” will not jeopardize the tax-exempt status of the Plan. The Administrator shall refuse to accept such transfers from other plans unless it reasonably concludes that the amounts to be rolled over to this Plan meet the requirements of Section 5.6.a. The amounts rolled over shall be set up in a separate account herein referred to as a “Participant’s Rollover Account.” Such account shall be fully Vested at all times and shall not be subject to Forfeiture for any reason.

STRATEGIC OUTCOME:

SAHA Employees Thrive in Career and Professional Development

ATTACHMENTS:

Resolution 6209

Second Amendment

**San Antonio Housing Authority
Resolution 6209**

RESOLUTION 6209, RESOLUTION IN SUPPORT OF THE SECOND AMENDMENT TO THE HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO EMPLOYEES' MONEY PURCHASE PENSION PLAN AND TRUST RESTATED EFFECTIVE JULY 1, 2021

WHEREAS, on June 3, 2021, the Board of Commissioners (the "Commissioners") of the Housing Authority of the City of San Antonio ("Employer") approved the restatement of the *Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust* (the "Plan"), generally effective July 1, 2021; and

WHEREAS, Section 10.1.a. of the Plan provides that the Employer may amend the Plan at any time, provided that any amendment which affects the rights, duties, or responsibilities of the Trustee of the Plan may be made only with the Trustee's written consent; and

WHEREAS, the restated Plan has been amended one time; and

WHEREAS, the Commissioners now desire to amend the Plan to remove the service requirement for eligibility and accept a "rollover" made by an Eligible Employee, provided the "rollover" will not jeopardize the tax-exempt status of the Plan, and have determined that no written consent of the Trustee is required, because such amendments do not affect the rights, duties, or responsibilities of the Trustee.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of San Antonio Housing Authority, hereby:

- 1) Approves Resolution 6209, Resolution in support of the second amendment to the Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust, restated effective July 1, 2021.
- 2) Authorizes the President and CEO, or his designee, to execute all documents necessary to carry out the various transactions authorized above.

Passed and approved this 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

**HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO
EMPLOYEES' MONEY PURCHASE PENSION PLAN AND TRUST
Restated Effective July 1, 2021**

SECOND AMENDMENT

WHEREAS, on June 3, 2021, the Board of Commissioners (the "Commissioners") of the Housing Authority of the City of San Antonio ("Employer") approved the restatement of the *Housing Authority of the City of San Antonio Employees' Money Purchase Pension Plan and Trust* (the "Plan"), generally effective July 1, 2021; and

WHEREAS, Section 10.1.a. of the Plan provides that the Employer may amend the Plan at any time, provided that any amendment which affects the rights, duties, or responsibilities of the Trustee of the Plan may be made only with the Trustee's written consent; and

WHEREAS, the restated Plan has been amended one time; and

WHEREAS, the Commissioners now desire to amend the Plan to remove the service requirement for eligibility, and have determined that no written consent of the Trustee is required because such amendment does not affect the rights, duties, or responsibilities of the Trustee; and

WHEREAS, on February 2, 2022, the Commissioners adopted Resolution 6209, amending and restating certain provisions of the Plan as set out below.

NOW, THEREFORE, the Housing Authority of the City of San Antonio, in accordance with the provisions of the Plan pertaining to amendments thereof, hereby amends Plan, effective April 1, 2022, as follows:

1. Plan Section 4.1 is amended and restated in its entirety to read as follows:

"4.1 CONDITIONS OF ELIGIBILITY

Any Eligible Employee shall be eligible to participate in accordance with Section 4.2 as of the later of (1) April 1, 2022, or (2) their date of hire. However, any employee who is a Participant in the Plan prior to April 1, 2022 shall continue to participate in the Plan. An Eligible Employee shall cease to be eligible to participate in the Plan upon the termination of his or her employment with the Employer or if he or she ceases to be an Eligible Employee for any other reason. Notwithstanding the provisions of this Section and of Sections 2.37 and 4.2, however, and effective for Employees hired before January 1, 2016, the President/Chief Executive Officer of the Employer shall have the authority to designate a participation commencement date earlier than the date described above ("Special Entry Date") for any Eligible Employee hired on or after August 1, 2002, provided that such Eligible Employee's name, Special Entry Date, and any other identifying information deemed necessary and desirable shall be reflected in an amendment to Appendix A, Special Entry Dates, attached to the Plan and made a part hereof. The President/Chief Executive Officer shall also have the authority to adopt and execute any such addition to Appendix A. Any such amendment shall be adopted by the President/Chief Executive Officer of the Employer solely in cases where, in the judgment of the President/Chief Executive Officer, the best interests of the Employer will be furthered by such amendment and designation.

In the event, however, that the Eligible Employee for whom a Special Entry Date is proposed is the President/Chief Executive Officer, the authority otherwise delegated to the President/Chief Executive Officer under this Section shall be exercised solely by the Board of Commissioners of the Employer. Effective for Employees hired after December 31, 2015, all Eligible Employees holding the title of "Director" or a higher title shall participate in the Plan as of the Eligible Employee's date of hire, and no further amendments to Appendix A shall be made. Furthermore, any Eligible Employees holding the title of "Director" or a higher title on May 5, 2016 shall begin participation in the Plan immediately after said date. The participation of any Eligible Employee who is assigned a Special Entry Date under this paragraph shall commence as of his or her Special Entry Date, and the designated Eligible Employee shall make Mandatory Employee Contributions as of such Special Entry Date."

2. Plan Section 4.3 is amended and restated in its entirety to read as follows:

"4.3 [reserved]"

3. Plan Subsection 5.6(a) is amended and restated in its entirety to read as follows:

"5.6.a With the consent of the Administrator, the Plan may accept a "rollover" made by an Eligible Employee, provided the "rollover" will not jeopardize the tax-exempt status of the Plan. The Administrator shall refuse to accept such transfers from other plans unless it reasonably concludes that the amounts to be rolled over to this Plan meet the requirements of this Section. The amounts rolled over shall be set up in a separate account herein referred to as a "Participant's Rollover Account." Such account shall be fully Vested at all times and shall not be subject to Forfeiture for any reason. Any transfer pursuant to this Subsection 5.6.a shall be in cash or its equivalent."

Except as hereby amended, the Housing Authority of City of San Antonio Employees' Money Purchase Pension Plan and Trust, as restated effective July 1, 2021, and subsequently amended, is hereby ratified and confirmed.

EXECUTED this 2nd day of February 2022.

EMPLOYER

**HOUSING AUTHORITY OF THE
CITY OF SAN ANTONIO**

By: _____
Ed Hinojosa, Jr.
President and CEO

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting**

RESOLUTION 6208, AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO DECLARE ITS INTENT TO ISSUE BONDS TO PROVIDE FINANCING FOR A MULTIFAMILY RESIDENTIAL RENTAL DEVELOPMENT FOR PERSONS OF LOW AND MODERATE INCOME (TIGONI VILLAS APARTMENTS); PRESCRIBING CERTAIN TERMS AND CONDITIONS OF SUCH BONDS; AUTHORIZING THE FILING OF AN APPLICATION FOR ALLOCATION OF PRIVATE ACTIVITY BONDS WITH THE TEXAS BOND REVIEW BOARD; AUTHORIZING A CAPITAL CONTRIBUTION OF \$500,000.00 IN MOVING TO WORK (MTW) FUNDS; AND, CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

DocuSigned by:

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Ed Hinojosa
President and CEO

DocuSigned by:

 9083B46EEA8B44D...
Thomas Roth
Director of Asset Management

REQUESTED ACTION:

Consideration and approval regarding Resolution 6208, authorizing the San Antonio Housing Facility Corporation to declare its intent to issue bonds to provide financing for a multifamily residential rental development for persons of low and moderate income (Tigoni Villas Apartments); prescribing certain terms and conditions of such bonds; authorizing the filing of an application for allocation of private activity bonds with the Texas Bond Review Board; authorizing a capital contribution of \$500,000.00 in Moving to Work (MTW) funds; and, containing other provisions relating to the subject.

FINANCIAL IMPACT:

The San Antonio Housing Authority (SAHA) will put \$500,000.00 in the project as a construction loan. SAHA will be repaid within approximately 6 months. After closing, the \$500,000.00 will be held by the San Antonio Housing Facility Corporation for liquidity in the event San Antonio Housing Facility Corporation committed certain delineated bad acts, such as willful breach of contract documents, fraud, or misappropriation of funds.

With respect to the bonds, no financial impact at this time. However, in order to issue tax-exempt bonds, the issuer must obtain a volume cap allocation from the Texas Bond Review Board, which is time sensitive and competitive. By authorizing SAHA staff to submit applications early for the aforementioned projects SAHA increases its chance to obtain the volume cap to complete the project and benefit from additional revenue.

SUMMARY:

SAHA is seeking authority to file an application relating to our proposed 2022 or 2023 tax-exempt bond and 4% tax credit projects. All 4% tax credit projects must be financed in part with tax-exempt bonds. In order to issue tax-exempt bonds, the issuer must obtain a volume cap

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022**

allocation from the Texas Bond Review Board. This is time sensitive and can be competitive. SAHA will be applying for volume cap, which will not be awarded until the end of the year, if any volume cap is available. Certain state agencies have the right to use available volume cap before local agencies, and in prior years the state agencies have used almost all of the volume cap and only seven local agency projects received volume cap. Volume cap available to local agencies is awarded on a first come, first served basis, according to when the application is submitted. Therefore, SAHA would need to submit applications as soon as possible. The Developer or SAHA must also apply for tax credits to the Texas Department of Housing and Community Development. For the Tigoni Villas Apartments project, the Developer will be applying separately for the tax credits. SAHA will only be issuing the tax-exempt bonds. Accordingly, Staff is requesting that the Board authorize these actions so that SAHA may begin the process, but SAHA is ***not asking to specifically approve or be bound to this project. These are non-binding Resolutions.*** This will enable SAHA and the Developer to move forward, make an application for volume cap and tax credits and begin to coordinate the financing and negotiate the specific terms of the deal, which will be brought back for Board approval.

Tigoni Villas Apartments, an approximately 140-unit multifamily project located at 1527 West Sunshine Drive in San Antonio, Texas, requesting \$20,000,000.00 of volume cap.

The Tigoni Villas Apartments project will be the acquisition and rehabilitation of an existing facility that consists of 140 units (10, 2-bedroom and 130, 3-bedroom units) across 6 residential buildings and a community building. The project was originally built in 2005 and is currently income and rent restricted by regulatory agreements with TDHCA for a total of 40 years from construction, expiring in 2044. The San Antonio Housing Facility Corporation will be the proposed issuer of the bonds and may own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership, which will own the project.

SAHA is a MTW agency. As part of its obligations as such an agency, SAHA is credited for creating more affordable housing units and it must meet its baseline of having the same number of affordable housing units as when it became a MTW agency. For new units to be counted as affordable housing units, SAHA must contribute financially towards the creation of those units. Originally, this project had no funds allocated to it. However, for SAHA's benefit, SAHA will contribute \$500,000.00 to the project during construction and will be immediately repaid by closing.

It is common in banking transactions to have "bad boy" carve outs. This means that the loans are non-recourse towards the borrower, unless certain acts that would be made in bad faith in relation to the loan that are criminal or fraudulent. The lender may require the borrowing entity to have \$500,000.00 in liquidity in case a bad boy provision is violated by SAHA or by San Antonio Housing Facility Corporation. It does not negatively impact SAHA, because it already maintains that liquidity amount.

The attached Resolution authorizes the San Antonio Housing Facility Corporation to approve the inducement Resolution for the above project and to accept and deliver a capital contribution of \$500,000.00 in MTW funds for the project.

STRATEGIC OUTCOME:

SAHA residents have a sufficient supply of affordable housing options.

SAHA residents live in quality affordable housing.

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

ATTACHMENTS:

Resolution 6208

Resolution 22FAC-01-21

Presentation

CERTIFICATE FOR RESOLUTION 6208

The undersigned officer of the San Antonio Housing Authority (the "Authority") hereby certifies as follows:

1. The Board of Commissioners of the Authority ("Board") held a meeting on February 2, 2022 ("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 6208, AUTHORIZING SAN ANTONIO HOUSING FACILITY CORPORATION TO DECLARE ITS INTENT TO ISSUE BONDS TO PROVIDE FINANCING FOR A MULTIFAMILY RESIDENTIAL RENTAL DEVELOPMENT FOR PERSONS OF LOW AND MODERATE INCOME (TIGONI VILLAS APARTMENTS); PRESCRIBING CERTAIN TERMS AND CONDITIONS OF SUCH BONDS; AUTHORIZING THE FILING OF AN APPLICATION FOR ALLOCATION OF PRIVATE ACTIVITY BONDS WITH THE TEXAS BOND REVIEW BOARD; AND, CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

2. The Resolution was duly introduced for the consideration of the Board of Commissioners 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.

3. 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 Meeting 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.

SIGNED AND SEALED this 2nd day of February 2022.



Ed Hinojosa, Jr.
President and CEO

**San Antonio Housing Authority
Resolution 6208**

RESOLUTION 6208, AUTHORIZING SAN ANTONIO HOUSING FACILITY CORPORATION TO DECLARE ITS INTENT TO ISSUE BONDS TO PROVIDE FINANCING FOR A MULTIFAMILY RESIDENTIAL RENTAL DEVELOPMENT FOR PERSONS OF LOW AND MODERATE INCOME (TIGONI VILLAS APARTMENTS); PRESCRIBING CERTAIN TERMS AND CONDITIONS OF SUCH BONDS; AUTHORIZING THE FILING OF AN APPLICATION FOR ALLOCATION OF PRIVATE ACTIVITY BONDS WITH THE TEXAS BOND REVIEW BOARD; AUTHORIZING A CAPITAL CONTRIBUTION OF \$500,000.00 IN MOVING TO WORK (MTW) FUNDS; AND, CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

WHEREAS, the San Antonio Housing Facility Corporation (the “Issuer”) was created by the San Antonio Housing Authority (the “Sponsor”) pursuant to the provisions of the Public Facility Corporation Act, Chapter 303, Texas Local Government Code (the “Act”); and

WHEREAS, the SAHA Board of Commissioners approved Resolution 6208, authorizing the Tigoni Villas Apartments (Project) with DevCo Preservation, LLC; and

WHEREAS, SAHA, an MTW agency, is credited for creating more affordable housing units and must meet its baseline of having the same number of affordable housing units as when it became an MTW agency; and

WHEREAS, SAHA must contribute financially towards the creation of new units in order for them to be counted as affordable housing units; and

WHEREAS, SAHA will contribute \$500,000.00 to the San Antonio Housing Facility Corporation, so it may loan such amounts to the Project during construction and will be immediately repaid by stabilization; and

WHEREAS, it is deemed necessary and advisable that this Resolution be adopted.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of San Antonio Housing Authority, hereby:

Section 1. The Issuer’s Resolution Declaring Intent to Issue Bonds to Provide Financing for a Multifamily Residential Rental Development for Persons of Low and Moderate Income (Tigoni Villas Apartments); Prescribing Certain Terms and Conditions of Such Bonds; Authorizing the Filing of an Application with the Texas Bond Review Board; Authorizing a Capital Contribution of \$500,000.00 in Moving to Work (MTW) Funds; and Containing Other Provisions Relating to the Subject to be adopted by the Issuer on February 2, 2022, a copy of which is attached hereto as Exhibit A and made a part hereof for all purposes, is hereby specifically approved.

Section 2. The approval herein given is in accordance with the provisions of the Act and is not to be construed as any undertaking by the Sponsor, and the Bonds shall never

constitute an indebtedness or pledge of the Sponsor, the City of San Antonio, Bexar County, Texas or the State of Texas, within the meaning of any constitutional or statutory provision, and the holder of the Bonds shall never be paid in whole or in part out of any funds raised or to be raised by taxation or any other revenues of the Issuer, the Sponsor, the City of San Antonio, Bexar County, Texas or the State of Texas except those revenues assigned and pledged by the Issuer in the Indenture of Trust referenced in the Issuer Resolution.

Passed and approved this 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

EXHIBIT A

ISSUER'S RESOLUTION

CERTIFICATE FOR RESOLUTION 22FAC-01-21

The undersigned officer of the San Antonio Housing Facility Corporation (Issuer) hereby certifies as follows:

1. In accordance with the bylaws of the Issuer, the Board of Directors of the Issuer ("Board") held a meeting on February 2, 2022 ("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 22FAC-01-21, SAN ANTONIO HOUSING FACILITY CORPORATION DECLARING INTENT TO ISSUE BONDS TO PROVIDE FINANCING FOR A MULTIFAMILY RESIDENTIAL RENTAL DEVELOPMENT FOR PERSONS OF LOW AND MODERATE INCOME (TIGONI VILLAS APARTMENTS); PRESCRIBING CERTAIN TERMS AND CONDITIONS OF SUCH BONDS; AUTHORIZING THE FILING OF AN APPLICATION FOR ALLOCATION OF PRIVATE ACTIVITY BONDS WITH THE TEXAS BOND REVIEW BOARD; AUTHORIZING A CAPITAL CONTRIBUTION OF \$500,000.00 IN MOVING TO WORK (MTW) FUNDS; AND, CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

The Resolution was duly introduced for the consideration of the Board of Commissioners 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 Meeting 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 Articles of Incorporation and the Bylaws of the Issuer.

SIGNED AND SEALED this 2nd day of February 2022.



