



**VIRTUAL****Number:** (346) 248-7799**Meeting ID:** 93839434337#**Passcode:** 654170#**IN PERSON**

818 S. Flores St.

San Antonio, TX 78204

BOARD OF COMMISSIONERSDr. Ana "Cha" Guzmán
ChairGabriel Lopez
Vice ChairGilbert Casillas
CommissionerDalia Contreras
CommissionerLoren D. Dantzler
CommissionerOlga Kauffman
CommissionerIgnacio Perez
Commissioner**PRESIDENT & CEO**

Ed Hinojosa, Jr.

REGULAR BOARD MEETING**1:00 p.m. | Wednesday | October 12, 2022**

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

MEETING CALLED TO ORDER

1. The Board of 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** - Citizens are provided up to three minutes each to speak to any agenda items. Citizens wishing to speak to items posted on the agenda should access Phone Number: **(346) 248-7799** and enter Meeting ID: **93839434337#** and Passcode: **654170#**, prior to 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 Opportunity Home matters and policy and not include statements that may be considered defamatory of any individual. The Board encourages members of the public to direct specific concerns or problems to Opportunity Home staff for more prompt resolution. The Board will not discuss the comments of speakers or respond to speakers during the 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 September 7, 2022, Regular Board meeting minutes
- Approval of the September 19, 2022, Operations and Real Estate Committee meeting minutes

CONSENT ITEMS

5. Consideration and approval regarding Resolution 22SAHOC-04-15, authorizing the modification of the Bylaws for the San Antonio Homeownership Opportunities Corporation (Brandee Perez, Chief Operating Officer)
6. Consideration and approval regarding Resolution 6276, authorizing the submission of a disposition application to the U.S. Department of Housing and Urban Development (HUD) for the site known as the YMCA Building AMP TX006000008 Victoria Plaza/Schnabel; the sale of such property and its improvements; and, the execution of documents necessary to consummate such actions (Timothy E. Alcott, Chief Legal and Real Estate Officer)
7. Consideration and approval regarding Resolutions 6279 and 22LVPFC-09-19, authorizing (i) the Las Varas Public Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt multifamily housing revenue bonds for Costa Almadena (the "Bonds"); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-09-19 authorizing the Bonds and authorizing its participation in the project; (iii) Opportunity Home partnering with Devco Preservation to acquire the Costa Almadena project, and apply for new 4% tax credits to finance the rehabilitation of the project; (iv) and, other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)
8. Consideration and approval regarding Resolutions 6281 and 22FAC-09-19, approving the issuance of the Ravello Apartments' promissory note to Frost Bank in an amount not to exceed \$12,000,000 to be secured by a mortgage lien on the Ravello Apartments. Loan proceeds will be used to finance the acquisition and long term capital repairs and improvements at the Ravello Apartments; authorizing the execution of a asset management sub management agreement for the general partner to assume the duties and responsibilities of the Class B limited partner; authorizing the President and CEO or designee to execute all documentation necessary to carry out the transaction; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)
9. Consideration and approval regarding Resolution 6280, authorizing the President and CEO to approve and proceed with various providers of Employee Primary Health Plans to include Medical, Dental and Vision Plans and other Employer Provided Plans that provide for Short Term Disability, Long Term Disability, Life Insurance and Ancillary Benefit Plans and an electronic benefits enrollment platform for calendar year 2023, at a projected cost to the employee and employer of \$8,213,169 (Aiyana Longoria, Director of Human Resources)

DISCUSSION ITEMS

10. Update and discussion regarding Housing Bond (Timothy E. Alcott, Chief Legal and Real Estate Officer; Brandee Perez, Chief Operating Officer)
11. Discussion regarding resident concerns
12. President's Report
 - Establishment of Justice, Equity, Diversity and Inclusion Workgroup
 - Staff Participate in Jersey Day

- Nationally Recognized for Innovative Solutions
- Legacy at Alazan Open House
- Legislative Forum Recap
- Honoring the Fallen with 9/11 Memorial Climb
- Coach Cares Program Donates School Supplies

13. 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 regarding employment contract/compensation for President and CEO

Consultation with Attorney

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

- Consultation with Attorney regarding President and CEO Evaluation Form

14. 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 OF OPPORTUNITY HOME SAN ANTONIO REGULAR BOARD MEETING

I. Call to Order:

Commissioner Lopez called the Regular Board Meeting of Opportunity Home San Antonio to order at 1:03 PM CDT on September 7, 2022. The meeting was held at the Opportunity Home San Antonio Central Office located at 818 S. Flores St. San Antonio, TX 78204.

Board Members Present:

Chair Dr. Ana M. "Cha" Guzman (virtual), Gilbert Casillas, Dalia Contreras, Loren D. Dantzler, and Gabriel Lopez.

Adviser Present:

Doug Poneck, General Counsel.

Guests Present:

President and CEO Ed Hinojosa, Jr.; Aiyana Longoria, Interim Director of Internal Audit; Joel Tabar, Director of Community Development Initiatives and Interim Director of Public Housing; Stephanie Rodriguez, Director of Assisted Housing Programs; Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization; Richard Milk, Planning Officer.

Board Members Absent:

Vice-Chair Olga Kauffman, Ignacio Perez.

Quorum:

A quorum was established with six (5) voting members present.

II. Public Comment

Citizens are provided three minutes each to speak to any agenda item. There were no individuals signed up to speak.

III. 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 were three citizens who signed up to speak and two citizens who spoke during the meeting. One citizen ceded their time.

Chair Guzman entered the meeting via videoconference.

IV. Minutes

Commissioner Contreras moved to approve the August 3, 2022 Regular Board Meeting minutes, August 17, 2022 Finance Committee Meeting minutes, and August 17, 2022 Operations and Real Estate Committee Meeting minutes. Chair Guzman seconded the motion. The motion carried with five (5) in favor and none against by a voice vote.