Ed Hinojosa, Jr.
Secretary/Treasurer

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

RESOLUTION 22FAC-01-21, SAN ANTONIO HOUSING FACILITY CORPORATION DECLARING INTENT TO ISSUE BONDS TO PROVIDE FINANCING FOR A MULTIFAMILY RESIDENTIAL RENTAL DEVELOPMENT FOR PERSONS OF LOW AND MODERATE INCOME (TIGONI VILLAS APARTMENTS); PRESCRIBING CERTAIN TERMS AND CONDITIONS OF SUCH BONDS; AUTHORIZING THE FILING OF AN APPLICATION FOR ALLOCATION OF PRIVATE ACTIVITY BONDS WITH THE TEXAS BOND REVIEW BOARD; AUTHORIZING A CAPITAL CONTRIBUTION OF \$500,000.00 IN MOVING TO WORK (MTW) FUNDS; AND, CONTAINING OTHER PROVISIONS RELATING TO THE SUBJECT

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

WHEREAS, the Issuer is empowered to finance the costs of public facilities consisting of a residential development that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of San Antonio, Texas (“City”) by the issuance of housing revenue bonds; and

WHEREAS, DevCo Preservation, LLC, or an affiliated Texas limited partnership (“User”), requests that (i) the Issuer finance the acquisition, rehabilitation, and equipping of an approximately 140-unit multifamily housing residential facility located at 1527 West Sunshine Drive in San Antonio, Texas, and to be known as the Tigoni Villas Apartments (“Project”); and (ii) the Issuer file and/or refile a 2022 and/or any subsequent year Application (defined hereafter) and/or any carryforward application to the Texas Bond Review Board as described herein; and

WHEREAS, the User has advised the Issuer that a contributing factor that would further induce the User to proceed with providing for the acquisition, construction, equipping, and improvement of the Project would be a commitment and agreement by the Board of Directors (“Board”) of the Issuer to issue housing revenue bonds pursuant to the Act (“Bonds”) to finance and pay development costs of the Project (“Development Costs”); and

WHEREAS, in view of rising construction costs and the necessity of compliance with administrative regulations, it is considered essential that acquisition, construction, equipping, and improvement of the Project be completed at the earliest practicable date after satisfactory preliminary assurances from the Issuer that the proceeds of the sale of the Bonds, or other obligations, of the Issuer in an amount necessary to pay the Development Costs of the Project, will be made available to finance the Project; and

WHEREAS, this Resolution shall constitute the Issuer’s intent, subject to the terms hereof, to issue Bonds, or other obligations, pursuant to the Act in an amount prescribed by the User now contemplated not to exceed \$20,000,000.00 and to expend the proceeds thereof to pay Development Costs including costs of acquisition, rehabilitation, equipping, and improvement of the Project, funding a debt service or other reserve fund for the Project, and paying expenses

and costs in connection with the issuance of the Bonds, including costs of obtaining credit enhancement, if any; and

WHEREAS, the Bonds are “private activity bonds” as that term is defined in Subchapter A, Section 1372.001 of Chapter 1372, Texas Government Code, as amended, including the rules promulgated pursuant thereto in 34 Texas Administrative Code, Sections 190.1 through 190.8 (together, the “Allocation Act”), and various provisions of the Internal Revenue Code of 1986, as amended (“Code”); and

WHEREAS, the Code requires that the applicable elected official of the City approve the issuance of the Bonds after a public hearing for which reasonable public notice shall have been given; and

WHEREAS, the Issuer is authorized by the provisions of the Act to issue the Bonds; and

WHEREAS, in order to issue the Bonds in the manner contemplated, the Issuer must seek an allocation of the State of Texas volume cap pertaining to private activity bonds in order to satisfy the provisions of the Code; and

WHEREAS, in order to satisfy, in part, the provisions of the Allocation Act, the Issuer must submit an “Application for Allocation of Private Activity Bonds” (“Application”) to the Texas Bond Review Board and adopt this Resolution authorizing the filing, and re-filing, either for carryforward volume cap or filing in subsequent years, of the Application; and

WHEREAS, the Application and the Allocation Act require that the Issuer certify that the Bonds are not being issued for the same stated purpose for which the Issuer has received sufficient carryforward during a prior year or for which there exists unexpended proceeds from a prior issue or issues of bonds issued by the Issuer; and

WHEREAS, the User intends to make capital expenditures in connection with the acquisition, construction, equipping, and improvement of the Project (“Expenditures”) and expects to reimburse the Expenditures with proceeds of the Bonds; and

WHEREAS, in order to allocate under Treasury Regulation §1.150-2 (Regulation) proceeds of the Bonds to the Expenditures, the Issuer must declare its reasonable expectation to reimburse the Expenditures; and

WHEREAS, the User has requested authorization to make all filings necessary to obtain and maintain debt financing and tax credits on the Project; and

WHEREAS, the Board has determined that it is in the public interest and to the benefit of the citizens and residents of the City for the various entities to enter into the transactions described above so that the User may construct the Project; and

WHEREAS, SAHA, a MTW agency, is credited for creating more affordable housing units and must meet its baseline of having the same number of affordable housing units, as when it became an MTW agency; and

WHEREAS, SAHA must contribute financially towards the creation of new units in order for them to be counted as affordable housing units; and

WHEREAS, SAHA will contribute \$500,000.00 to the San Antonio Housing Facility Corporation so that it may loan such funds to the project during construction and will be immediately repaid by stabilization.

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

- 1) Subject to the terms hereof, the Issuer agrees that it will:
 - a. subject to the negotiation of mutually acceptable agreements, issue the Bonds, in an amount not to exceed \$20,000,000.00;
 - b. cooperate with the User with respect to the issuance of the Bonds, and, if arrangements therefore satisfactory to the User and the Issuer can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any contracts or agreements deemed necessary and desirable by the User or the Issuer in connection with the issuance of the Bonds (collectively, the "Contracts"), providing among other things for payment of the principal of, interest on, redemption premiums on, and paying agents' and trustee's fees and charges, if any, on the Bonds; payment of fees, charges, and expenses of the Issuer and the City (including legal and financial advisory expenses); acquisition, construction, equipping, and improvement of the Project; and use, operation, and maintenance of the Project (and the execution of any necessary guaranty agreements), all as shall be authorized, required, or permitted by law and as shall be satisfactory to the Issuer, the City, and the User;
 - c. if the proceeds from the sale of the Bonds are insufficient to complete the acquisition, construction, equipping, and improvement of the Project, take such actions and execute such documents as may be necessary to permit the issuance from time to time in the future of additional bonds on terms which shall be set forth herein, whether on a parity with other series of bonds or otherwise, for the purpose of paying the costs of completing the acquisition, construction, equipping, and improvement of the Project, as requested by the User and within then applicable limitations; and
 - d. take or cause to be taken such other actions as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.
- 2) The Bonds shall specifically provide that neither the State of Texas ("State"), the City, nor any political issuer, subdivision, or agency of the State shall be obligated to pay the same or the interest thereon and that neither the faith and credit nor the taxing power of the State, the City, or any political issuer, subdivision, or agency thereof is pledged to the payment of the principal of, premium, if any, or interest on the Bonds.

- 3) It is understood by the Issuer, and the User has represented to the Issuer, that in consideration of the Issuer's adoption of this Resolution and by filing the Application, and subject to the terms and conditions hereof, the User has agreed that:
- a. prior to or contemporaneously with the sale of the Bonds in one or more series or issues from time to time as the Issuer and the User shall hereafter agree to in writing, the User will enter into the Contracts with the Issuer under the terms of which the User will obligate itself to pay to the Issuer (or to a trustee, as the case may be) sums sufficient in the aggregate to pay the principal of, interest on, redemption premiums on, paying agents' and trustee's fees and charges, if any, on the Bonds, as and when the same become due and payable, with such Contracts to contain the provisions described in Section 1 hereof and such other provisions as may be required or permitted by law and to be mutually acceptable to the Issuer and the User; and
 - b. the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of the Bonds and (2) at all times from and after the issuance of the Bonds, indemnify and hold harmless the Issuer and the City against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the issuance, offering, sale, or delivery of the Bonds, or the design, construction, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of the Issuer or the City) and prior to or contemporaneously with the sale of the Bonds will agree to provide indemnification on terms satisfactory to the Issuer.
- 4) The User is hereby authorized to make all filings necessary to obtain and maintain tax credits on the Project.
- 5) Except as expressly extended by the Issuer, it is understood by the Issuer and the User that all commitments of the Issuer with respect to the Project and the Bonds are subject to the condition that the Bonds shall have been issued no later than two years from the date of this Resolution.
- 6) It is recognized and agreed by the Issuer that the User may exercise its rights and perform its obligations with respect to the financing of the Project either through (i) itself in its own name; (ii) any "related person" as defined in section 144(a)(3) of the Code; (iii) any legal successor thereto; (iv) an entity in which any of the above is a general partner or sole member; or (v) or any entity approved by the Issuer, provided that suitable guaranties necessary or convenient for the marketability of the Bonds shall be furnished, if required by the Issuer, and all references herein to the User shall be deemed to include the User acting directly through itself or any such approved entities.

- 7) This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. The Application and this Resolution shall constitute an agreement between the Issuer and the User effective on the date that this Resolution is adopted. This Resolution is affirmative official action taken by the Issuer towards the issuance of the Bonds in order to comply with the requirements of the Code. **Neither the User nor any other party is entitled to rely on this Resolution as a commitment to issue bonds or loan funds, and the Issuer reserves the right not to issue the Bonds either with or without cause and with or without notice, and in such event the Issuer shall not be subject to any liability or damages of any nature. Neither the User nor any one claiming by, through or under the User, nor any investment banking firm or potential purchaser of the Bonds shall have any claim against the Issuer whatsoever as a result of any decision by the Issuer not to issue the Bonds.**
- 8) The Issuer hereby adopts this Resolution in order to satisfy the requirements of the Allocation Act pertaining to the issuance of the Bonds and authorizes any officer or designee of the Issuer to prepare and file a 2022 and/or 2023 Application, and/or any carryforward Application, together with all required attachments (including obtaining the Issuer's Certificate of Good Standing from the Comptroller of Public Accounts for the State of Texas) in the form required by the Texas Bond Review Board.
- 9) The Issuer respectfully requests that the Application be accepted and approved by the Texas Bond Review Board.
- 10) Any officer of the Issuer (or his designee) is hereby authorized to execute the Application, to pay (or cause the User to pay) the Application Fee of \$5,000.00 for each Application (submitted to the Issuer by the User) to the Texas Bond Review Board and to submit any additional information or to make any necessary corrections or revisions requested by the Texas Bond Review Board in order to satisfy the requirements of the Allocation Act in connection with the Application.
- 11) The Board certifies that the Bonds are not being issued for the same stated purpose for which the Issuer has received sufficient carryforward during a prior year or for which there exists unexpended proceeds from a prior issue or issues of bonds issued by the Issuer.
- 12) In connection with the issuance of the Bonds, the Board hereby authorizes its bond counsel to arrange for the publication of a notice of public hearing in the City of San Antonio, Texas regarding the Bonds for the purpose of complying with section 147(f) of the Code. The form of notice of such hearing and the date, place, and manner of its publication shall be acceptable to the Corporation's bond counsel. The hearing shall be held by the Corporation's bond counsel.
- 13) Based upon representations from the User, the Issuer reasonably expects to reimburse the Expenditures with proceeds of the Bonds in a principal amount that

will not exceed \$20,000,000.00. This Resolution shall constitute a declaration of official intent under the Treasury Regulation Section 1.150-2.

- 14) The Board authorizes any officer of the Issuer to execute any documents or certificates necessary to seek the approval of the Bonds by the Texas Attorney General.
- 15) 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.
- 16) 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.
- 17) If any provision of this Resolution or the Application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.
- 18) That the Issuer hereby authorizes the filing and any resubmission of an Application with the TBRB, that Locke Lord LLP be designated as the authorized representative of the Issuer for purposes of an Application and that any officer of the Issuer is hereby authorized and directed to execute an Application on behalf of the Issuer and to take any and all other actions related to such Application or necessary or desirable to carry out the provisions of this Resolution.
- 19) The Issuer authorizes a capital contribution of \$500,000.00 in Moving to Work (MTW) funds for the Tigon Villas Apartments project.
- 20) This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.
- 21) This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer



Tigoni Villas Transaction

February 2, 2022

Property Summary

- Tigoni Villas is a 140 unit LIHTC development located at 157 W Sunshine Drive
- The property was built in 2005, and the initial compliance period ended in 2019
- The project contains 10 two bedroom units, and 130 three bedroom units
- Currently 80% of the units are affordable at AMI's from 30% to 60%
 - 22 @ 30% AMI
 - 12 @ 40% AMI
 - 22 @ 50% AMI
 - 56 @ 60% AMI

The remaining 28 units are market rate.

Rigoni Villas Apartment

1527 W. Sunshine Dr., San Antonio, TX 78228

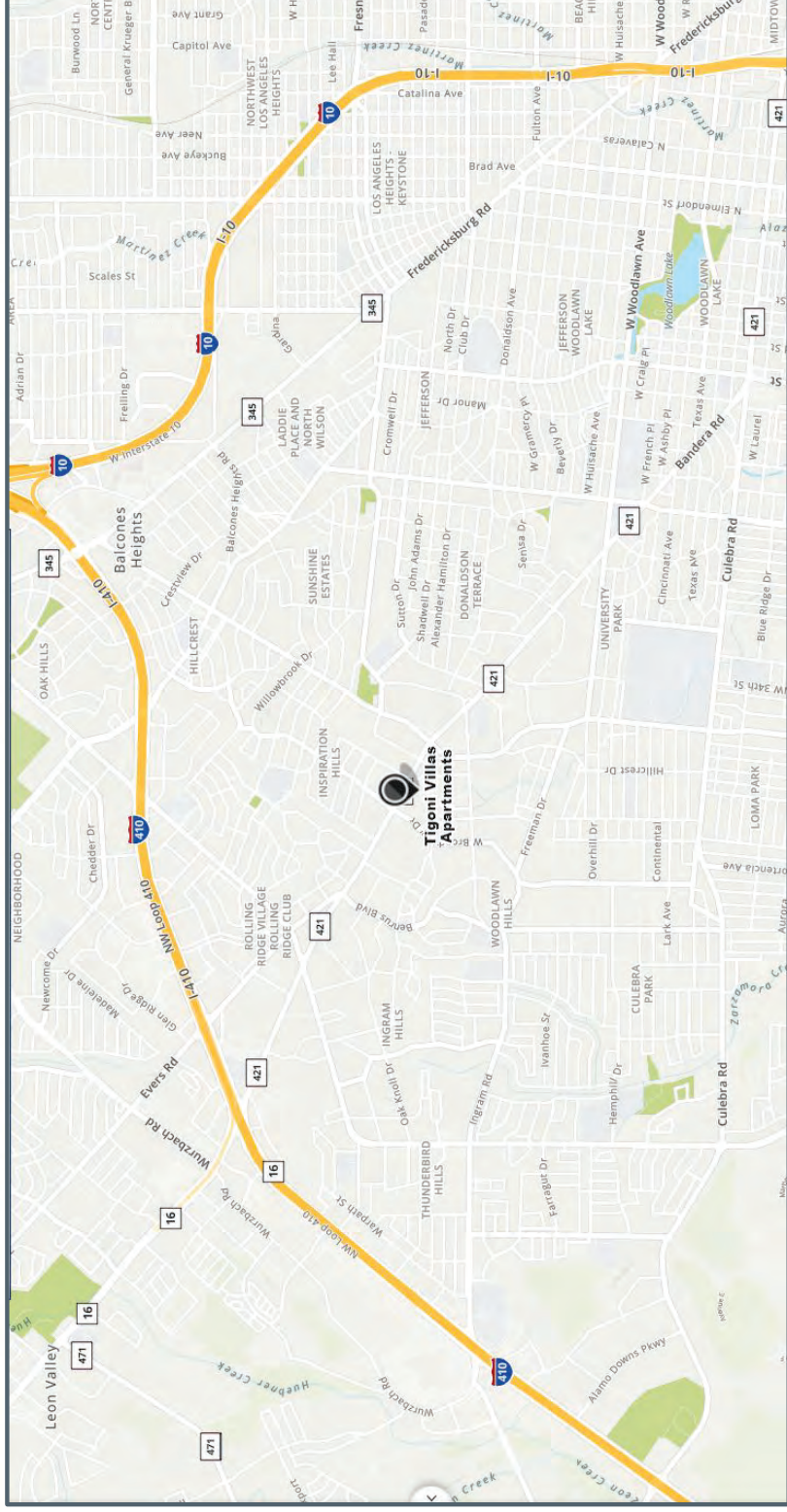


❖	City Council District 7
❖	Northside ISD
❖	140 Units
	Current
	➤ 30% AMI - 22
	➤ 40% AMI - 12
	➤ 50% AMI - 22
	➤ 60% AMI - 56
	➤ Market Rate - 28
	Proposed Change
	➤ 60% AMI - 84
	(56+28 market rate)
	Section 8 Vouchers
	➤ 34 - units
❖	Bond Issuance Amount
	➤ \$20,000,000.00

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Tigoni Villas Apartment

1527 W. Sunshine Dr., San Antonio, TX 78228



OPPORTUNITY **LIVES HERE**
@SAHAhousing

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Transaction Summary

- DevCo Preservation, LLC is under contract to purchase the property.
- They are requesting that a SAHA component entity provide a bond inducement resolution for the issuance of up to \$20,000,000.00 in tax exempt bonds.
- The new owners will apply for 4% tax credits and use the proceeds from the bonds and sale of the tax credits to fund the acquisition and modernization of the property.
- The proposed budget for upgrades to common areas and unit interiors is \$40,000.00 per unit. No residents will be displaced during the renovation project.
- DevCo has committed to converting all market rate units to 60% AMI units.
- SAHA is proposing the investment of \$500,000.00 in MTW funds. This will enable SAHA to count all non Section 8 units towards HUD's substantially the same number of families served.

DevCo

Experienced Owner Operator of Multifamily and Affordable Multifamily Developments

- DevCo has been in business for 28 years.
- The principles have been involved in the development and construction of over 7,000 tax credit units.
- They currently own four LIHTC assets in Texas.
- Their mission statement is to acquire existing affordable housing developments and renovate them using tax credits and bonds debt, to preserve affordable housing units.
- SAHA recently partnered with DevCo on the acquisition of Costa Almadena.

Financial Analysis and Strategic Goals

- SAHA will collect a 1% issuance fee, estimated at \$200,000 and an annual asset management fee of \$14,000.
- This transaction will create an additional 28 affordable units, while preserving the original 112 affordable units.

QUESTIONS?

SAN ANTONIO HOUSING AUTHORITY

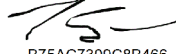
February 2, 2022

**BOARD OF COMMISSIONERS
Regular Board Meeting**

**RESOLUTIONS 6210 AND 22LVPFC-01-20, AUTHORIZING REASSIGNMENT OF
CARRYFORWARD DESIGNATION FOR THE ST. JOHN'S SQUARE APARTMENTS PROJECT,
WHICH WILL ALLOW NEW PROJECTS TO RECEIVE VOLUME CAP ALLOCATION**

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

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Timothy E. Alcott
**Chief Real Estate and Asset Management
Officer**

REQUESTED ACTION:

Consideration and approval regarding Resolutions 6210 and 22LVPFC-01-20, authorizing reassignment of carryforward designation for the St. John's Square Apartments project, which will allow new projects to receive volume cap allocation.

FINANCIAL IMPACT:

None at this time. However, approval of this resolution will allow the carryforward designation that is currently attributed to the St. John's Square project to be reassigned to new projects which, once closed, will result in the earning of bond issuance fees.

SUMMARY:

In 2020, the Las Varas Public Facility Corporation (the "Issuer") applied to the Texas Bond Review Board for carryforward of private activity bonds for the St. John's Square Apartments project (the "Project"), which was allocated to the Issuer, as evidenced by Carryforward Designation Certificate – Docket Number 20CF-011 (the "Carryforward"). The Project will no longer move forward, but the Issuer may still reassign the Carryforward to new projects.

STRATEGIC OUTCOME:

SAHA residents have a sufficient supply of affordable housing options

ATTACHMENTS:

Resolution 6210
Resolution 22LVPFC-01-20

San Antonio Housing Authority

Resolution 6210

RESOLUTION 6210, AUTHORIZING REASSIGNMENT OF CARRYFORWARD DESIGNATION FOR THE ST. JOHN'S SQUARE APARTMENTS PROJECT, WHICH WILL ALLOW NEW PROJECTS TO RECEIVE VOLUME CAP ALLOCATION

WHEREAS, one of the San Antonio Housing Authority's strategic goals is to expand the supply of affordable housing; and

WHEREAS, a principal financing mechanism for new affordable housing is the 4% low income housing tax credit; and

WHEREAS, it is necessary to obtain volume cap allocations for tax-exempt bonds for new affordable housing projects; and

WHEREAS, the Las Varas Public Facility Corporation ("LVPFC") has previously applied for and received volume cap allocation for the St. John's Square Apartments project (the "Project") represented by Carryforward Designation Certificate – Docket Number 20CF-011 (the "Carryforward"); and

WHEREAS, the Project will not move forward and LVPFC has the opportunity to reassign the Carryforward to one or more new projects (the "Reassignments"); and

WHEREAS, LVPFC will pass a resolution to authorize the reassignment of the Carryforward; and

WHEREAS, LVPFC will determine at a later date to which new projects it will reassign the Carryforward and it will subsequently apply for the Reassignments in accordance with the rules of the Texas Bond Review Board.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of San Antonio Housing Authority, hereby:

- 1) Approves Resolution 6210 and 22LVPFC-01-20 of LVPFC authorizing reassignment of carryforward designation for the Project.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated therewith.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

CERTIFICATE FOR RESOLUTION 22LVPFC-01-20

The undersigned officer of the Las Varas Public Facility Corporation (the “Issuer”) hereby certifies as follows:

1. In accordance with the bylaws of the Issuer, the Board of Directors of the Issuer (the “Board”) held a meeting on February 2, 2022 (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 22LVPFC-01-20, AUTHORIZING REASSIGNMENT OF CARRYFORWARD DESIGNATION FOR THE ST. JOHN’S SQUARE APARTMENTS PROJECT

(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 Articles of Incorporation and the Bylaws of the Issuer.

SIGNED this 2nd day of February 2022.

Ed Hinojosa, Jr.
Secretary/Treasurer

**Las Varas Public Facility Corporation
Resolution 22LVPFC-01-20**

RESOLUTION 22LVPFC-01-20, AUTHORIZING REASSIGNMENT OF CARRYFORWARD DESIGNATION FOR THE ST. JOHN'S SQUARE APARTMENTS PROJECT

WHEREAS, Las Varas Public Facility Corporation, a nonstock, nonprofit public facility corporation (the "Issuer"), on behalf of the Housing Authority of the City of San Antonio, is empowered to finance the costs of residential ownership and development that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of San Antonio by the issuance of tax exempt housing revenue bonds; and

WHEREAS, in order to issue tax exempt bonds in the manner contemplated, the Issuer must seek an allocation of the State of Texas volume cap pertaining to private activity bonds by filing an allocation application with the Texas Bond Review Board (the "BRB") in order to satisfy the provisions of the Internal Revenue Code; and

WHEREAS, the Issuer filed a "2020 Application for Carryforward for Private Activity Bonds" with the BRB for its St. John's Square Apartments project (the "Project") (the "Allocation Application"); and

WHEREAS, pursuant to the Allocation Application, the Issuer received Carryforward Designation Certificate – Docket Number 20CF-011 (the "Carryforward"); and

WHEREAS, the Project will not be completed, so the Issuer wishes to reassign the Carryforward (the "Reassignment") in accordance with Texas Government Code Section 1372.074 (the "Statute") in order to allocate volume cap to new projects for which it will issue tax exempt bonds; and

WHEREAS, the Issuer will determine at a later date to which new projects it will reassign the Carryforward and it will subsequently apply for the Reassignment in accordance with the rules of the BRB; and

WHEREAS, the Statute requires a resolution of the Issuer that authorizes the Reassignment.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Las Varas Public Facility Corporation, hereby:

Section 1. The Reassignment and all actions necessary or desirable in connection therewith are authorized and approved.

Section 2. The President, any Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are authorized and directed to execute and deliver any and all documents necessary or desirable in connection with the Reassignment, and each of them are authorized to negotiate and approve such changes in the terms of such documents as such officers shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officers shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. 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 4. 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 5. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 6. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 7. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.


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


Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

SAN ANTONIO HOUSING AUTHORITY**February 2, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting**

RESOLUTION 6211, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2022 (THE “BONDS”); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-01-21 AUTHORIZING THE BONDS; (III) THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE RESOLUTION 22FAC-01-19 AUTHORIZING THE TRANSACTIONS RELATED TO THE BONDS, AND (IV); OTHER MATTERS IN CONNECTION THEREWITH

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

 B75AC7309C8B466...
Timothy E. Alcott
**Chief Real Estate and Asset
Management Officer**

REQUESTED ACTION:

Consideration and approval regarding Resolution 6211, authorizing (i) the Las Varas Public Facility Corporation Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2022 (the “Bonds”); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-01-21 authorizing the Bonds; (iii) the San Antonio Housing Facility Corporation to approve Resolution 22FAC-01-19 authorizing the transactions related to the Bonds, and (iv); other matters in connection therewith.

FINANCIAL IMPACT:

The total project cost is expected to be approximately \$41,526,258.00 or \$196,000.00 per unit. NRP will give all required guaranties. Under the terms of the existing deal, the total developer fee is \$4,414,000.00 and will be split between SAHA and NRP. Furthermore, SAHA and NRP will split cash flow and SAHA will receive 45% of the cash flow from the project; and, the right to buy the project at the end of 15 years by assuming the outstanding debt.

Under recent changes in law, issuance of additional bonds will increase the project’s tax credit allocation, allowing the pay-down of debt, which will in turn increase the project’s cash flow.

SUMMARY:

The Kitty Hawk Flats transaction was approved by the Board on October 8, 2020, and it closed on October 14, 2020; and, it has a typical 4% tax-credit transaction structure. The land was purchased by SAHFC and leased to Kitty Hawk Flats Ltd., which paid SAHFC an upfront lease payment sufficient to acquire the land. \$23,500,000.00 of tax-exempt bonds were issued by LVPFC and purchased by KeyBank, and equity contributions from an affiliate of the U.S. Bancorp Community Development Corporation, as an investor limited partner, were used to finance the construction and long-term operations.

The IRS has since issued new guidance providing that an additional issuance of at least 10% of the amount of the aggregate bonds will allow the project to take advantage of favorable changes

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

in the law and increase tax credit allocation for the project. In order for the project to receive approximately \$3,800,000.00 in additional tax credit allocation, LVPFC will issue additional bonds in an amount not to exceed \$2,700,000.00.

The Kitty Hawk Flats transaction is currently under construction and projected to be completed in May of 2022. The project will consist of 212 family units, all of which will be low-income housing tax credit units serving families whose incomes average 60% AMI and is located on the east side of San Antonio. The Board is being asked to authorize all of the actions necessary to issue additional bonds for the project.

STRATEGIC OUTCOME:

SAHA residents have a sufficient supply of affordable housing options

ATTACHMENTS:

Resolution 6211

Resolution 22LVPFC-01-21

Resolution 22FAC-01-19

Presentation

CERTIFICATE FOR RESOLUTION RESOLUTION 6211

The undersigned officer of the Housing Authority of the City of San Antonio, Texas (the "Authority") hereby certifies as follows:

1. In accordance with the bylaws of the Authority, the Board of Commissioners of the Authority (the "Board") held a meeting on February 2, 2022 (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 6211, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2022 (THE "BONDS"); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-01-21 AUTHORIZING THE BONDS; (III) THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE RESOLUTION 22FAC-01-19 AUTHORIZING THE TRANSACTIONS RELATED TO THE BONDS, AND (IV); 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 state statutes and the Bylaws of the Authority.

SIGNED AND SEALED this 2nd day of February 2022.



Ed Hinojosa, Jr.
President and CEO

**San Antonio Housing Authority
Resolution 6211**

RESOLUTION 6211, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2022 (THE "BONDS"); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-01-21 AUTHORIZING THE BONDS; (III) THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE RESOLUTION 22FAC-01-19 AUTHORIZING THE TRANSACTIONS RELATED TO THE BONDS, AND (IV); OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (the "Authority") has created the Las Varas Public Facility Corporation (the "Issuer") to finance affordable housing on its behalf; and

WHEREAS, the Issuer has developed a program of issuing bonds and loaning their proceeds to defray, in whole or in part, all reasonable or necessary costs incidental to the acquisition, renovation, construction, and improvement of land, improvements, and related property, which is intended to be occupied by persons of low or moderate income, as determined by the Issuer, all in order to alleviate a shortage of affordable rental housing within the City of San Antonio, Texas, for such persons of low or moderate income, and to refund such bonds; and

WHEREAS, the Issuer has been requested to issue its "Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2022" in the aggregate principal amount not to exceed \$2,700,000.00 (the "Bonds"), the proceeds of which will be used to finance the cost of acquiring, constructing, and equipping a 212-unit multifamily apartment facility known as the Kitty Hawk Flats Apartments, located at approximately the north corner of Kitty Hawk Road and O'Connor Road San Antonio, Texas (the "Project") for Kitty Hawk Flats Ltd., a Texas limited partnership (the "Borrower"); and

WHEREAS, the Issuer desires to issue the Bonds pursuant to a Funding Loan Agreement (the "Indenture") between the Issuer and BOKF, N.A., as fiscal agent (the "Trustee"), and to loan (or otherwise make available) the proceeds thereof to the Borrower pursuant to a Project Loan Agreement (the "Financing Agreement") among the Issuer, the Trustee, and the Borrower, all subject to the terms of a Regulatory Agreement and Declaration of Restrictive Covenants (the "Regulatory Agreement") among the Issuer, the Trustee, and the Borrower; and

WHEREAS, the loan will be evidenced by a Note issued under the Financing Agreement (the "Note"), and assignments of the Note (the "Assignments") from the Issuer in favor of the Trustee; and

WHEREAS, the Issuer is authorized to issue the Bonds pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended; and

WHEREAS, the members of the Board of Commissioners of the Authority (collectively, the "Board") and their respective offices are as follows: and

<u>Name of Commissioners/Officers</u>	<u>Position</u>
Dr. Ana M. "Cha" Guzmán	Chairman and Commissioner
Olga Kauffman	Vice Chairman and Commissioner
Ignacio Perez	Commissioner
Dalia Contreras	Commissioner
Gilbert Casillas	Commissioner
Gabriel "Gabe" Lopez	Commissioner
Loren D. Dantzler	Commissioner
Ed Hinojosa, Jr.	President and CEO
Diana Fiedler	Chief Financial Officer
Timothy E. Alcott	Chief Real Estate and Asset Management Officer
Muriel Rhoder	Chief Administrative Officer
Brandee Perez	Chief Operating Officer
Michael Reyes	Public Affairs Officer
Richard Milk	Planning Officer

WHEREAS, pursuant to 303.071 of the Texas Local Government Code, the Board must approve and authorize the issuance of the tax-exempt bonds by the Issuer; and

WHEREAS, the Issuer has determined that issuance of the Bonds is necessary to finance the costs of acquiring, constructing, and equipping the Project; and

WHEREAS, pursuant to 303.071 of the Texas Local Government Code, the Board must approve and authorize the transactions for each of the respective Projects and the participation by SAHFC or an affiliate thereof in the Project; and

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 so that the Partnership may construct the Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the corporate purposes of the Issuer and that the terms and conditions of the Bonds and the above-described instruments, including without limitation the dates, interest rates, maturities, redemption terms, and sales price of the Bonds and the manner of disbursing the proceeds thereof are advisable.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of San Antonio Housing Authority, hereby:

Section 1. The terms of the Bonds, the Indenture, the Financing Agreement, the Note, the Regulatory Agreement and the Assignments (and any amendments or restatements of or supplements to the foregoing) are hereby authorized and approved.

Section 2. The Chairman, any Vice Chairman, the President and CEO, the

Secretary/Treasurer, and each Assistant Secretary/Treasurer, or any of them, are authorized and directed to execute and deliver (or to accept, as the case may be) any documents and other instruments upon the conditions therein described or necessary or desirable in connection with the issuance of the Bonds and the financing of the Project or otherwise to give effect to the actions authorized hereby and the intent hereof.

Section 3. The Board has expressly determined and hereby confirms that the issuance of the Bonds to assist in the financing of the Project will promote the public purposes set forth in Section 303.002 of the Act and will accomplish a valid public purpose of the Issuer by assisting persons of low and moderate income in the City to obtain decent, safe, and sanitary housing at affordable prices, thereby helping to relieve unemployment, to preserve and increase the tax base of the City, and to reduce public expenditures for crime prevention and control, public health, welfare, and safety and for other valid public purposes.

Section 4. The Bonds and the interest thereon shall be limited obligations of the Issuer payable solely from the revenues, funds, and assets pledged under the Indenture to secure payment of the Bonds, and under no circumstances shall the Bonds be payable from any other revenues, funds, assets, or income of the Issuer.

Section 5. The Bonds shall not constitute an indebtedness, liability, general, special, or moral obligation or a pledge or loan of the faith or credit or taxing power, within the meaning of any constitutional or statutory provision whatsoever, of the United States of America or any agency or instrumentality thereof, the State of Texas, the County of Bexar, the City of San Antonio, the Authority, or any other political subdivision or governmental unit.

Section 6. After the Bonds are issued, this Resolution shall be and remain irrevocable until the Bonds or interest thereon shall have been fully paid or provision for payment shall have been made pursuant to the Indenture.

Section 7. The Board hereby approves Resolution 22LVPFC-01-21, and authorizes the bonds to be issued in connection with the Project.

Section 8. The Board hereby approves Resolution 22FAC-01-19, authorizing the foregoing transactions.

Section 9. If any section, paragraph, clause, or provision 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. In case any obligation of the Issuer authorized or established by this Resolution or the Bonds is held to be in violation of law as applied to any person or in any circumstance, such obligation shall be deemed to be the obligation of the Issuer to the fullest extent permitted by law.

Section 10. The recitals of this Resolution are hereby found to be true and are

incorporated herein for all purposes.

Section 11. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 12. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

**CERTIFICATE FOR RESOLUTION
RESOLUTION 22LVPFC-01-21**

The undersigned officer of the Las Varas Public Facility Corporation (the “Issuer”) hereby certifies as follows:

1. In accordance with the bylaws of the Issuer, the Board of Directors of the Issuer (the “Board”) held a meeting on February 2, 2022 (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 22LVPFC-01-21, AUTHORIZING LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2022; 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 Articles of Incorporation and the Bylaws of the Issuer.

SIGNED this 2nd day of February 2022.

Ed Hinojosa, Jr.
Secretary/Treasurer

**Las Varas Public Facility Corporation
Resolution 22LVPFC-01-21**

RESOLUTION 22LVPFC-01-21, AUTHORIZING LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2022; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Las Varas Public Facility Corporation (the “Issuer”) has developed a program of issuing bonds and loaning their proceeds to defray, in whole or in part, all reasonable or necessary costs incidental to the acquisition, renovation, construction, and improvement of land, improvements, and related property which is intended to be occupied by persons of low or moderate income, as determined by the Issuer, all in order to alleviate a shortage of affordable rental housing within San Antonio, Texas, for such persons of low or moderate income, and to refund such bonds; and

WHEREAS, the Issuer has been requested to issue its “Multifamily Housing Revenue Bonds (Kitty Hawk Flats Apartments) Series 2022” in the aggregate principal amount not to exceed \$2,700,000.00 (the “Bonds”), the proceeds of which will be used to finance the cost of acquiring, constructing, and equipping a 212-unit multifamily apartment facility known as the Kitty Hawk Flats Apartments, located at the north corner of Kitty Hawk Road and O’Connor Road, in San Antonio, Texas, San Antonio, Bexar County, Texas (the “Project”) for Kitty Hawk Flats Ltd., a Texas limited partnership (the “Borrower”); and

WHEREAS, the Issuer desires to issue the Bonds pursuant to a Funding Loan Agreement (the “Indenture”) among KeyBank, N.A. (the “Bond Purchaser”), the Issuer and BOKF, N.A., as fiscal agent (the “Trustee”), and to loan (or otherwise make available) the proceeds thereof to the Borrower pursuant to a Project Loan Agreement (the “Loan Agreement”) between the Issuer and the Borrower, all subject to the terms of a Regulatory Agreement and Declaration of Restrictive Covenants (the “Regulatory Agreement”) among the Issuer, the Trustee and the Borrower; and

WHEREAS, the loan will be evidenced by a Note issued under the Loan Agreement (the “Note”), and assignments of the Note (the “Assignments”) from the Issuer in favor of the Trustee; and

WHEREAS, the Issuer is authorized to issue the Bonds pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended; and

WHEREAS, the Issuer has determined that issuance of the Bonds is necessary to finance the costs of acquiring, constructing, and equipping the Project; and

WHEREAS, the members of the Board of Directors of the Issuer (collectively, the “Board”) and their respective offices are as follows:

<u>Name of Directors/Officers</u>	<u>Position</u>
Dr. Ana M. “Cha” Guzmán	President and Director
Olga Kauffman	Vice President and Director
Ignacio Perez	Director
Dalia Contreras	Director

Gilbert Casillas
Gabriel "Gabe" Lopez
Loren Dantzler
Ed Hinojosa, Jr.
Diana Fiedler
Timothy E. Alcott
Muriel Rhoder
Brandee Perez
Michael Reyes
Richard Milk

Director
Director
Director
Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the corporate purposes of the Issuer and that the terms and conditions of the Bonds and the above-described instruments, including without limitation the dates, interest rates, maturities, redemption terms, and sales price of the Bonds and the manner of disbursing the proceeds thereof are advisable.