Consent Items



V. Resolution 6253

Consideration and approval regarding Resolution 6253, adopting the Opportunity Home San Antonio Internal Audit Plan for Fiscal Year 2022-2023 (Aiyana Longoria, Interim Director of Internal Audit)

VI. Resolution 6268

Consideration and approval regarding Resolution 6268, approving the updated Family Self-Sufficiency Action Plan in accordance with the HUD Final Rule (Joel Tabar, Director of Community Development Initiatives)

VII. Resolution 6269

Consideration and approval regarding Resolution 6269, approving the Single Family Referral Preference for the Public Housing program (Joel Tabar, Interim Director of Public Housing)

VIII. Resolution 6271

Consideration and approval regarding Resolution 6271, authorizing the award of a contract for Property Management Services for Snowden Senior Apartments to Home Spring Residential Services; for a period of one year with the option to renew up to three additional one year terms (George Ayala, Director of Procurement; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

IX. Resolution 6272

Consideration and approval regarding Resolution 6272, approving the Interim Administrative Plan updates (Stephanie Rodriguez, Director of Assisted Housing Programs)

Main Motion Regarding Items 5-9

Moved by Commissioner Cassilas. Seconded by Commissioner Contreras. The motion carried with five (5) in favor and none against by a voice vote.

Individual Items

X. Resolutions 6270 and 22LVPFC-07-29

Consideration and approval regarding Resolution 6270 and 22LVPFC-07-29, concerning the proposed financing of up to \$35,000,000.00 of the costs of the acquisition, rehabilitation, and equipping of the Rosemont at University Park Apartments; an increase in the inducement amount, the reassignment of carryforward designation to obtain volume cap allocation; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

Main Motion Regarding Item 10

Moved by Chair Guzman. Seconded by Commissioner Dantzler. The motion carried with five (5) in favor and none against by a voice vote.

XI. Resolution 6273



Consideration and approval regarding Resolution 6273, authorizing the Snowden Apartments transaction, including: (i) authorizing the San Antonio Housing Facility Corporation (Corporation) to execute any and all documents, or take any other action, that is necessary or desirable to facilitate the transaction; (ii) authorizing execution of a ground lease (Lease) between Corporation as “Owner” and “Landlord” and Snowden Apartments, LP, a Texas limited partnership controlled by an affiliate of the Corporation (Partnership) as “Tenant”, covering the project site, and all other documentation necessary to ground lease the project site to the Partnership for the purpose of supporting an award from the Texas Department of Housing and Community Affairs (TDHCA) for 9% housing tax credits to provide financing for the project development; (iv) authorizing the Corporation to serve as the general contractor for the project; (v) authorizing the Corporation to serve as developer for the project and to receive a development fee from the Partnership; (vi) authorizing the Corporation to cause the Partnership to enter into an agreement with PNC Bank, National Association (PNC) for admission of PNC and/or its affiliates into the Partnership and investment of equity into the project (Equity Financing) with the Corporation to serve as guarantor; (vii) authorizing Snowden Apartments GP, LLC (Company) to enter the amended and restated agreement of limited partnership and related documents for Partnership; (viii) authorizing the Corporation to cause the Partnership to obtain from PNC a construction loan in the approximate amount of \$8,640,000 (Construction Loan) and a bridge loan in the approximate amount of \$9,930,000 (Bridge Loan) with the Corporation to serve as guarantor of such loans; (ix) authorizing the Corporation to provide a permanent sponsorship loan to the Partnership in the approximate amount of \$1,323,600 (Sponsor Loan); (x) authorizing the Housing Authority of the City of San Antonio, Texas (Housing Authority) to provide a permanent subordinate loan of Moving to Work funding to the Partnership in an amount of up to \$8,500,000, plus earned interest (Subordinate Loan); (xi) authorizing the Housing Authority to provide assistance to the project to support the operations of fifty-four (54) of the project units through its Moving to Work (MTW) authority to develop “local, non-traditional housing units” pursuant to PIH Notice 2011-45 and the second amendment to the Housing Authority’s Moving to Work Agreement with HUD (the LNT Funding); and (xii) authorizing other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

Main Motion Regarding Item 11

Moved by Commissioner Casillas. Seconded by Commissioner Contreras. The motion carried with five (5) in favor and none against by a voice vote.

XII. Board of Commissioners annual elections (Doug Poneck, Board Counsel)

Attorney Doug Poneck opened nominations for Board Chair. Dr. Ana M. “Cha” Guzman nominated herself for Board Chair. With no objections, Guzman was appointed to Board Chair with five (5) in favor and none against by a show of hands and voice vote.

Mr. Poneck opened nominations for Board Vice-Chair. Gabriel Lopez nominated himself for Board Vice Chair. With no objections, Lopez was appointed to Board Vice-Chair with five (5) in favor and none against by a show of hands and voice vote.



Vice-Chair Lopez recessed the Regular Board meeting and entered into the Las Varas Public Facility Corporation and San Antonio Housing Facility Corporation Meetings at 1:37 PM CDT.

The Board of Commissioners exited the Las Varas Public Facility Corporation and San Antonio Housing Facility Corporation Meetings and returned to the Regular Board meeting at 1:41 PM CDT.

Discussion Items

The following items were discussed with the Board:

XIII. Discussion regarding Employee Survey Results (Richard Milk, Planning Officer)

XIV. Discussion regarding Opportunity Home recruitment and staffing update (Aiyana Longoria, Director of Human Resources)

Chair Guzman requested a quarterly review of the entry salary for maintenance positions.

Chair Guzman requested a review of the policy for individuals returning to employment with Opportunity Home San Antonio as a re-hire including retention of benefits percentage.

Vice-Chair Lopez recessed the Regular Board meeting at 2:24 PM CDT.

The Board of Commissioners returned to the Regular Board meeting at 2:31 PM CDT.

XV. Discussion regarding resident concerns

XVI. President's Report

- Opportunity Home's First Scholarship Distribution
- Staff Going Above and Beyond to Help
- W.C. White Scores High on REAC Inspection
- Resident Day at the DoSeum
- Opportunity Home Celebrates First In-Person FSS Graduation
- New Name and Brand
- Former Cassiano Resident Reflects on Neighborhood through Film

XVII. Closed Session

Real Estate/Consultation with Attorney

Deliberate the management, purchase, exchange, lease or value of certain real properties and obtain legal advice regarding related legal issues pursuant to Texas Government Code Sec. 551.072 (real property) and Texas Government Code Sec. 551.071 (consultation with attorney).

- Update and discussion regarding Victoria Commons Development
- Update and discussion regarding Culebra Commons

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).

- Discussion regarding Commissioners roles and responsibilities
- Discussion regarding employee grievance
- Consultation with Attorney regarding employment contract/compensation for President and CEO

Attorney Doug Poneck read the Board into Closed Session.

Vice-Chair Lopez recessed the Regular Board meeting and entered into Closed Session at 2:43 PM CDT.

The Board of Commissioners exited Closed Session and returned to the Regular Board meeting at 4:50 PM CDT.

Main Motion Regarding Item 17

Attorney Doug Poneck called for a motion to approve amending the CEO's contract as discussed in Closed Session. Moved by Chair Guzman. Seconded by Commissioner Casillas. The motion carried with five (5) in favor and none against by a voice vote.

XVIII. Adjournment

Main Motion Regarding Item 18

Motion to adjourn by Vice-Chair Lopez. Seconded by Chair Guzman. The motion carried with five (5) in favor and none against by a voice vote.

The meeting adjourned at 4:51 PM CDT.

ATTEST:

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

Date

Ed Hinojosa, Jr.
President and CEO

Date



MINUTES OF OPPORTUNITY HOME SAN ANTONIO OPERATIONS AND REAL ESTATE COMMITTEE MEETING

I. Call to Order:

Committee Chair Gabriel Lopez called the Operations and Real Estate Committee Meeting of Opportunity Home San Antonio to order at 1:05 PM CDT on September 19, 2022. The meeting was held at the Opportunity Home San Antonio Central Office located at 818 S. Flores St. San Antonio, TX 78204.

Board Members Present:

Vice-Chair Gabriel Lopez, Olga Kauffman, Gilbert Casillas, and Ignacio Perez.

Adviser Present:

Doug Poneck, General Counsel.

Guests Present:

President and CEO Ed Hinojosa, Jr.; Brandee Perez, Chief Operating Officer; Timothy E. Alcott, Chief Legal and Real Estate Officer; Aiyana Longoria, Director of Human Resources; Kristen Carreon, Director of Operations Support; and Joel Tabar, Director of Community Development Initiatives and Interim Director of Public Housing.

Seema Kairam and Mario Peña, Able City; Humberto Saldaña and Jeremy Saldaña, Saldaña & Associates; and Scott Gibbs, McGriff, Seibels, and Williams of Texas, Inc.

Board Members Absent:

Board Chair Dr. Ana M. "Cha" Guzman, Loren D. Dantzler, and Dalia Contreras.

Quorum:

A quorum was established with four (4) voting members present.

II. Public Comment

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

Presentation

- III.** Update and presentation regarding Alazan Courts presented by Seema Kairam and Mario Peña from Able City.
- IV.** Update and presentation regarding Lincoln Heights Development by Humberto Saldaña and Jeremy Saldaña from Saldaña & Associates.

Commissioner Olga Kauffman exited the meeting.

Individual Items

V. Resolution 22SAHOC-04-15



Consideration and appropriate action regarding Resolution 22SAHOC-04-15, authorizing the modification of the Bylaws for the San Antonio Homeownership Opportunities Corporation (Brandee Perez, Chief Operating Officer)

Main Motion Regarding Resolution 22SAHOC-04-15

Moved by Commissioner Casillas. Seconded by Commissioner Perez. The motion carried with three (3) in favor and none against by a voice vote.

Commissioner Casillas requested amending articles 2.02 and 3.02 to include “mail or email” in its language.

VI. Resolution 6276

Consideration and appropriate action regarding Resolution 6276, authorizing the submission of a disposition application to the U.S. Department of Housing and Urban Development (HUD) for the site known as the YMCA Building AMP TX006000008 Victoria Plaza/Schnabel; the sale of such property and its improvements; and, the execution of documents necessary to consummate such actions (Timothy E. Alcott, Chief Legal and Real Estate Officer)

Main Motion Regarding Resolution 6276

Moved by Commissioner Perez. Seconded by Commissioner Casillas. The motion carried with three (3) in favor and none against by a voice vote.

VII. Resolutions 6279 and 22LVPFC-09-19

Consideration and appropriate action regarding Resolutions 6279 and 22LVPFC-09-19, authorizing (i) the Las Varas Public Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt multifamily housing revenue bonds for Costa Almadena (the “Bonds”); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-09-19 authorizing the Bonds and authorizing its participation in the project; (iii) Opportunity Home partnering with Devco Preservation to acquire the Costa Almadena project, and apply for new 4% tax credits to finance the rehabilitation of the project; (iv) and, other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

Main Motion Regarding Resolutions 6279 and 22LVPFC-09-19

Moved by Commissioner Perez. Seconded by Commissioner Casillas. The motion carried with three (3) in favor and none against by a voice vote.

The Board and Opportunity Home staff recognized and thanked Thomas Roth for his service to the organization and wished him well in his future endeavors.

VIII. Resolutions 6281 and 22FAC-09-19

Consideration and appropriate action regarding Resolutions 6281 and 22FAC-09-19, approving the issuance of the Ravello Apartments’ promissory note to Frost Bank in an amount not to exceed \$12,000,000 to be secured by a mortgage lien on the Ravello Apartments. Loan proceeds will be used to finance the acquisition and long term capital



repairs and improvements at the Ravello Apartments; authorizing the execution of a asset management sub management agreement for the general partner to assume the duties and responsibilities of the Class B limited partner; authorizing the President and CEO or designee to execute all documentation necessary to carry out the transaction; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

Main Motion Regarding Resolutions 6281 and 22FAC-09-19

Moved by Commissioner Perez. Seconded by Commissioner Casillas. The motion carried with three (3) in favor and none against by a voice vote.