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Las Varas Public Facility Corporation, hereby:

Section 1. The terms of the Loan Agreement, the Indenture, the Note, the Regulatory Agreement and the Assignments, are hereby authorized and approved when such documents are approved by the Executive Director.

Section 2. The President, any Vice President, the Secretary/Treasurer, and each Assistant Secretary/Treasurer, or any of them, are authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be) the Indenture, the Loan Agreement, the Regulatory Agreement, the Note, the Assignment (and any amendments or restatements of or supplements to the foregoing) and any and all certificates (including tax certificates), applications (including volume cap and carry-over applications with the TBRB) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Bonds and the loan of the proceeds thereof to the Borrower, all upon the terms herein approved, and the President, the Vice President, the Secretary/Treasurer, and each Assistant Secretary/Treasurer, or any of them, are authorized to negotiate and approve such changes in the terms of each such instrument as such officers shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officers shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Bonds, in the aggregate principal amount of not to exceed \$2,700,000.00, with a variable interest rate during construction and a permanent an interest rate (not including applicable premium) not to exceed [5.0%] as set forth in the Indenture, and with a maturity date not to exceed [December 31, 2041], in substantially the form and substance set forth in the Loan Agreement, are hereby approved, and the President, the Vice President, the Secretary/Treasurer, and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Bonds or have their facsimile signatures placed upon them, and such officers are hereby authorized and directed to

deliver the Bonds. Authentication of the Bonds upon the terms and conditions and in the manner described in the Indenture as the same may be modified is authorized by this Resolution. The final principal amounts, interest rates, maturity dates (not to exceed the amounts, the rates, and the maximum term set forth above), and final redemption dates and prices for the Bonds shall be set forth in the final form of the Indenture, and the execution and delivery of the any agreements relating to the purchase of the Bonds by the Bond Purchaser by the President, the Vice President, the Secretary/Treasurer, each Assistant Secretary/Treasurer, or any of them, shall constitute approval of the agreed final principal amounts of, interest rates on the Bonds, maturity dates of the Bonds, and the final redemption dates and prices for the Bonds. The proceeds of the Bonds are hereby authorized to be utilized as set forth herein and in the Loan Agreement and the Indenture.

Section 4. The Trustee shall be BOKF, N.A.

Section 5. Bracewell LLP, as Bond Counsel, is hereby appointed and ratified as the hearing officer for purposes of the public TEFRA hearing regarding the Project.

Section 6. The President, the Vice President, the Secretary/Treasurer, each Assistant Secretary/Treasurer, or any of them, are hereby authorized to execute and deliver to the trustee the written request of the Issuer for the authentication and delivery of the Bonds by the trustee in accordance with the Loan Agreement and the Indenture.

Section 7. All action and resolutions, not inconsistent with provisions of this Resolution heretofore taken by this Board and the officers of the Issuer directed toward the financing of the Project and the issuance of the Bonds shall be and the same hereby is extended, ratified, approved, and confirmed. 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 instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

Section 8. The Board has expressly determined and hereby confirms that the issuance of the Bonds to assist in the financing of the Project will promote the public purposes in the Act and will accomplish a valid public purpose of the Issuer by assisting persons of low and moderate income in the City to obtain decent, safe, and sanitary housing at affordable prices, thereby helping to relieve unemployment, to preserve and increase the tax base of the City, and to reduce public expenditures for crime prevention and control, public health, welfare, and safety and for other valid public purposes.

Section 9. The Bonds and the interest thereon shall be limited obligations of the Issuer payable solely from the revenues, funds, and assets pledged under the Loan Agreement to secure payment of the Bonds, and under no circumstances shall the Bonds be payable from any other revenues, funds, assets, or income of the Issuer. No bonds may be issued unless the San Antonio Housing Facility Corporation controls the general partner of the Borrower.

Section 10. The Bonds shall not constitute an indebtedness, liability, general, special, or moral obligation or a pledge or loan of the faith or credit or taxing power, within the meaning of any constitutional or statutory provision whatsoever, of the United States of America or any

agency or instrumentality thereof, the State of Texas, the City, or any other political subdivision or governmental unit.

Section 11. After the Bonds are issued, this Resolution shall be and remain irrevocable until the Bonds or interest thereon shall have been fully paid or provision for payment shall have been made pursuant to the Loan Agreement.

Section 12. If any section, paragraph, clause, or provision 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. In case any obligation of the Issuer authorized or established by this Resolution or the Bonds is held to be in violation of law as applied to any person or in any circumstance, such obligation shall be deemed to be the obligation of the Issuer to the fullest extent permitted by law.

Section 13. The recitals of this Resolution are hereby found to be true and are incorporated herein for all purposes.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

**CERTIFICATE FOR RESOLUTION
RESOLUTION 22FAC-01-19**

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 February 2, 2022, (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 22FAC-01-19, AUTHORIZING THE EXECUTION OF ALL
DOCUMENTATION NECESSARY TO CARRY OUT THE BOND FINANCING FOR
THE KITTY HAWK FLATS APARTMENTS 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 2nd day of February 2022.



Ed Hinojosa, Jr.
Secretary/Treasurer

**San Antonio Housing Facility Corporation
Resolution 21FAC-01-19**

RESOLUTION 22FAC-01-19, AUTHORIZING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE BOND FINANCING FOR THE KITTY HAWK FLATS APARTMENTS TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, Kitty Hawk Flats Ltd., a Texas limited partnership (the “Partnership”), and Kitty Hawk Flats GP LLC, a Texas limited liability company and its general partner (the “General Partner”), have been formed to acquire and construct a 212-unit multifamily housing facility (the “Housing Facility”) located at the north corner of Kitty Hawk Road and O’Connor Road, San Antonio, Texas (the “Land,” together with the Housing Facility, the “Project”) in partnership with the NRP Group or affiliates thereof (the “Developer”); and

WHEREAS, at the request of the Partnership, San Antonio Housing Facility Corporation (“SAHFC”) (i) is serving as the sole member of the General Partner of the Partnership in connection with the financing of the Project, (ii) has acquired the Land and is leasing it to the Partnership pursuant to a Ground Lease, and (iii) is serving as the general contractor for the Project; and

WHEREAS, the Partnership has requested that the Las Varas Public Facility Corporation (the “Issuer”) issue its tax-exempt Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2022 (“Bonds”) to finance the Project (the “Bond Financing”); and

WHEREAS, the Issuer will issue the Bonds in an amount not to exceed \$2,700,000.00 and loan all such proceeds to the Partnership; and

WHEREAS, in connection with the Bond Financing, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements, including, but not limited to, a Funding Loan Agreement, a Project Loan Agreement, a Note, a Regulatory Agreement and Declaration of Restrictive Covenants, Construction Phase Financing Agreement, a Deed of Trust, Assignment of Rents, Security Agreement, and Fixture Filing together with Ground Lessor Subordination and Joinder, a Forward Commitment, and an Amended and Restated Agreement of Limited Partnership (and any amendments or restatements of or supplements to the foregoing) (collectively, the “Transaction Documents”); and

WHEREAS, the members of the Board of Directors of SAHFC (collectively, the “Board”) and their respective offices are as follows:

<u>Name of Directors/Officers</u>	<u>Position</u>
Dr. Ana M. “Cha” Guzmán	President and Director
Olga Kauffman	Vice President and Director
Ignacio Perez	Director
Dalia Contreras	Director
Gilbert Casillas	Director
Gabriel “Gabe” Lopez	Director
Loren Dantzler	Director
Ed Hinojosa, Jr.	Secretary/Treasurer

Diana Fiedler
Timothy E. Alcott
Muriel Rhoder
Brandee Perez
Michael Reyes
Richard Milk

Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer

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 so that the Partnership may construct 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 SAHFC.

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

Section 1. The Project, the various forms of financing contemplated for the Project, including but not limited to the Bond Financing and the terms of the Transaction Documents, are hereby authorized and approved.

Section 2. 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 financing and construction of the Project, including, but not limited to, the Transaction Documents and all other documents relating to the Bond Financing to which the Partnership, the General Partner, and/or SAHFC is a party.

Section 3. The President, any Vice President, the Secretary/Treasurer, 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 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 4. 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 5. 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 6. 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 7. 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 8. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 9. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

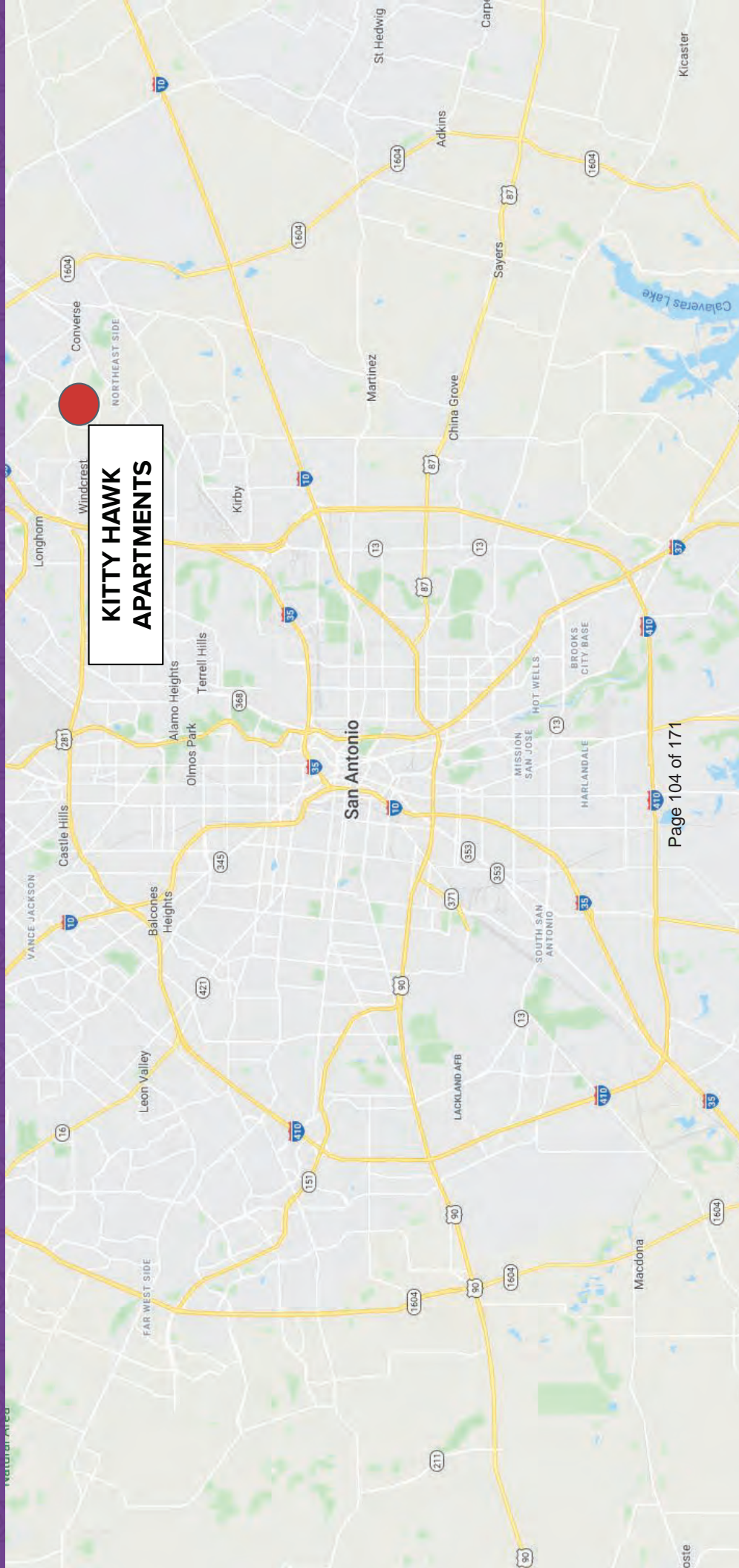


Kitty Hawk

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

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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



KITTY HAWK



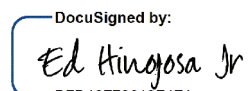
- ❖ Universal City (within SAHA ETJ)
- ❖ Judson ISD
- ❖ 212 Units
 - 30% AMI - 22
 - 60% AMI - 135
 - 70% AMI - 55
- ❖ 4% Tax Credits/Bonds
- ❖ Total Development Cost: \$41,526,258.00

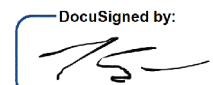
QUESTIONS?

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

BOARD OF COMMISSIONERS
Regular Board Meeting**RESOLUTION 6212, AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE THE INDUCEMENT RESOLUTIONS FOR THE FOLLOWING PROPOSED 9% LOW INCOME HOUSING TAX CREDIT PROJECTS: RAINBOW DRIVE APARTMENTS, CLOUDHAVEN APARTMENTS, EISENHAUER APARTMENTS, AND MANITOU APARTMENTS**

DocuSigned by:

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Ed Hinojosa, Jr.
 President and CEO

DocuSigned by:

 B75AC7309C8B466...
Timothy E. Alcott
 Chief Real Estate and Asset
 Management Officer

REQUESTED ACTION:

Consideration and approval regarding Resolution 6212, authorizing the San Antonio Housing Facility Corporation to approve inducement resolutions for the following proposed 9% low income housing tax credit projects: Rainbow Drive Apartments, Cloudhaven Apartments, Eisenhower Apartments, and Manitou Apartments.

FINANCIAL IMPACT:

None at this time. However, by authorizing us to submit applications early, these projects have a greater chance of being done, which could mean millions of dollars in additional revenue.

SUMMARY:

Today we are seeking authority to file applications with the Texas Department of Housing and Community Affairs ("TDHCA") relating to several potential 2022 9% tax credit projects. The 9% tax credit program is highly competitive and not all projects that apply will receive an allocation. Whether a project receives an allocation depends on how well it scores according to various metrics established by TDHCA. The developer of each of these potential projects, the NRP Group ("NRP"), wishes to submit applications for all four of the projects to TDHCA, but will ultimately pursue only the project in the best position to successfully obtain tax credits and move forward to closing.

Accordingly, we are asking you to authorize these actions so that NRP may begin the tax credit application process with TDHCA, but ***we are not asking you to specifically approve or be bound to these projects. These are non-binding Resolutions.*** This will enable us to move forward, make applications for tax credits, and begin to put the financings together and negotiate the specific terms of the deals, which we will bring back to you for approval.

The projects seeking inducement are:

1. Rainbow Drive Apartments, an approximately 80-unit senior housing project located at approximately 207 Rainbow Drive;

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

2. Clouthaven Apartments, an approximately 80-unit multifamily project located at approximately 127 Rainbow Drive;
3. Eisenhower Apartments, an approximately 60-unit senior housing project, of which 20% will be public housing units, located at approximately 3146 Eisenhower Road; and
4. Manitou Apartments, an approximately 80-unit multifamily project located at approximately 4788 Northwest Loop 410.

All of these projects will be new construction and will target families at 60% or below of the area median income.

In each of these transactions, the San Antonio Housing Facility Corporation will own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership, which will own the project.

The attached Resolution authorizes the San Antonio Housing Facility Corporation to approve inducement Resolutions for each of the above projects.

RESIDENT FOCUSED OUTCOMES:

- SAHA residents have a sufficient supply of affordable housing options
- SAHA residents live in quality affordable housing

ATTACHMENTS:

Resolution 6212

Resolution 22FAC-01-20

Resolution 22FAC-01-22

Resolution 22FAC-01-23

Resolution 22FAC-01-24

Presentation

**San Antonio Housing Authority
Resolution 6212**

RESOLUTION 6212, AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE THE INDUCEMENT RESOLUTIONS FOR THE FOLLOWING PROPOSED 9% LOW-INCOME HOUSING TAX CREDIT PROJECTS: RAINBOW DRIVE APARTMENTS, CLOUDHAVEN APARTMENTS, EISENHAUER APARTMENTS AND MANITOU APARTMENTS

WHEREAS, one of the strategic goals of the San Antonio Housing Authority (the “Authority”) is to expand the supply of affordable housing; and

WHEREAS, one financing mechanism for new affordable housing is the 9% low-income housing tax credit; and

WHEREAS, the 9% tax credit program is highly competitive, and not all projects that apply will receive an allocation of tax credits; and

WHEREAS, staff has proposed the following four (4) new tax credit projects to be potentially financed in 2022:

1. Rainbow Drive Apartments, an approximately 80-unit senior housing project located at approximately 207 Rainbow Drive;
2. Cloudhaven Apartments, an approximately 80-unit multifamily project located at approximately 127 Rainbow Drive;
3. Eisenhower Apartments, an approximately 60-unit senior housing project, of which 20% will be public housing units, located at approximately 3146 Eisenhower Road; and
4. Manitou Apartments, an approximately 80-unit multifamily project located at approximately 4788 Northwest Loop 410; and

WHEREAS, it is necessary to make applications for tax credits for each project; and

WHEREAS, it is proposed that the San Antonio Housing Facility Corporation (“SAHFC”) create a limited liability company to serve as the general partner of the partnership, which will own the tax credit project; and

WHEREAS, SAHFC will pass resolutions to induce these projects authorizing the applications needed to finance these projects and to negotiate the terms of such financing, which will be brought back to the Board for final consideration.

NOW, THEREFORE, BE IT RESOLVED by the Board of Commissioners of the San Antonio Housing Authority, hereby:

- 1) Approves Resolutions 22FAC-01-20, 22FAC-01-22, 22FAC-01-23, and 22FAC-01-24 of SAHFC, inducing the proposed Projects and authorizing the applications necessary therefore and the negotiation of the terms of the financing therefore.

- 2) Authorizes the President and CEO, or any other Officer or Commissioner of the Authority, to execute all necessary documents associated therewith.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

**CERTIFICATE FOR RESOLUTION
RESOLUTION 22FAC-01-20**

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 the bylaws of SAHFC, the Board of Directors of SAHFC (the "Board") held a meeting on February 2, 2022 (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 22FAC-01-20, INDUCING THE CLOUDHAVEN APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 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 Articles of Incorporation and the Bylaws of SAHFC.

SIGNED and SEALED this 2nd day of February 2022.



Ed Hinojosa, Jr.
Secretary/Treasurer

**San Antonio Housing Facility Corporation
Resolution 22FAC-01-20**

RESOLUTION 22FAC-01-20, INDUCING THE CLOUDHAVEN APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (the “Authority”), has, pursuant to the Texas Public Facility Corporations 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, SAHFC, on behalf of the Authority, is empowered to finance the costs of public facilities that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of San Antonio; and

WHEREAS, Clouthaven Apartments Ltd., a Texas limited partnership (the “User”), has filed an Application for financing (the “Application”), requesting that (i) SAHFC participate in the acquisition, construction, and equipping of a proposed 80-unit multifamily housing facility to be located at approximately 127 Rainbow Drive and to be known as the Clouthaven Apartments (the “Project”); and

WHEREAS, the User intends to finance the Project in part with 9% housing tax credits and possibly a direct loan competitively procured from the Texas Department of Housing and Community Affairs (“TDHCA”); and

WHEREAS, this Resolution shall constitute SAHFC’s preliminary, non-binding commitment, subject to the terms hereof, to proceed; and

WHEREAS, the User has requested that SAHFC create a single-member limited liability company to serve as a general partner of the User; and

WHEREAS, the User has requested authorization to make all filings necessary to obtain and maintain equity and debt financing for the Project, including 9% tax credits and a direct loan from the TDHCA; and

WHEREAS, the members of the Board of Directors of SAHFC (collectively, the “Board”) and their respective offices are as follows:

<u>Name of Directors/Officers</u>	<u>Position</u>
Dr. Ana M. “Cha” Guzmán	President and Director
Olga Kauffman	Vice President and Director
Ignacio Perez	Director
Dalia Contreras	Director
Gilbert Casillas	Director
Gabriel “Gabe” Lopez	Director

Loren Dantzler
Ed Hinojosa, Jr.
Diana Fiedler
Timothy E. Alcott
Muriel Rhoder
Brandee Perez
Michael Reyes
Richard Milk

Director
Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer

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 so that the User may construct the Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of SAHFC.

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

Section 1. Subject to the terms hereof, SAHFC agrees that it will, acting in either its own capacity or as the party controlling the general partner of the User:

(a) cooperate with the User with respect to the Project, and, if arrangements therefore satisfactory to the User and SAHFC can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any applications, notices, contracts, or agreements deemed necessary and desirable by the User or SAHFC in connection with the Project, specifically including any applications, agreements, documents, certificates, and instruments necessary to obtain tax credits and a direct loan from the TDHCA (collectively, the "Contracts"), providing among other things for financing, acquisition, construction, equipping, and improvement of the Project; and use, operation, and maintenance of the Project, all as shall be authorized, required, or permitted by law and as shall be satisfactory to SAHFC and the User;

(b) if requested by the User, work with a Historically Underutilized Business, including sharing ownership in the general partnership of the User, sharing developer fees and cash flow of the User to enable the Project to be competitive;

(c) own the real estate and serve as the general contractor for the Project to obtain tax exemptions;

(d) take or cause to be taken such other actions as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.

Neither the State of Texas (the "State"), the Authority, nor any political subdivision or agency of the State shall be obligated to pay any debt or other obligation of the User or the Project and that neither the faith and credit nor the taxing power of the State, the Authority, or any political subdivision or agency thereof is pledged to any obligation relating to the Project.

Section 2. It is understood by SAHFC, and the User has represented to SAHFC, that in consideration of SAHFC's adoption of this Resolution, and subject to the terms and conditions hereof, the User has agreed that

(a) the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHFC and the Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the Project, or the design, construction, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of SAHFC or the Authority); and

Section 3. This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. **Provided that neither the User nor any other party is entitled to rely on this Resolution as a commitment to enter into the proposed transaction, and SAHFC reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHFC shall not be subject to any liability or damages of any nature. Neither the User nor anyone claiming by, through or under the User, nor any investment banking firm or potential purchaser shall have any claim against SAHFC whatsoever as a result of any decision by SAHFC not to enter into the proposed transaction.**

Section 4. The Board authorizes the President, Vice President, Secretary/Treasurer, or Assistant Secretary/Treasurer of the Board to execute any Contracts and take any and all actions required to obtain tax credits, equity financing and debt financing (including a direct loan from the TDHCA).

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. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 8. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 9. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

**CERTIFICATE FOR RESOLUTION
RESOLUTION 22FAC-01-22**

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 the bylaws of SAHFC, the Board of Directors of SAHFC (the "Board") held a meeting on February 2, 2022 (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 22FAC-01-22, INDUCING THE EISENHAUER APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 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 Articles of Incorporation and the Bylaws of SAHFC.

SIGNED and SEALED this 2nd day of February 2022.



Ed Hinojosa, Jr.
Secretary/Treasurer

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

RESOLUTION 22FAC-01-22, INDUCING THE EISENHAUER APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (the “Authority”), has, pursuant to the Texas Public Facility Corporations 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, SAHFC, on behalf of the Authority, is empowered to finance the costs of public facilities that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of San Antonio; and

WHEREAS, Eisenhower Apartments Ltd., a Texas limited partnership (the “User”), has filed an Application for financing (the “Application”), requesting that (i) SAHFC participate in the acquisition, construction, and equipping of a proposed 60-unit senior housing facility, of which 20% will be public housing units, to be located at approximately 3146 Eisenhower Road and to be known as the Eisenhower Apartments (the “Project”); and

WHEREAS, the User intends to finance the Project in part with 9% housing tax credits and possibly a direct loan competitively procured from the Texas Department of Housing and Community Affairs (“TDHCA”); and

WHEREAS, this Resolution shall constitute SAHFC’s preliminary, non-binding commitment, subject to the terms hereof, to proceed; and

WHEREAS, the User has requested that SAHFC create a single-member limited liability company to serve as a general partner of the User; and

WHEREAS, the User has requested authorization to make all filings necessary to obtain and maintain equity and debt financing for the Project, including 9% tax credits and a direct loan from the TDHCA; and

WHEREAS, the members of the Board of Directors of SAHFC (collectively, the “Board”) and their respective offices are as follows:

<u>Name of Directors/Officers</u>	<u>Position</u>
Dr. Ana M. “Cha” Guzmán	President and Director
Olga Kauffman	Vice President and Director
Ignacio Perez	Director
Dalia Contreras	Director
Gilbert Casillas	Director
Gabriel “Gabe” Lopez	Director

Loren Dantzler
Ed Hinojosa, Jr.
Diana Fiedler
Timothy E. Alcott
Muriel Rhoder
Brandee Perez
Michael Reyes
Richard Milk

Director
Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer

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 so that the User may construct the Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of SAHFC.

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

Section 1. Subject to the terms hereof, SAHFC agrees that it will, acting in either its own capacity or as the party controlling the general partner of the User:

(a) cooperate with the User with respect to the Project, and, if arrangements therefore satisfactory to the User and SAHFC can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any applications, notices, contracts, or agreements deemed necessary and desirable by the User or SAHFC in connection with the Project, specifically including any applications, agreements, documents, certificates, and instruments necessary to obtain tax credits and a direct loan from the TDHCA (collectively, the "Contracts"), providing among other things for financing, acquisition, construction, equipping, and improvement of the Project; and use, operation, and maintenance of the Project, all as shall be authorized, required, or permitted by law and as shall be satisfactory to SAHFC and the User;

(b) if requested by the User, work with a Historically Underutilized Business, including sharing ownership in the general partnership of the User, sharing developer fees and cash flow of the User to enable the Project to be competitive;

(c) own the real estate and serve as the general contractor for the Project to obtain tax exemptions;

(d) take or cause to be taken such other actions as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.

Neither the State of Texas (the "State"), the Authority, nor any political subdivision or agency of the State shall be obligated to pay any debt or other obligation of the User or the Project and that neither the faith and credit nor the taxing power of the State, the Authority, or any political subdivision or agency thereof is pledged to any obligation relating to the Project.

Section 2. It is understood by SAHFC, and the User has represented to SAHFC, that in consideration of SAHFC's adoption of this Resolution, and subject to the terms and conditions hereof, the User has agreed that:

(a) the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHFC and the Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the Project, or the design, construction, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of SAHFC or the Authority); and

Section 3. This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. **Provided that neither the User nor any other party is entitled to rely on this Resolution as a commitment to enter into the proposed transaction, and SAHFC reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHFC shall not be subject to any liability or damages of any nature. Neither the User nor anyone claiming by, through or under the User, nor any investment banking firm or potential purchaser shall have any claim against SAHFC whatsoever as a result of any decision by SAHFC not to enter into the proposed transaction.**

Section 4. The Board authorizes the President, Vice President, Secretary/Treasurer, or Assistant Secretary/Treasurer of the Board to execute any Contracts and take any and all actions required to obtain tax credits, equity financing and debt financing (including a direct loan from the TDHCA).

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. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 8. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 9. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

**CERTIFICATE FOR RESOLUTION
RESOLUTION 22FAC-01-23**

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 the bylaws of SAHFC, the Board of Directors of SAHFC (the "Board") held a meeting on February 2, 2022 (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 22FAC-01-23, INDUCING THE MANITOU APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 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 Articles of Incorporation and the Bylaws of SAHFC.

SIGNED and SEALED this 2nd day of February 2022.



Ed Hinojosa
Secretary/Treasurer

**San Antonio Housing Facility Corporation
Resolution 22FAC-01-23**

RESOLUTION 22FAC-01-23, INDUCING THE MANITOU APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (the “Authority”), has, pursuant to the Texas Public Facility Corporations 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, SAHFC, on behalf of the Authority, is empowered to finance the costs of public facilities that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of San Antonio; and

WHEREAS, Manitou Apartments Ltd., a Texas limited partnership (the “User”), has filed an Application for financing (the “Application”), requesting that (i) SAHFC participate in the acquisition, construction, and equipping of a proposed 80-unit multifamily housing facility to be located at approximately 4788 NorthWest Loop 410 and to be known as the Manitou Apartments (the “Project”); and

WHEREAS, the User intends to finance the Project in part with 9% housing tax credits and possibly a direct loan competitively procured from the Texas Department of Housing and Community Affairs (“TDHCA”); and

WHEREAS, this Resolution shall constitute SAHFC’s preliminary, non-binding commitment, subject to the terms hereof, to proceed; and

WHEREAS, the User has requested that SAHFC create a single-member limited liability company to serve as a general partner of the User; and

WHEREAS, the User has requested authorization to make all filings necessary to obtain and maintain equity and debt financing for the Project, including 9% tax credits and a direct loan from the TDHCA; and

WHEREAS, the members of the Board of Directors of SAHFC (collectively, the “Board”) and their respective offices are as follows:

<u>Name of Directors/Officers</u>	<u>Position</u>
Dr. Ana M. “Cha” Guzmán	President and Director
Olga Kauffman	Vice President and Director
Ignacio Perez	Director
Dalia Contreras	Director
Gilbert Casillas	Director
Gabriel “Gabe” Lopez	Director

Loren Dantzler
Ed Hinojosa, Jr.
Diana Fiedler
Timothy E. Alcott
Muriel Rhoder
Brandee Perez
Michael Reyes
Richard Milk

Director
Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer

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 so that the User may construct the Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of SAHFC.

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

Section 1. Subject to the terms hereof, SAHFC agrees that it will, acting in either its own capacity or as the party controlling the general partner of the User:

(a) cooperate with the User with respect to the Project, and, if arrangements therefore satisfactory to the User and SAHFC can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any applications, notices, contracts or agreements deemed necessary and desirable by the User or SAHFC in connection with the Project, specifically including any applications, agreements, documents, certificates and instruments necessary to obtain tax credits and a direct loan from the TDHCA (collectively, the "Contracts"), providing among other things for financing, acquisition, construction, equipping, and improvement of the Project; and use, operation, and maintenance of the Project, all as shall be authorized, required, or permitted by law and as shall be satisfactory to SAHFC and the User;

(b) if requested by the User, work with a Historically Underutilized Business, including sharing ownership in the general partnership of the User, sharing developer fees and cash flow of the User to enable the Project to be competitive;

(c) own the real estate and serve as the general contractor for the Project to obtain tax exemptions;

(d) take or cause to be taken such other actions as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.

Neither the State of Texas (the "State"), the Authority, nor any political subdivision or agency of the State shall be obligated to pay any debt or other obligation of the User or the Project and that neither the faith and credit nor the taxing power of the State, the Authority, or any political subdivision or agency thereof is pledged to any obligation relating to the Project.

Section 2. It is understood by SAHFC, and the User has represented to SAHFC, that in consideration of SAHFC's adoption of this Resolution, and subject to the terms and conditions hereof, the User has agreed that:

(a) the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHFC and the Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the Project, or the design, construction, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of SAHFC or the Authority); and

Section 3. This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. **Provided that neither the User nor any other party is entitled to rely on this Resolution as a commitment to enter into the proposed transaction, and SAHFC reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHFC shall not be subject to any liability or damages of any nature. Neither the User nor anyone claiming by, through or under the User, nor any investment banking firm or potential purchaser shall have any claim against SAHFC whatsoever as a result of any decision by SAHFC not to enter into the proposed transaction.**

Section 4. The Board authorizes the President, Vice President, Secretary/Treasurer, or Assistant Secretary/Treasurer of the Board to execute any Contracts and take any and all actions required to obtain tax credits, equity financing and debt financing (including a direct loan from the TDHCA).

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. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 8. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 9. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

**CERTIFICATE FOR RESOLUTION
RESOLUTION 22FAC-01-24**

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 the bylaws of SAHFC, the Board of Directors of SAHFC (the "Board") held a meeting on February 2, 2022 (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 22FAC-01-24, INDUCING THE RAINBOW DRIVE APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 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 Articles of Incorporation and the Bylaws of SAHFC.

SIGNED and SEALED this 2nd day of February 2022.



Ed Hinojosa, Jr.
Secretary/Treasurer

**San Antonio Housing Facility Corporation
Resolution 22FAC-01-24**

RESOLUTION 22FAC-01-24, INDUCING THE RAINBOW DRIVE APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH 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 OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (the “Authority”), has, pursuant to the Texas Public Facility Corporations 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, SAHFC, on behalf of the Authority, is empowered to finance the costs of public facilities that will provide decent, safe, and sanitary housing at affordable prices for residents of the City of San Antonio; and

WHEREAS, Rainbow Drive Apartments Ltd., a Texas limited partnership (the “User”), has filed an Application for financing (the “Application”), requesting that (i) SAHFC participate in the acquisition, construction, and equipping of a proposed 80-unit senior housing facility to be located at approximately 207 Rainbow Drive and to be known as the Rainbow Drive Apartments (the “Project”); and

WHEREAS, the User intends to finance the Project in part with 9% housing tax credits and possibly a direct loan competitively procured from the Texas Department of Housing and Community Affairs (“TDHCA”); and

WHEREAS, this Resolution shall constitute SAHFC’s preliminary, non-binding commitment, subject to the terms hereof, to proceed; and

WHEREAS, the User has requested that SAHFC create a single-member limited liability company to serve as a general partner of the User; and

WHEREAS, the User has requested authorization to make all filings necessary to obtain and maintain equity and debt financing for the Project, including 9% tax credits and a direct loan from the TDHCA; and

WHEREAS, the members of the Board of Directors of SAHFC (collectively, the “Board”) and their respective offices are as follows:

<u>Name of Directors/Officers</u>	<u>Position</u>
Dr. Ana M. “Cha” Guzmán	President and Director
Olga Kauffman	Vice President and Director
Ignacio Perez	Director
Dalia Contreras	Director
Gilbert Casillas	Director
Gabriel “Gabe” Lopez	Director

Loren Dantzler
Ed Hinojosa, Jr.
Diana Fiedler
Timothy E. Alcott
Muriel Rhoder
Brandee Perez
Michael Reyes
Richard Milk

Director
Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer
Assistant Secretary/Treasurer

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 so that the User may construct the Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of SAHFC.

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

Section 1. Subject to the terms hereof, SAHFC agrees that it will, acting in either its own capacity or as the party controlling the general partner of the User:

(a) cooperate with the User with respect to the Project, and, if arrangements therefore satisfactory to the User and SAHFC can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any applications, notices, contracts or agreements deemed necessary and desirable by the User or SAHFC in connection with the Project, specifically including any applications, agreements, documents, certificates and instruments necessary to obtain tax credits and a direct loan from the TDHCA (collectively, the "Contracts"), providing among other things for financing, acquisition, construction, equipping, and improvement of the Project; and use, operation, and maintenance of the Project, all as shall be authorized, required, or permitted by law and as shall be satisfactory to SAHFC and the User;

(b) if requested by the User, work with a Historically Underutilized Business, including sharing ownership in the general partnership of the User, sharing developer fees and cash flow of the User to enable the Project to be competitive;

(c) own the real estate and serve as the general contractor for the Project to obtain tax exemptions;

(d) take or cause to be taken such other actions as may be required to implement the aforesaid undertakings or as it may deem appropriate in pursuance thereof.

Neither the State of Texas (the "State"), the Authority, nor any political subdivision or agency of the State shall be obligated to pay any debt or other obligation of the User or the Project and that neither the faith and credit nor the taxing power of the State, the Authority, or any political subdivision or agency thereof is pledged to any obligation relating to the Project.

Section 2. It is understood by SAHFC, and the User has represented to SAHFC, that in consideration of SAHFC's adoption of this Resolution, and subject to the terms and conditions hereof, the User has agreed that

(a) the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHFC and the Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the Project, or the design, construction, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of SAHFC or the Authority).

Section 3. This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. **Provided that neither the User nor any other party is entitled to rely on this Resolution as a commitment to enter into the proposed transaction, and SAHFC reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHFC shall not be subject to any liability or damages of any nature. Neither the User nor anyone claiming by, through or under the User, nor any investment banking firm or potential purchaser shall have any claim against SAHFC whatsoever as a result of any decision by SAHFC not to enter into the proposed transaction.**

Section 4. The Board authorizes the President, Vice President, Secretary/Treasurer, or Assistant Secretary/Treasurer of the Board to execute any Contracts and take any and all actions required to obtain tax credits, equity financing and debt financing (including a direct loan from the TDHCA).

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. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 8. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 9. This Resolution shall be in force and effect from and after its passage.

Passed and approved the 2nd day of February 2022.