IX. Resolution 6280

Consideration and appropriate action regarding Resolution 6280, authorizing the President and CEO to approve and proceed with various providers of Employee Primary Health Plans to include Medical, Dental and Vision Plans and other Employer Provided Plans that provide for Short Term Disability, Long Term Disability, Life Insurance and Ancillary Benefit Plans and an electronic benefits enrollment platform for calendar year 2023, at a projected cost to the employee and employer of \$8,213,169 (Aiyana Longoria, Director of Human Resources)

Main Motion Regarding Resolution 6280

Moved by Commissioner Casillas. Seconded by Commissioner Perez. The motion carried with three (3) in favor and none against by a voice vote.

Discussion Items

The following items were discussed with the Board:

- X.** Update and discussion regarding Operations Report (Brandee Perez, Chief Operating Officer; Kristen Carreon, Director of Operations Support)
- XI.** Update and discussion regarding Resident Councils (Joel Tabar, Director of Community Development Initiatives and Interim Director of Public Housing)
- XII.** Discussion regarding resident concerns

Closed Session

XIII. Real Estate/Consultation with Attorney

Deliberate the management, purchase, exchange, lease or value of certain real properties and obtain legal advice regarding related legal issues pursuant to Texas Government Code Sec. 551.072 (real property) and Texas Government Code Sec. 551.071 (consultation with attorney).

- Update and discussion regarding Housing Bond

Security Measures/Devices Update/Consultation with Attorney

Deliberate regarding security matters and obtain legal advice regarding legal issues pursuant to Texas Government Code Sec. 551.071 (consultation with attorney) and Texas Government Code Sec. 551.076 (deliberation regarding security devices and security audits)



- Discussion and consultation with Attorney regarding Security devices and measures

Attorney Doug Poneck read the Board into Closed Session.

Vice-Chair Lopez recessed the Regular Board meeting and entered into Closed Session at 3:02 PM CDT.

XIV. Adjournment

With no objection, the meeting adjourned at 4:01 PM CDT.

ATTEST:

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

Date

Ed Hinojosa, Jr.
President and CEO


Date


SAN ANTONIO HOMEOWNERSHIP OPPORTUNITIES CORPORATION

October 12, 2022

**BOARD OF DIRECTORS
Regular Board Meeting**

**RESOLUTION 22SAHOC-04-15, AUTHORIZING THE MODIFICATION OF THE BYLAWS FOR
THE SAN ANTONIO HOMEOWNERSHIP OPPORTUNITIES CORPORATION**

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

B60757B8288642A...
Brandee Perez
Chief Operating Officer

REQUESTED ACTION:

Consideration and approval regarding Resolution 22SAHOC-04-15, authorizing the modification of the Bylaws for the San Antonio Homeownership Opportunities Corporation.

FINANCIAL IMPACT:

None.

SUMMARY:

The San Antonio Homeownership Opportunities Corporation ("the Corporation") is a 501(c)(3) that is committed to providing affordable housing opportunities, community improvement, and family support programs in the communities and neighborhoods of Bexar County, Texas, with particular attention to the needs of low and moderate income residents. As such, Opportunity Home San Antonio will be utilizing the Corporation to advance the support programs for the residents that receive our assistance.

In reviewing the Bylaws for the Corporation, we identified modifications that needed to be made. These modifications include the principal location of the Corporation, number of Board members, the method of receipt of notice of meetings, and the number of meetings per year. The proposed changes to the Bylaws are on the attached and have been highlighted.

STRATEGIC OUTCOME:

Supports all resident focused outcomes.

ATTACHMENTS:

Resolution 22SAHOC-04-15
Draft Bylaws red-lined
Presentation

**San Antonio Homeownership Opportunities Corporation
Resolution 22SAHOC-04-15**

RESOLUTION 22SAHOC-04-15, AUTHORIZING THE MODIFICATION OF THE BYLAWS FOR THE SAN ANTONIO HOMEOWNERSHIP OPPORTUNITIES CORPORATION

WHEREAS, San Antonio Homeownership Opportunities Corporation (“the Corporation”) is a 501(c)(3) that is committed to providing affordable housing opportunities, community improvement, and family support programs in the communities and neighborhoods of Bexar County, Texas, with particular attention to the needs of low and moderate income residents; and

WHEREAS, Opportunity Home San Antonio will be utilizing the Corporation to advance the support programs for the residents that receive our assistance; and

WHEREAS, the Bylaws for the Corporation contained modifications that needed to be made, including the principal location of the Corporation, number of Board members, the method of receipt of notice of meetings, and the number of meetings per year; and

WHEREAS, we are requesting the Board of Directors of the San Antonio Homeownership Opportunities Corporation approve the requested changes.

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

- 1) Approves Resolution 22SAHOC-04-15, authorizing the modification of the Bylaws for the San Antonio Homeownership Opportunities Corporation.
- 2) Authorizes the Secretary/Treasurer, or designee, to execute all necessary documents associated with the modifications of the Bylaws.

Passed and approved the 12th day of October 2022.

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

Attested and approved as to form:

**Ed Hinojosa, Jr.
Secretary/Treasurer**

SAN ANTONIO HOMEOWNERSHIP OPPORTUNITIES CORPORATION CORPORATE BYLAWS

WHEREAS, on July 12, 1994, the initial Board of Directors caused to be filed with the Texas Secretary of State Articles of Incorporation for the organization of San Antonio Homeownership Opportunities Corporation; **NOW, THEREFORE:**

BE IT RESOLVED by the Board of Directors of San Antonio Homeownership Opportunities Corporation, that these Bylaws will govern its affairs in pursuit of its declared purpose.