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

Attested and approved as to form:

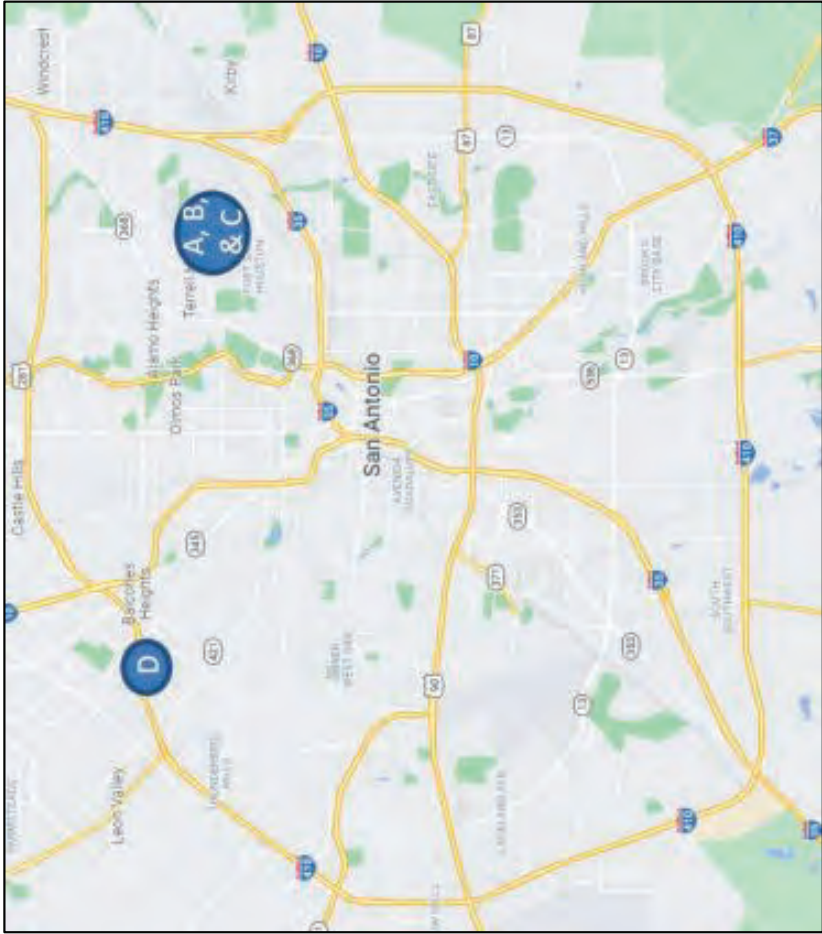
Ed Hinojosa, Jr.
Secretary/Treasurer



2022 9% Tax Credit Deals

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

MAP-PROPOSED DEVELOPMENT LOCATIONS



Site Names	
A	Rainbow Drive Apartments <i>Rainbow Drive Apartments Ltd.</i>
B	Cloudhaven Apartments <i>Cloudhaven Apartments Ltd.</i>
C	Eisenhauer Apartments <i>Eisenhauer Apartments Ltd.</i>
D	Manitou Apartments <i>Manitou Apartments Ltd.</i>

OPPORTUNITY LIVES HERE
@SAHAhousing

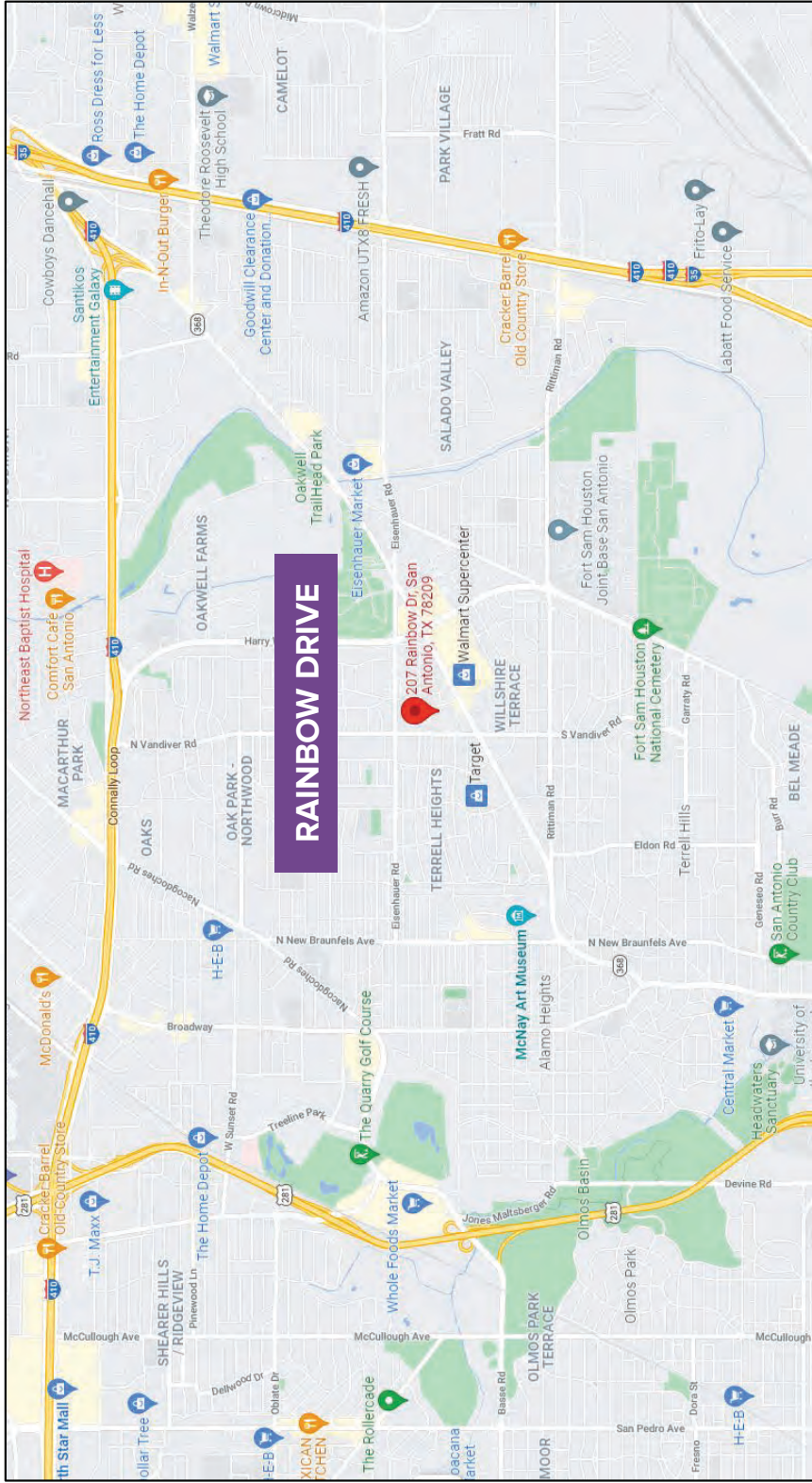
2021 AREA MEDIAN INCOME AND RENT LIMITS

2021 Area Median Income		\$74,100						
Income Limits		Number of Household Members						
AMI %	1	2	3	4	5	6	7	8
20	\$10,380	\$11,860	\$13,340	\$14,820	\$16,020	\$17,200	\$18,380	\$19,580
30	\$15,570	\$17,790	\$20,010	\$22,230	\$24,030	\$25,800	\$27,570	\$29,370
40	\$20,760	\$23,720	\$26,680	\$29,640	\$32,040	\$34,400	\$36,760	\$39,160
50	\$25,950	\$29,650	\$33,350	\$37,050	\$40,050	\$43,000	\$45,950	\$48,950
60	\$31,140	\$35,580	\$40,020	\$44,460	\$48,060	\$51,600	\$55,140	\$58,740
70	\$36,330	\$41,510	\$46,690	\$51,870	\$56,070	\$60,200	\$64,330	\$68,530
80	\$41,520	\$47,440	\$53,360	\$59,280	\$64,080	\$68,800	\$73,520	\$78,320
Rent Limits		Number of Bedrooms						
AMI %	0	1	2	3	4	5		
20	\$259	\$278	\$333	\$385	\$430	\$474		
30	\$389	\$417	\$500	\$578	\$645	\$711		
40	\$519	\$556	\$667	\$771	\$860	\$949		
50	\$648	\$695	\$833	\$963	\$1,075	\$1,186		
60	\$778	\$834	\$1,000	\$1,156	\$1,290	\$1,423		
70	\$908	\$973	\$1,167	\$1,349	\$1,505	\$1,660		
80	\$1,038	\$1,112	\$1,334	\$1,542	\$1,720	\$1,898		



RAINBOW DRIVE APARTMENTS

MAP



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REGIONAL CENTERS

PHASE 1 CENTERS

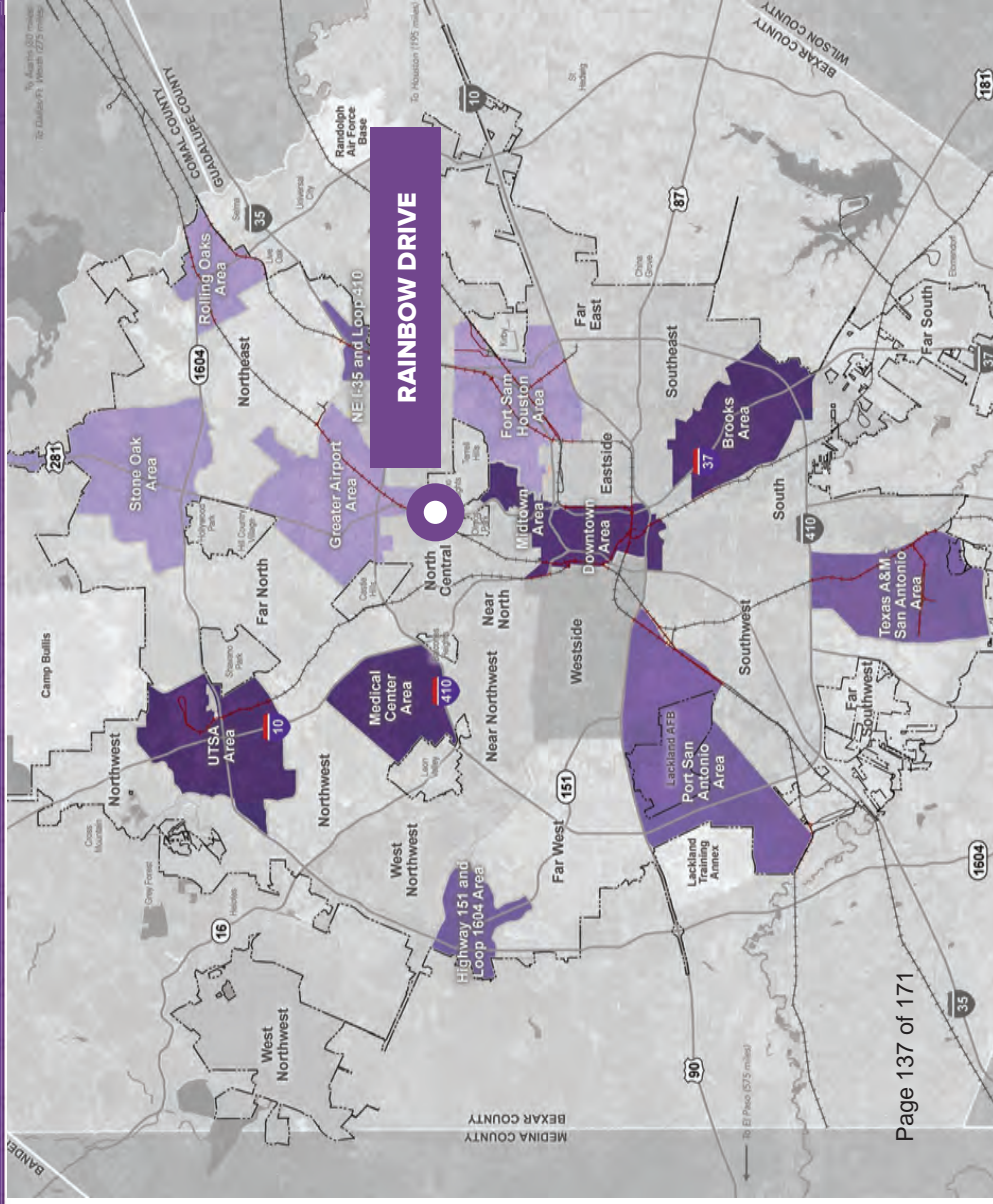
Downtown
Medical Center
UTSA
Midtown
Brooks

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



RAINBOW DRIVE SENIOR APARTMENTS



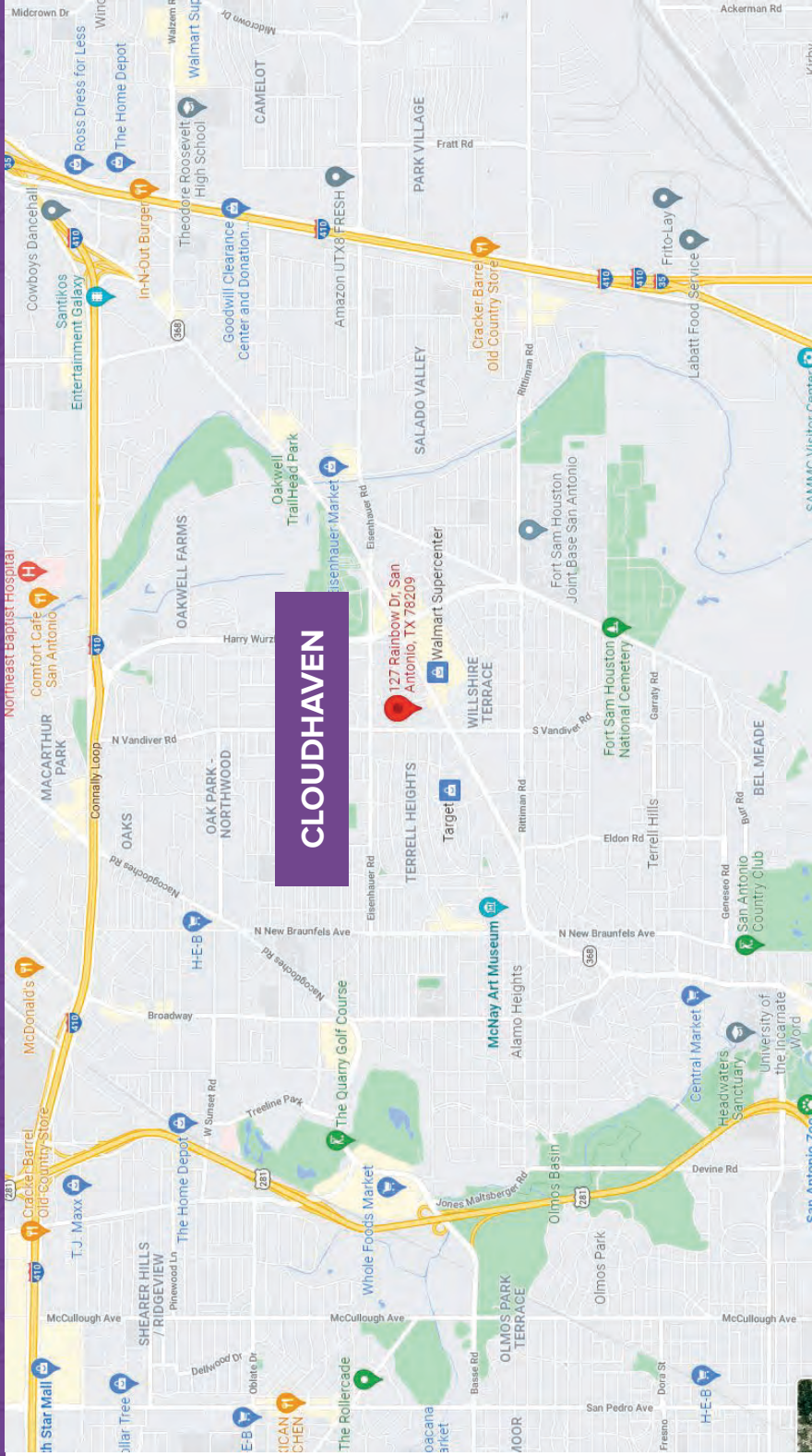
- ❖ City Council District 10
- ❖ Northeast ISD
- ❖ 80 Units
 - 30% AMI - 10% (8)
 - 50% AMI - 40% (32)
 - 60% AMI - 50% (40)
- ❖ 2022 9% Housing Tax Credit
- ❖ Total Development Cost:
approx. \$22,000,000.00