PREAMBLE: CORPORATE PURPOSE, OBJECTIVES AND DEDICATION OF ASSETS

San Antonio Homeownership Opportunities Corporation will be committed to provide affordable housing opportunities, community improvement and family support programs in the communities and neighborhoods of Bexar County, Texas, with particular attention to the needs of low and moderate income residents. This Corporation is formed for charitable purposes, and it will be nonprofit and nonpartisan. No substantial part of the activities of the Corporation will consist of the publication or dissemination of materials or statements with the purpose of attempting to influence legislation, and the Corporation will not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office. The Corporation will not engage in any activities or exercise any powers that are not in furtherance of the charitable purposes described in the Articles of Incorporation.

The properties and assets of the Corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties or assets of this trust, on dissolution or otherwise, shall inure to the benefit of any private person, or any member, director or officer of this Corporation. On liquidation or dissolution, all properties, assets and obligation will be distributed or paid over to an organization dedicated to charitable purposes that has established its tax-exempt status under Internal Revenue Code Section 501(c)(3), as amended.

ARTICLE ONE: NAME, OFFICE AND SEAL

1.01 NAME. The name of the Corporation is "San Antonio Homeownership Opportunities Corporation" It is referred to herein as "the Corporation."

1.02 OFFICE. The principal office of the Corporation will be located at

1.03 SEAL. The corporate seal of the Corporation will be inscribed with the Corporation name and the year and place of its incorporation.

ARTICLE TWO: GENERAL PROVISIONS

2.01 MEETINGS. All meetings of the Board of Directors will be open to the public, except that the Board of Directors may meet privately in executive session to discuss matters related to personnel, pending or prospective litigation, real estate and other matters as resolved by the Board.

2.02 NOTICE. Notice of all meetings of the Board of Directors, except as otherwise provided by statute, regulation, the Articles of Incorporation or these Bylaws, will be mailed **and/or emailed** to the Board of Directors at least three business days before the day of the meeting, except that in the case of emergency, which shall be expressed in the notice, the notice may be called two hours before the meeting is convened. In the event of an emergency meeting, the Secretary will give notice by telephone to each director.

2.03 ORDER OF BUSINESS. At regular meetings of the Board, the President, with the approval of the Board, may prescribe the order of business.

2.04 RESOLUTIONS. All resolutions of the Board will be written and certified copies will be placed in a journal of the proceedings of the Board.

2.05 QUORUM. At any meeting of the Board of Directors the appearance of a majority of the Directors duly appointed and serving, and on any designated committee of the Board the appearance of a majority of the members of that body qualified to vote, will be necessary to constitute a quorum to transact any business. If a quorum is present the affirmative vote of a majority of the members present at a meeting will be the act of the body of members, unless the vote of a greater number is required by statute, regulation, the Articles of Incorporation, or these Bylaws.

The Directors present at a duly called meeting in which a quorum is present when the meeting is called to order may continue to meet until adjournment. In the absence of a quorum, any meeting may be adjourned by the majority vote of the members present for a period under thirty one days, without additional notice, until a quorum attends to transact any business as originally called.

2.06 VOTING. All matters at any meeting, except as otherwise provided in these Bylaws, the Articles of Incorporation or law, of the Board of Directors, the Executive

Committee or other committee will be decided by a vote of a majority of the Directors or committee members present at the meeting. Voting on all questions may be by voice vote or electronically. A roll call vote on any motion or resolution may be requested by any Director. No proxy votes will be allowed.

2.07 REMOVAL. Directors may be removed only if removed from their appointment to the Board of Commissioners of the Housing Authority of the County of San Antonio, Texas.

Any member of the Executive Committee or other committee may be removed for any reason and at any time by a majority vote of the Board. Proper notice specifying the proposed removal will be given prior to any meeting of the Board in which removal will be considered.

2.08 VACANCY. Each Director appointed or designated to fill a vacancy on Board of Directors will hold office for the remainder of the term on the Board of Directors. A vacancy occurring in any committee may be filled by the Board of Directors for the remainder of the term of the position.

2.09 RESIGNATION. Any Director, officer or committee member may resign from the Corporation by delivering a written letter of resignation to the President or Secretary of the Corporation.

2.10 RECORDS. There will be maintained at the principal office of the Corporation all financial books and records of account, all minutes of the Board meetings, committee meetings, the list of Directors, and copies of all other material Corporation records, books, documents and contracts. All such records will be made available for inspection at any reasonable time during usual business hours for any lawful purpose to any officer, Director, citizen or their authorized representative. Upon leaving office, each officer or agent of the Corporation will turn over to the President in good order any Corporation monies, books, records, minutes, lists, documents, contracts or other property of the Corporation in his custody during his term of office.

ARTICLE THREE: MEETINGS

3.01 REGULAR MEETINGS. Regular meetings of the Board of Directors will be held each quarter, or as soon thereafter as practical, at a time and location selected by the Board. The primary purpose of the meetings will be to review the performance of the Corporation for the current fiscal year, to plan the program and activities of the Corporation for the next fiscal year, and to transact any other business as may properly come before the meeting.

3.02 SPECIAL MEETINGS. Special meetings of the Board may be called for any purpose not otherwise prescribed by statute, regulation, grant or loan condition or the Articles of Incorporation, by the President, or Secretary-Treasurer to transact any business described in the call for the special meetings. The call for a special meeting ~~must will~~ be delivered to each Director ~~personally or by first-class mail by mail and/or email. to each~~ ~~Director's designated mailing email address.~~

3.03 ANNUAL MEETINGS. Annual meetings of the Board will be held each in the month of April, or as soon thereafter as practical, at a time and location selected by the Board. The primary purpose of the annual meeting will be to review the performance of the Corporation for the current fiscal year, to plan the operations and activities of the Corporation for the next fiscal year, to elect officers of the Corporation, and to transact any other business as may properly come before the meeting.

3.04 UNANIMOUS ACTION WITHOUT MEETING. Any action required or allowed by these Bylaws may be taken without a meeting if all Directors consent in writing to the action. The consent of each Director will be filed with the minutes of the proceedings of the Board. The action taken will have the same force and effect as a vote of the Directors.

3.05 TELECONFERENCES. Subject to other provisions of a statute, the Articles of Incorporation, or these Bylaws, telephone or televideo conference meetings may be held by the Board if all directors participating can hear or see each other. Such participation will constitute presence at the meeting.

ARTICLE FOUR: DIRECTORS

4.01 MANAGEMENT. The activities, affairs, property and powers of the Corporation will be managed, directed, controlled or exercised by and vested in the Board of Directors.

4.02 NUMBER AND QUALIFICATIONS. The Board of Directors will consist of five persons who are duly appointed and serving members of the Board of Commissioners of the Housing Authority of the City of San Antonio.

4.03 TERMS. Directors will serve for the duration of their appointed term as a member of the Board of Commissioners of the Housing Authority of the City of San Antonio.

4.04 COMPENSATION. Except as provided in this section, no Director will receive directly or indirectly any salary, compensation or gift from the Corporation. The

Directors of the Corporation will serve as such without salary. No Director will be entitled to any dividend or any part of the income or principal of the Corporation or to share in the distribution of the assets upon dissolution of the Corporation. The Board of Directors may authorize the payment by the Corporation of the reasonable, documented expenses incurred by a Director in performance of its duties.

ARTICLE FIVE: EXECUTIVE COMMITTEE AND OTHER COMMITTEES

5.01 RESOLUTION. The Board of Directors may designate, by resolution adopted by a majority of the whole Board, an Executive Committee that will serve at the pleasure of the Board.

5.02 SEATS. The Executive Committee will consist of the President of the Corporation, the Vice President, and the Secretary-Treasurer.

5.03 AUTHORITY. The Executive Committee will have and may exercise any authority of the Board of Directors granted in the enabling resolution in the management of the business and affairs of the Corporation, including authority over the use of the corporate seal. However, the Executive Committee will not have the authority of the Board in any matter relating to:

- (a) amending the Articles of Incorporation;
- (b) approving a plan of merger or consolidation;
- (c) recommending to the sale, lease or exchange of property or assets of the Corporation except in the usual and regular course of its business.
- (d) recommending to the Board a voluntary dissolution of the Corporation or a revocation of dissolution;
- (e) amending or repealing these Bylaws or adopting new Bylaws;
- (f) filling vacancies in or removing member of any committee appointed by the Board.
- (g) fixing the compensation of any member of the Executive Committee.

5.04 CHANGES. The number and designated position of the Executive Committee may be changed by a resolution adopted by a majority of the Board of Directors.

5.05 OTHER COMMITTEES. Other committees may be established by the Board of Directors by a majority vote of the Directors present to perform the duties and functions expressly delegated by resolution. The Board will establish the number and terms of committee positions, but any committee must include two Directors. The President of the Board or its designee will appoint Directors, officers, or others to specific committee positions.

The rules of procedure of any committee will be set by the Board, or, by resolution, by the committee. Any committee may be abolished or any committee member removed for any reason and at any time by the Board of Directors.

5.06 NOTICE. Written notice of the time, place and agenda of all committee meetings will be given by the committee chair to the committee at least three business days prior to the meeting. Each committee will keep and deliver a copy of minutes of its proceedings to the Secretary of the Board and will report briefly on its activities at each Board meeting.

ARTICLE SIX: OFFICERS

6.01 OFFICERS. The officers of the Corporation will consist of the President, a Vice President, a Secretary-Treasurer, and any other officers that the Board may establish and designate by resolution adopted by a majority of whole Board. Any person may hold any two or more offices of the Corporation except the offices of President and Secretary. The Secretary-Treasurer will be the ~~Executive Director~~ **President & CEO** of the Housing Authority of the City of San Antonio who will serve on the Board of Directors ex officio but without a right to vote on any matter.

6.02 APPOINTMENT. The officers of the Corporation will be appointed each year by the Board of Directors at its annual meeting. Unless an officer resigns, dies or is removed from office, he will hold office until his successor has been chosen and qualified.

6.03 PRESIDENT. The President of the Board will preside at all meetings of the Board of Directors. The President will have other powers and duties not inconsistent with these Bylaws as may be assigned by the Board. The Vice President will have the powers and duties of the President in its absence.

6.04 VICE PRESIDENT. A Vice President will act under the direction of the President and in his/her absence have the duties and powers of the President. A Vice President will have other duties and powers as the President or the Board of Directors may assign.

6.05 SECRETARY-TREASURER. The Secretary-Treasurer will have the general powers and duties usually vested in such office of a Corporation, including keeping all records, documents and the corporate seal at the principal office of the Corporation; affixing the corporate seal to any instrument requiring it and to attest the same by his or her signature when authorized by the Board of Directors or after the instrument has been signed by the President, a Vice President or other authorized officer or agent; keeping the minutes of the

meetings of the Board of Directors, the Executive and other committees of the Corporation to recorded in one or more books provided for that purpose, with the time and place, how they were called or authorized, the notice given, the names of those present, and the proceedings therein; and issuing proper notices in accordance with these Bylaws. The Secretary-Treasurer will be responsible for all funds and securities of the Corporation and will have the general powers and duties usually vested in such office of a Corporation, including receiving and documenting all monies due and payable to the Corporation; depositing all monies received in the name of the Corporation in a depository designated by the Board; disbursing monies of the Corporation under the direction or orders of the Board; entering regularly in the books kept by the Secretary-Treasurer a complete and accurate account of all monies received and disbursed by the Corporation; rendering a statement of the financial accounts of the Corporation to the Board as requested; exhibiting the books of account in his custody to any Director upon request; and submitting a full financial report to the Board of Directors at the annual meetings. The Secretary-Treasurer will be responsible for the administration, management and operation of the Corporation under policies and directions approved by resolution of the Board. The Secretary-Treasurer will have such other powers and duties not inconsistent with these Bylaws as may be assigned by the Board of Directors or the President.