CLOUDHAVEN APARTMENTS

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MAP



REGIONAL CENTERS

PHASE 1 CENTERS

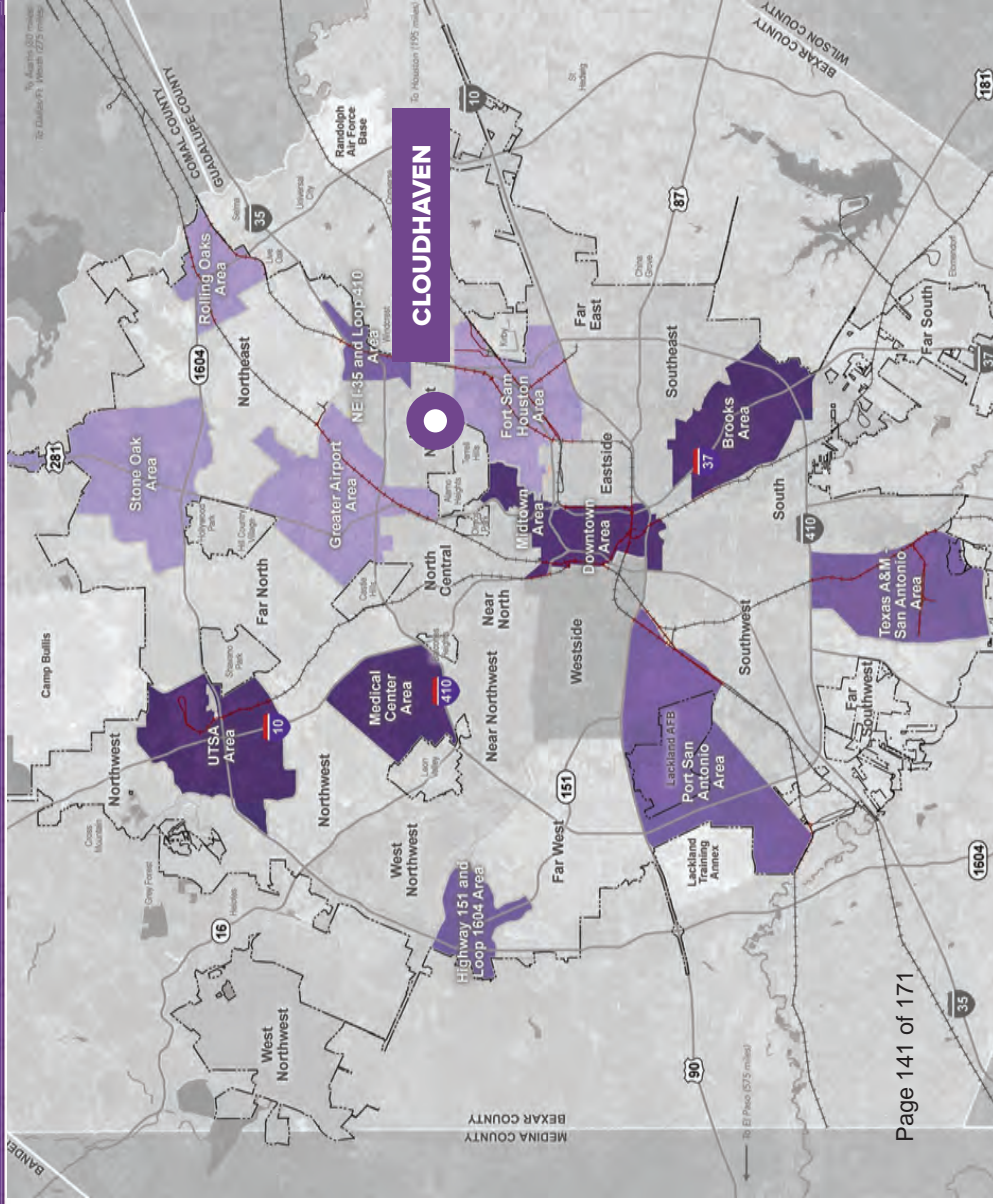
Downtown
Medical Center
UTSA
Midtown
Brooks

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



CLOUDHAVEN



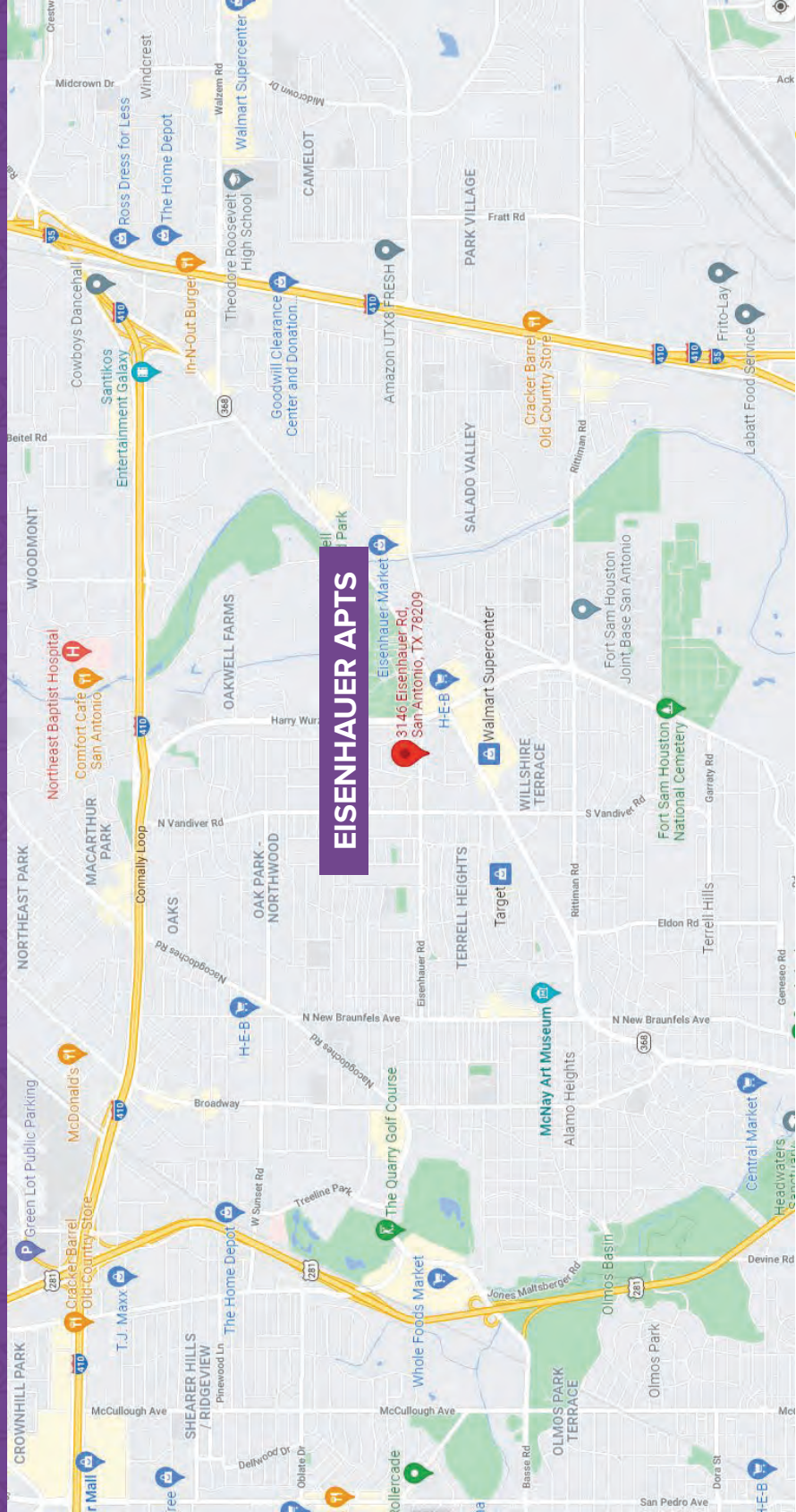
- ❖ City Council District 10
- ❖ North East ISD
- ❖ 80 Units
 - 30% AMI - 10% (8)
 - 50% AMI - 40% (32)
 - 60% AMI - 50% (40)
- ❖ 2022 9% Housing Tax Credits
- ❖ Total Development Cost:
approx. \$22,000,000.00



EISENHAUER APARTMENTS

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MAP



OPPORTUNITY LIVES HERE
@SAHAhousing

REGIONAL CENTERS

PHASE 1 CENTERS

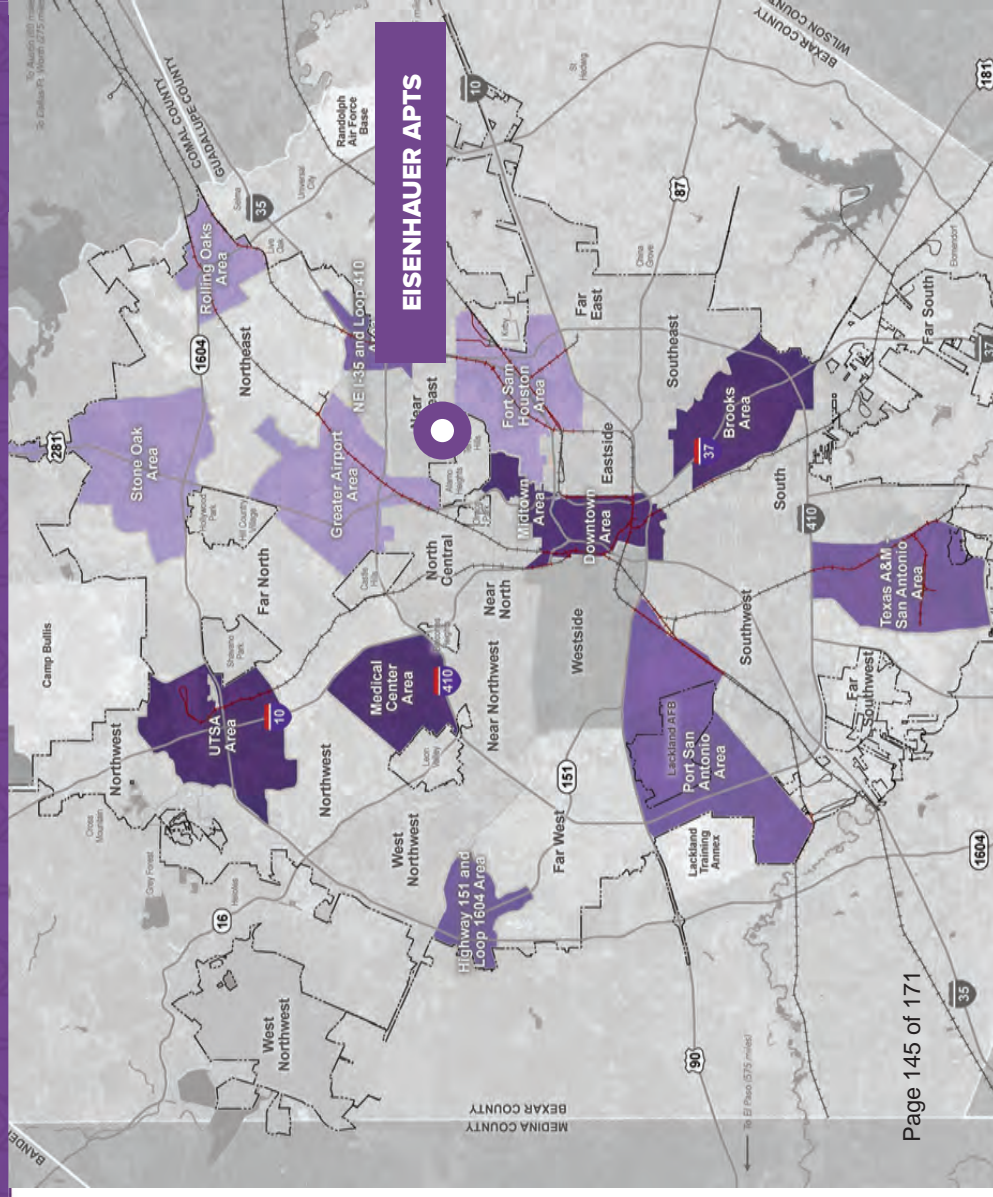
Downtown
Medical Center
UTSA
Midtown
Brooks

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



EISENHAUER SENIOR APARTMENTS

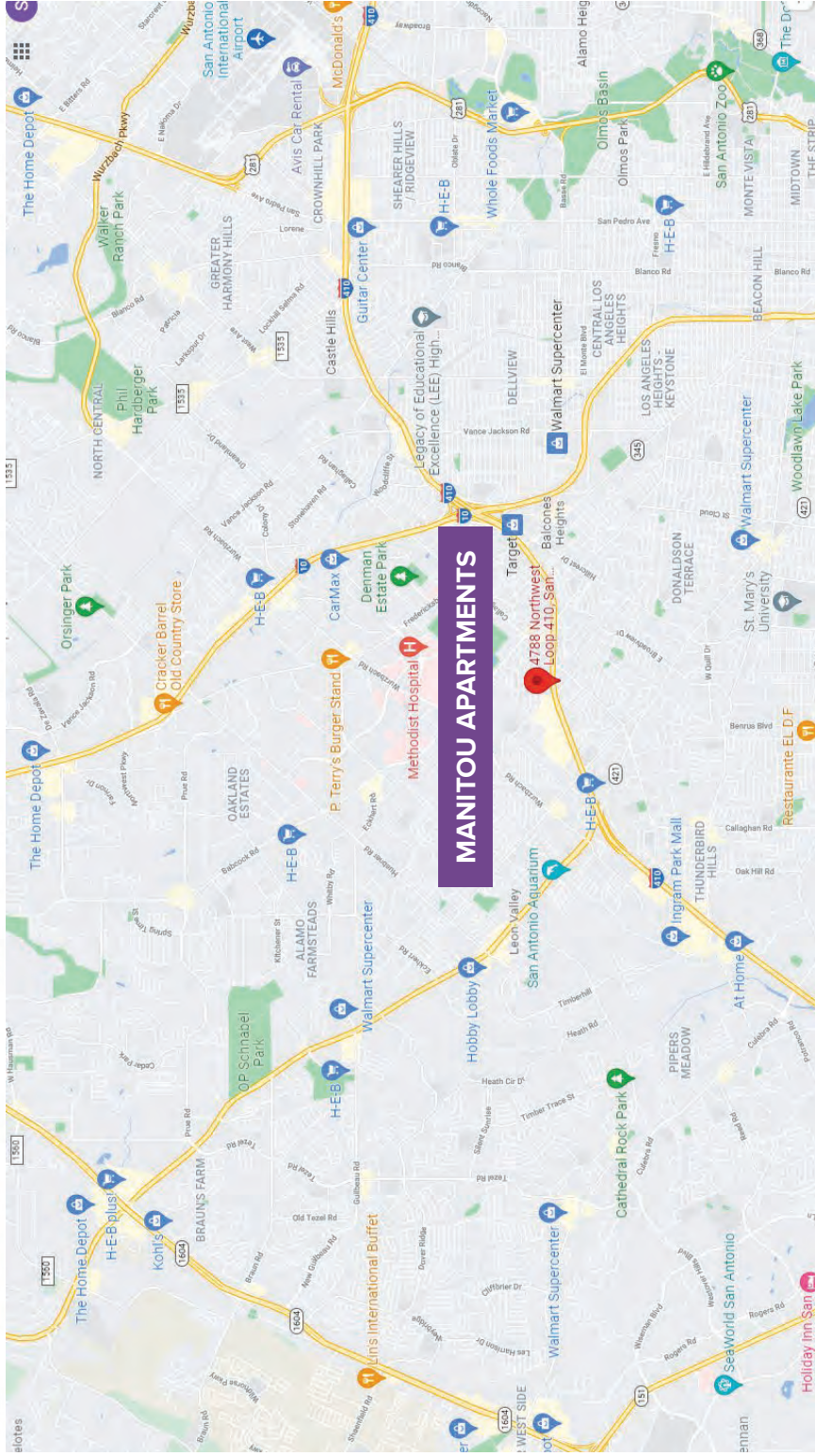


- ❖ City Council District 10
- ❖ North East ISD
- ❖ 60 Units (20% PH)
 - 30% AMI - 10% (6)
 - 50% AMI - 40% (24)
 - 60% AMI - 50% (30)
- ❖ 2022 9% Housing Tax Credits
- ❖ Total Development Cost:
approx. \$18,000,000.00



MANITOU APARTMENTS

MAP



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Page 148 of 171

REGIONAL CENTERS

PHASE 1 CENTERS

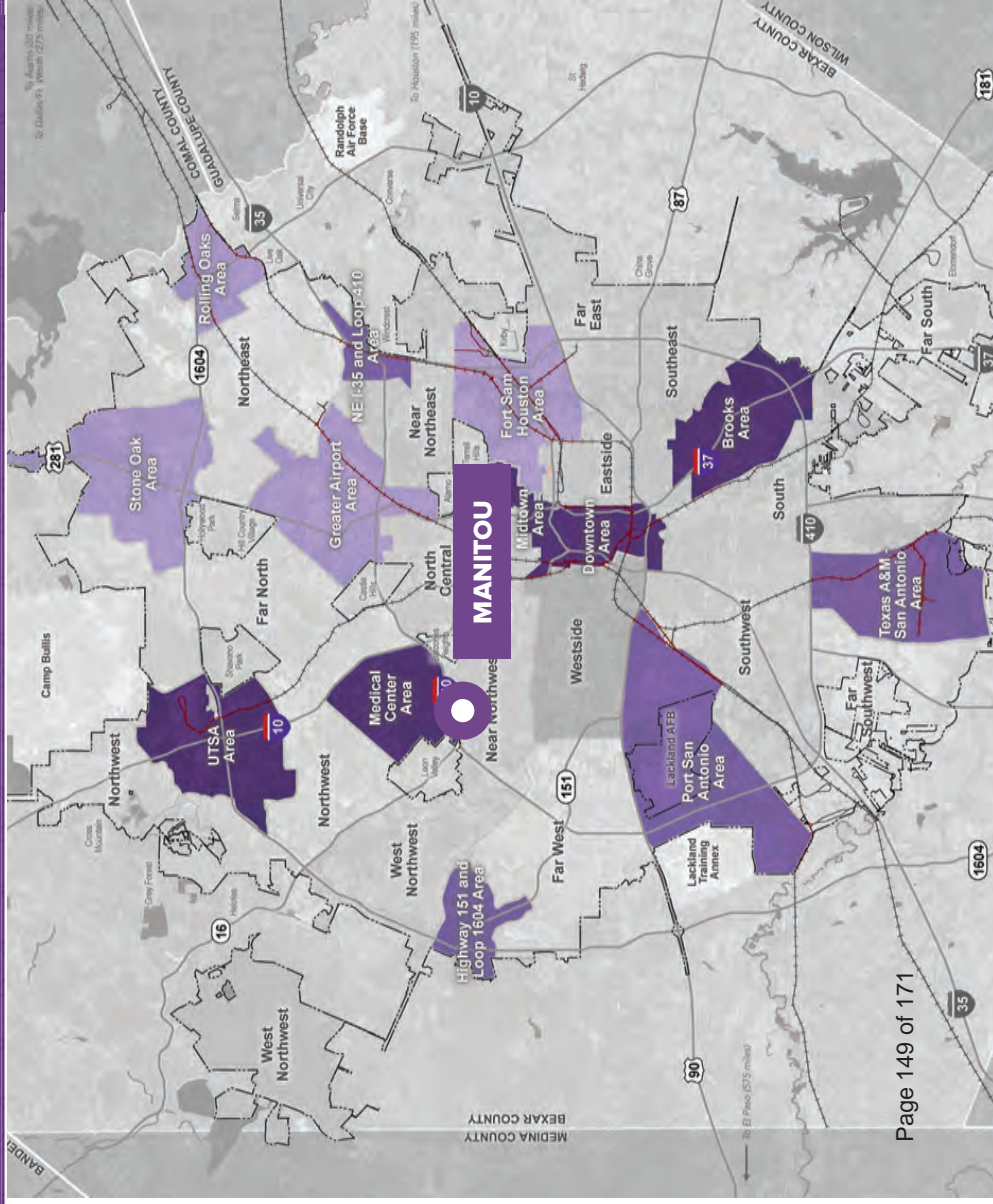
Downtown
Medical Center
UTSA
Midtown
Brooks

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



MANITOU APARTMENTS



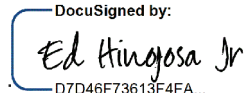
- ❖ City Council District 7
- ❖ Northside ISD
- ❖ 80 Units
 - 30% AMI - 10% (8)
 - 50% AMI - 40% (32)
 - 60% AMI - 50% (40)
- ❖ 2022 9% Housing Tax Credits
- ❖ Total Development Cost:
approx. \$22,000,000.00

QUESTIONS?