6.06 OTHER OFFICERS. The Board of Directors may create by resolution other offices as it deems necessary to serve the corporation and may appoint directors or other individuals, who need not be directors, to serve as officers of the corporation.

ARTICLE SEVEN: DEPOSITS, CHECKS, LOANS AND CONTRACTS

7.01 DEPOSITORIES. All funds of the Corporation not otherwise employed will be deposited in banks or other depositories designated by the Board of Directors.

7.02 TRANSACTIONS All checks, drafts, endorsements, notes and evidences of indebtedness of the corporation will be signed by such officers or agents and all endorsements for deposits to the credit of the Corporation will be made as authorized by the Board of Directors.

7.03 LOAN OR GRANT AUTHORITY. No loans or advances will be contracted on behalf of the Corporation, and no note or other evidence of indebtedness will be issued in its name, except as authorized by the Board.

7.04 CONTRACT AUTHORITY. Only the President and Secretary-Treasurer, jointly, or any other officer expressly authorized by the Board by duly recorded motion or resolution, may, in the name of and on behalf of the Corporation, enter into contracts or

execute and deliver instruments as specifically authorized by the Board of Directors by resolution.

ARTICLE EIGHT: CONTRACTS WITH DIRECTORS AND OFFICERS

8.01 INSIDER DEALING. No Director or officer will be interested directly or indirectly in any contract or program involving Corporation assets, relating to the operations conducted by it or in any contract for finishing services or supplies to it, unless (a) the contract is authorized by a majority of Directors present at a meeting in which there is a quorum and vote without the interested Director's presence, (b) the facts and nature of the Director's interest is fully disclosed to the whole Board of Directors before the meeting in which the contract will be considered, and (c) the Corporation could not have obtained a more advantageous arrangement with reasonable effort under the circumstances.

8.02 INSIDER LOANS. No loans or grants will be made by the Corporation to its Directors or officers during their term of office. The Directors who vote for or assent to, and any officer who participates in, the making of a loan to a Director or officer will be jointly and severally liable to the Corporation for the amount of the loan until it is repaid.

ARTICLE NINE: INDEMNIFICATION OF DIRECTORS AND OFFICERS

9.01 LIABILITY. A Director will not be required to furnish any bond or surety for his services as a Director, and will not be liable for the act or omission of any other Director.

9.02 INDEMNIFICATION. Any person made or threatened to be made a party to any action in court or other proceeding because he/she is or was a Director or officer of the Corporation will be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees, incurred in connection with the defense or settlement of the action, except where it is adjudged that the Director or officer is liable for gross negligence, bad faith or willful misconduct in performing his duties. The right of indemnification will not exclude any other rights of the Director or officer.

9.03 INSURANCE. The Board of Directors will have the power to purchase and maintain at the Corporation's expense insurance on behalf of the Corporation and others and give other indemnification to the extent permitted by law.

ARTICLE TEN: AMENDMENT OF BYLAWS

10.01 AMENDMENT. Except as otherwise provided in the Articles of Incorporation, and subject to the power of the Board to amend or repeal these Bylaws, these Bylaws may be altered, amended or repealed and new Bylaws may be adopted by an affirmative vote of a two thirds of the Directors present at any meeting, provided that written notice setting forth in detail the proposed Bylaws revisions with explanations for the change is given at least **ten** days previously. In the case of an emergency, which must be explained in the notice, two hours notice of a proposed amendment may be given to all Directors, and the Bylaws may be amended upon the unanimous vote of all Directors.

ARTICLE ELEVEN: MISCELLANEOUS

11.01 FISCAL YEAR The fiscal year of the Corporation will begin on July 1, of each year and will end on June 30 of the next year.

11.02 ANNUAL REPORT. The Corporation will provide to the Board no later than 120 days after the close of the fiscal year a report containing the following information in appropriate detail:

- (a) The assets and liabilities of the Corporation as of the end of the fiscal year;
- (b) The principal changes in assets and liabilities during the fiscal year;
- (c) The revenues and receipts, both restricted and unrestricted to particular purposes, for the fiscal year;
- (d) The expenses or disbursements, for both general and restricted purposes, during the fiscal year;
- (e) The substantial activities and projects begun, in progress, and completed during the fiscal year.

The report will be accompanied by a report of an independent accountant, or in lieu of such report, the certificate of an authorized officer of the Corporation that such statements were prepared without audit from the books and records of the Corporation.

11.03 CONSTRUCTION. Whenever the context requires, the masculine will include the feminine and neuter, and the singular will include the plural and vice versa. If any portion of these Bylaws is declared invalid or inoperative, then so far as is reasonable the remainder of these Bylaws will be considered valid and operative and effect will be given to the intent manifested by the portion held invalid or inoperative.

11.04 STATUTORY AND OTHER AUTHORITY. These Bylaws are subject to and governed by any applicable federal or state laws and regulations, pertinent local ordinances, any applicable grant or loan conditions, and Articles of Incorporation.

PROPOSED BYLAWS UPDATES

October 12, 2022

PROPOSED BYLAWS REVISIONS

Proposed changes that apply to Article One: Name, Office, and Seal

Current

1.02 Office. The principal office of the Corporation will be located at

Proposed Change

1.02 Office. The principal office of the Corporation will be located at

818 South Flores Street, San Antonio, TX 78204.

Proposed changes that apply to Article Two: General Provisions

Current

2.02 Notice. Notice of all meeting of the Board of Directors, except as otherwise provided by statute, regulation, the Articles of Incorporation or these Bylaws, will be mailed to the Board of Directors at least three business days before the day of the meeting, except that in the case of emergency, which shall be expressed in the notice, the notice may be called two hours before the meeting is convened. In the event of an emergency meeting, the Secretary will give notice by telephone to each director.