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

BOARD OF COMMISSIONERS
Regular Board Meeting**RESOLUTION 6197, ESTABLISHING SUPPORT OF THE STRATEGIC HOUSING IMPLEMENTATION PLAN AS A COORDINATED COUNTYWIDE AFFORDABLE HOUSING STRATEGY**

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

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Timothy E. Alcott
Chief Real Estate and Asset Management Officer

REQUESTED ACTION:

Consideration and approval regarding Resolution 6197, establishing support of the Strategic Housing Implementation Plan, as a coordinated countywide affordable housing strategy.

FINANCIAL IMPACT:

None directly. Each project that is developed with the coordination of the SHIP, will be brought to the Board of Commissioners on an individual basis.

SUMMARY:

There is a critical need for more affordable housing units in San Antonio and the need is growing. One third of people in San Antonio spend more than 30% of their income on housing, the recommended maximum amount a family should spend on housing expenses. The City of San Antonio created a Strategic Housing Implementation Plan (SHIP) to address this issue by recommending that there should be an increase in the production, rehabilitation, and preservation of affordable housing.

The SHIP continues the focus on the five large goals, which include:

1. Develop a Coordinated Housing System
2. Increase City Investment in Housing with a 10-Year Funding Plan
3. Increase Affordable Housing Production, Rehabilitation, and Preservation
4. Protect and Promote Neighborhoods
5. Ensure Accountability to the Public

The City of San Antonio will work together with SAHA to track, fund, and implement projects that increase the production, rehabilitation, and preservation of subsidized public and other affordable housing that improve the lives of SAHA residents and build sustainable, thriving communities.

STRATEGIC OUTCOME:

SAHA residents have a sufficient supply of affordable housing options.

SAN ANTONIO HOUSING AUTHORITY

February 2, 2022

ATTACHMENT:

Resolution 6197

**San Antonio Housing Authority
Resolution 6197**

RESOLUTION 6197, ESTABLISHING SUPPORT OF THE STRATEGIC HOUSING IMPLEMENTATION PLAN AS A COORDINATED COUNTYWIDE AFFORDABLE HOUSING STRATEGY

WHEREAS, in 2020, the City of San Antonio (COSA) began work on a Strategic Housing Implementation Plan (SHIP) to actualize strategies presented in the Housing Policy Framework that was adopted by City Council in 2018; and

WHEREAS, the work from the SHIP includes determining timelines, partners, specific action steps and funding approaches to be able to develop a coordinated housing system; and

WHEREAS, the SHIP Committees determined that there is a community need for affordable housing at the lower AMI levels and the SHIP strategy is focused on meeting those needs; and

WHEREAS, the SHIP Committees understand that to be able to build affordable housing at the lower AMI levels we will need a financial commitment from City, State and Federal sources; and

WHEREAS, the COSA has agreed to provide regular updates on the progress and plans on ways to partner in the implementation to solve the need in our community; and

WHEREAS, SAHA provides subsidized housing to about 20,000 families in order to achieve its mission of compassionate, equitable, and vibrant communities where people thrive, and has a waitlist of about 55,000 families that are extremely low income and in need of subsidized housing; and

WHEREAS, SAHA has been severely underfunded by HUD and the COSA has provided and will continue to partner with SAHA for the creation, rehabilitation and preservation of subsidized public and other affordable housing; and

WHEREAS, the City of San Antonio will work together with SAHA to track, fund, and implement projects that increase the production, rehabilitation and preservation of subsidized public and other affordable housing that improve the lives of SAHA residents and build sustainable, thriving communities.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of San Antonio Housing Authority, hereby:

- 1) Approves Resolution 6197, establishing support of the Strategic Housing Implementation Plan as a coordinated countywide affordable housing strategy, and

- 2) Authorizes the President and CEO to execute all necessary documents and extensions related to this strategy.

Passed and approved this 2nd day of February 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO



CITY OF SAN ANTONIO
**NEIGHBORHOOD & HOUSING
SERVICES DEPARTMENT**

February 2, 2022

Strategic Housing Implementation Plan

SAHA Board | Ian Benavidez, Assistant Director



Updates

- Briefed SAHA Operations and Real Estate Board Committee on December 2, 2021
- City Council adopted on December 16, 2021



What is the SHIP?

A 10- year plan that builds off the Housing Policy Framework

A shared vision to stabilize households most at risk for housing instability

- New **targets** for our community working with community partners
- Focuses on households with the **lowest incomes**
- Includes **strategies** from many different plans and initiatives





Households most at-risk by Area Median Income (AMI)

Homeowners

45% of overall need









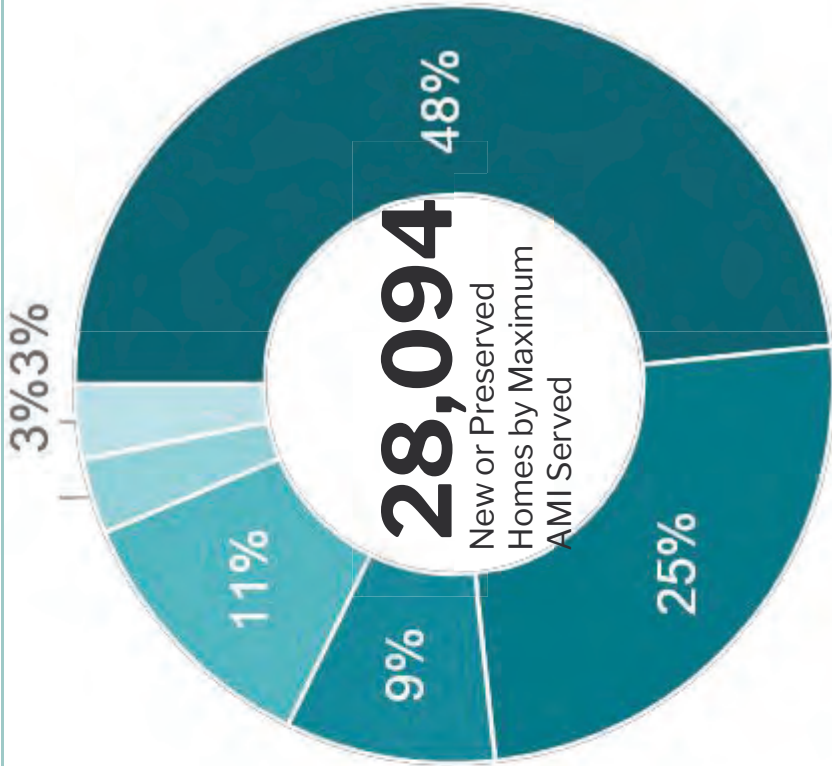
Renters

55% of overall need



New Targets by AMI

	0-30% AMI \$20,010 13,592 Homes
	31-50% AMI \$33,350 6,990 Homes
	51-60% AMI \$40,020 2,516 Homes
	61-80% AMI \$53,360 3,196 Homes
	81-100% AMI \$66,700 900 Homes
	101-120% AMI \$80,040 900 Homes



Includes 1,000 units
of Permanent
Supportive Housing

Includes 1,200 units
of age-restricted
housing for older
adults

New Affordable Production & Preservation Targets



FY 2022- FY 2031

	HOMEOWNERSHIP		RENTAL	
Household AMI	Production	Preservation	Production	Preservation
0-30% AMI	0	5,786	6,897*	909
31-50% AMI	0	3,200	2,653	1,137
51-60% AMI	0	1,000	1,061	455
61-80% AMI	650	500	0**	2,046
81-100% AMI	650	250	0	0
101-120% AMI	650	250	0	0
Sub Totals	1,950	10,986	10,611	4,547
	12,936		15,158	
Grand Total	28,094			

- Includes 1,000 units of Permanent Supportive Housing

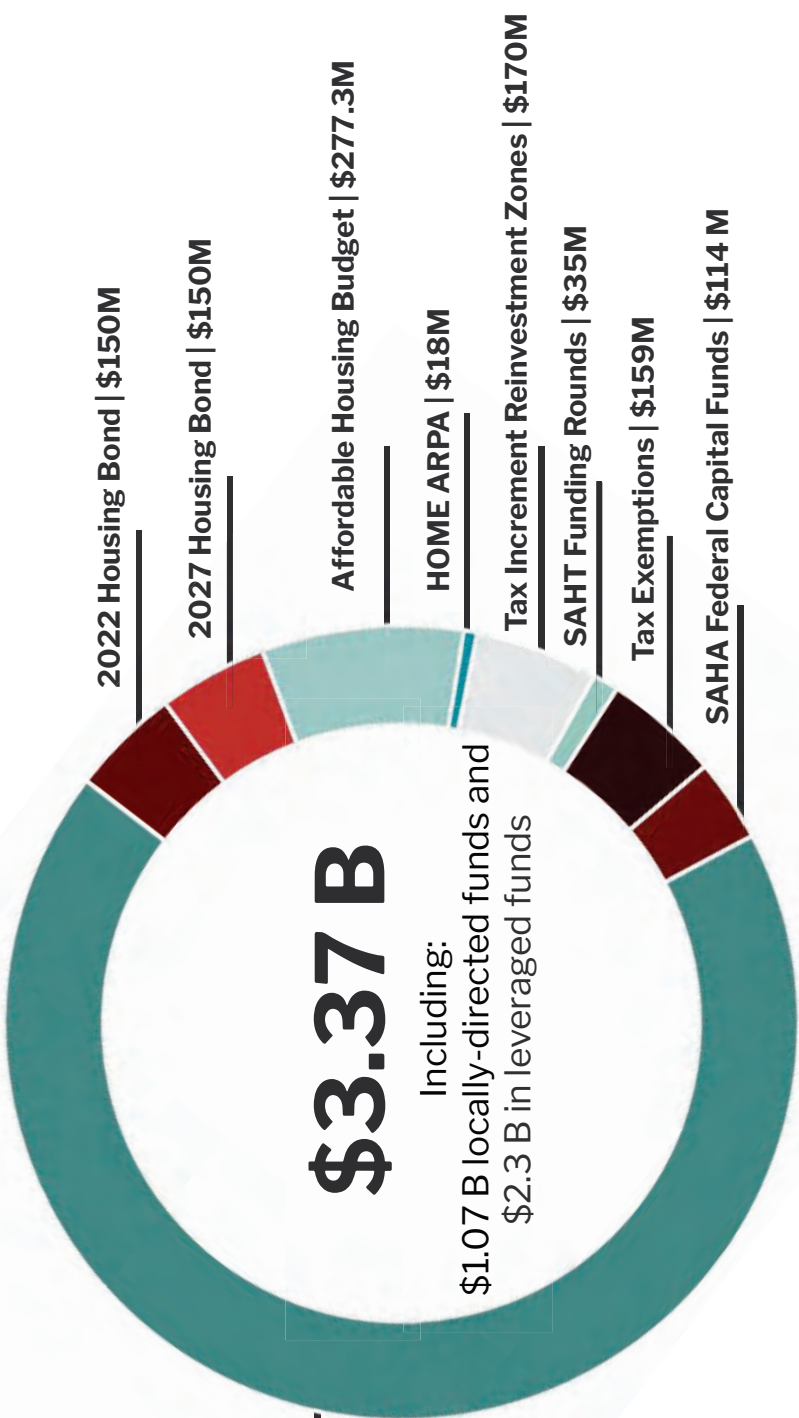
- ** Production at 61-80% AMI will be tracked for informational purposes, but not counted towards the City's targets



10 Year Funding Plan

Leveraged Funds | \$2.3B

These sources include the primary funding for affordable housing projects including housing tax credits, HUD 221(D)(4), conventional debt, and private activity bonds.





Strategies

36 Total Strategies

Develop A Coordinated Housing System

Housing

Policy

Framework

Focus

Areas

Increase City Investment in Housing

Increase Affordable Production, Rehabilitation, and Preservation

Protect & Promote Neighborhoods

Ensure Accountability to the Public

Who will help implement?



COSA

- Fund affordable development and preservation
- Create and enforce policy within local control
- Lead reporting and public engagement



SAHT

- Fund affordable development and preservation
- Partner on affordable development projects



SAHA

- Housing Vouchers
- Rehabilitate existing public housing
- Construct new housing with deep affordability



Bexar County

- Fund affordable development and preservation
- Create and enforce policy within local control



Community Partners

- Build and operate affordable housing
- Implement services and programming

All advocate at State & Federal level



What's next?



- City Council Adoption



- SAHA Board consideration
- SAHT board retreat presentation



- SAHT consideration
- Bexar County briefing

Questions?



PRESIDENT'S REPORT

FEBRUARY 2022

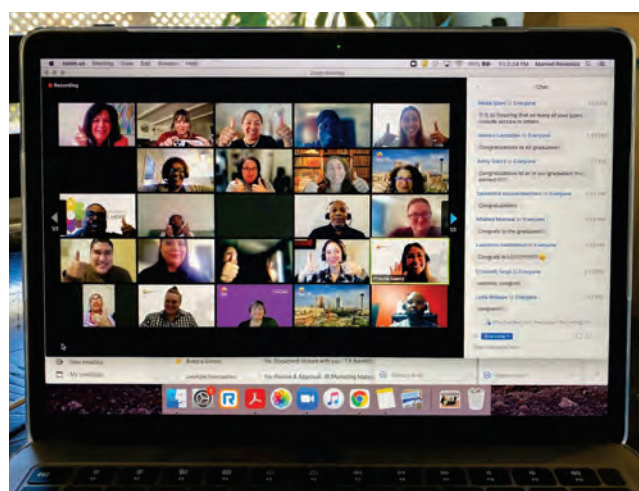
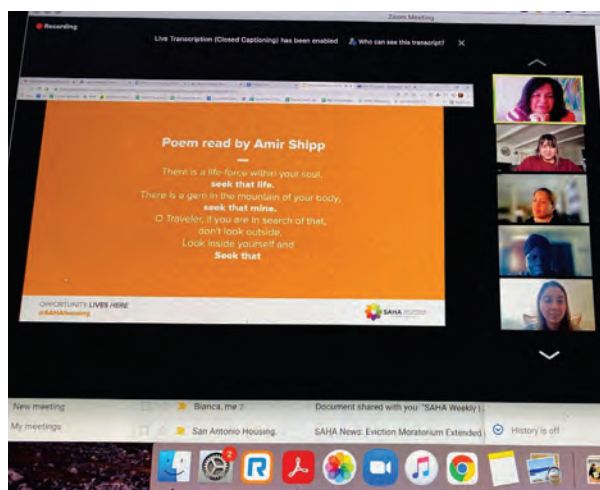
SAHA AWARDED HUD GRANTS TO EXPAND RESIDENT SERVICES

SAHA is the recipient of the Family Self-Sufficiency (FSS) and Resident Opportunities and Self-Sufficiency (ROSS) grants from the U.S. Department of Housing and Urban Development (HUD) totaling \$1.68 million toward hiring additional service coordinators who connect residents from public housing with supportive services and activities to put them on a path toward economic independence and housing self-sufficiency.

FORGING A PATH TO BECOME SELF-SUFFICIENT

Thirteen residents, who have overcome some of their biggest obstacles in their life, took a moment to celebrate their achievements during their participation in the Family Self-Sufficiency (FSS) Program.

Collectively, the group of participants garnered **\$96,255.00 in escrow**. The graduates were celebrated during a virtual graduation ceremony on January 14th, where their accomplishments were highlighted and shared with staff, family, and friends in attendance.





FESTIVE HOLIDAY SWEATER WALK AND RUN

Holiday joy filled the SAHA Park during SAHA's first-ever Holiday Sweater Walk and Run on December 17th. Staff mingled and listened to holiday jingles while prancing in the SAHA Park for the ultimate festive experience ahead of the winter holidays.

H-E-B gift cards were awarded to the top three most festive sweaters and to the top two employees who accumulated the most distance in the run.



RESIDENT HOLIDAY GIFT DISTRIBUTION

SAHA turned its Central Office into the North Pole on December 14th for the largest holiday distribution the agency has held, distributing approximately **3,000 gifts** into the hands of children and older residents to unwrap for the holidays. Through generous contributions from AT&T, Kuyrkendall and Company, Inc., La Tuna Icehouse, Geekdom, Poetic Republic Coffee Company, CrossFit Virilis, Orangetheory Fitness Quarry Village, NuStar Energy, Girl Talk Beauty Bar, Gonzaba Medical Group, Deltra Systems, LLC, and **245 donors** on Amazon, the holidays were made special for SAHA's most vulnerable families.





RESIDENT HOLIDAY PARTIES AROUND SAHA

Santa Claus and Mrs. Claus stopped by various SAHA communities throughout December to meet and greet with residents. Families enjoyed live entertainment, giveaways, and food, and participated in fun, interactive activities together.



SAN ANTONIO FOOD BANK POP UP DISTRIBUTION

Ahead of the winter holiday, SAHA hosted a pop-up food distribution with the San Antonio Food Bank on December 10th to place nutritious food in the hands of families. The holiday break puts an extra strain on families who don't have the support of the school's meal program and children are home for longer periods of time. At the distribution families receive nearly **200 pounds** of grains, fruits, vegetables, and various snacks.



ASSISTANT DIRECTOR GRADUATES FROM LEADERSHIP PROGRAM

Susan Ramos-Sossaman, Assistant Director of Community Development Initiatives, graduated from the San Antonio Hispanic Chamber of Commerce's Alexander Briseño Leadership Development Program on December 10th. The six-month program — named after the former San Antonio city manager — provides potential leaders with networking and learning opportunities with current and future civic leaders in the San Antonio area, while educating them to lead with a "Gerencia Con Corazon" style.



2021 LEADERSHIP PROGRAM CLASS GRADUATES

Participants of SAHA's 2021 leadership program celebrated their accomplishment for successfully graduating from the professional development program on December 8th. Graduates will now implement these tools and skills into their daily work routines of their current position or in future roles of leadership within the organization.