Proposed Change

2.02 Notice. Notice of all meeting of the Board of Directors, except as otherwise provided by statute, regulation, the Articles of Incorporation or these Bylaws, will be mailed **and/or emailed** to the Board of Directors at least three business days before the day of the meeting, except that in the case of emergency, which shall be expressed in the notice, the notice may be called two hours before the meeting is convened. In the event of an emergency meeting, the Secretary will give notice by telephone to each director.

Proposed changes that apply to Article Two: General Provisions

Current:

2.04 Resolutions. All resolutions of the Board will be written and certified copies will be placed in a journal of the proceedings of the Board.

Proposed Change

2.04 Resolutions. All resolutions of the Board will be written and **signed certified copies will be maintained to document** ~~placed in a journal of~~ the proceedings of the Board.

Proposed changes that apply to Article Two: General Provisions

Current

2.06 Voting. All matters at any meeting, except as otherwise provided in these Bylaws, the Articles of Incorporation or law, of the Board of Directors, the Executive Committee or other committee will be decided by a vote of a majority of the Directors or committee members present at the meeting. Voting on all questions may be by voice vote. A roll call vote on any motion or resolution may be requested by any Director. No proxy votes will be allowed.

Proposed Change

2.06 Voting. All matters at any meeting, except as otherwise provided in these Bylaws, the Articles of Incorporation or law, of the Board of Directors, the Executive Committee or other committee will be decided by a vote of a majority of the Directors or committee members present at the meeting. Voting on all questions may be by voice vote **or electronically**. A roll call vote on any motion or resolution may be requested by any Director. No proxy votes will be allowed.

Proposed changes that apply to Article Three: Meetings

Current

3.01 Regular Meetings. Regular meetings of the Board of Directors will be held each quarter, or as soon thereafter as practical, at a time and location selected by the Board. The primary purpose of the meetings will be to review the performance of the Corporation for the current fiscal year, to plan the program and activities of the Corporation for the next fiscal year, and to transact any other business as may properly come before the meeting.

Proposed Change

3.01 Regular Meetings. Regular meetings of the Board of Directors will be held ~~each quarter at~~ **least annually**, or as soon thereafter as practical, at a time and location selected by the Board. The primary purpose of the meetings will be to review the performance of the Corporation for the current fiscal year, to plan the program and activities of the Corporation for the next fiscal year, and to transact any other business as may properly come before the meeting.

Proposed changes that apply to Article Three: Meetings

Current

3.02 Special Meetings. Special meetings of the Board may be called for any purpose not otherwise prescribed by statute, regulation, grant or loan condition or the Articles of Incorporation, by the President, or Secretary/Treasurer to transact any business described in the call for the special meetings. The call for a special meeting must be delivered to each Director personally or by first class mail to each Director's designated mailing address.

Proposed Change

3.02 Special Meetings. Special meetings of the Board may be called for any purpose not otherwise prescribed by statute, regulation, grant or loan condition or the Articles of Incorporation, by the President, or Secretary/-Treasurer to transact any business described in the call for the special meetings. The call for a special meeting **must will** be delivered to each Director **personally or by first class mail to each Director's designated mailing address by mail and/or email.**

Proposed changes that apply to Article Three: Meetings

Current

3.05 Teleconferences. Subject to other provisions of a statute, the Articles of Incorporation, or these Bylaws, telephone or televideo conference meetings may be held by the Board if all directors participating can hear or see each other. Such participation will constitute presence at the meeting.

Proposed Change

3.05 Teleconferences. Subject to other provisions of a statute, the Articles of Incorporation, or these Bylaws, telephone or televideo conference meetings may be held by the Board if all directors participating can hear or see each other. Such participation will constitute presence at the meeting, **as permitted by Tex. Gov't Code Section 551.127.**

Proposed changes that apply to Article Four: Directors

Current

4.02 Number and Qualifications. The Board of Directors will consist of five persons who are duly appointed and serving members of the Board of Commissioners of the Housing Authority of the City of San Antonio.

Proposed Change

4.02 Number and Qualifications. The Board of Directors will consist of ~~five~~ **seven** persons who are duly appointed and serving members of the Board of Commissioners of the Housing Authority of the City of San Antonio.

Proposed changes that apply to Article Ten: Amendment of Bylaws

Current

10.01 Amendment. Except as otherwise provided in the Articles of Incorporation, and subject to the power of the Board to amend or repeal these Bylaws, these Bylaws may be altered, amended or repealed and new Bylaws may be adopted by an affirmative vote of a two thirds of the Directors present at any meeting, provided that written notice setting forth in detail the proposed Bylaws revisions with explanations for the change is given at least ten calendar days previously. In the case of an emergency, which must be explained in the notice, two hours notice of a proposed amendment may be given to all Directors, and the Bylaws may be amended upon the unanimous vote of all Directors.

Proposed Change

10.01 Amendment. Except as otherwise provided in the Articles of Incorporation, and subject to the power of the Board to amend or repeal these Bylaws, these Bylaws may be altered, amended or repealed and new Bylaws may be adopted by an affirmative vote of a two thirds of the Directors present at any meeting, provided that written notice setting forth in detail the proposed Bylaws revisions with explanations for the change is given at least **ten three business** days previously. In the case of an emergency, which must be explained in the notice, two hours notice of a proposed amendment may be given to all Directors, and the Bylaws may be amended upon the unanimous vote of all Directors.

Proposed changes that apply to all Articles:

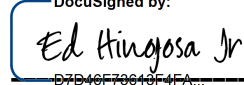
Based on language used today, there have been some minor changes such as, but not limited to:

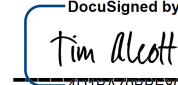
- Replacing “his” with “they or their”
- Replacing a “-” with a “/” (related to the reference of Secretary/Treasurer)
- Removing punctuation that is misplaced, such as “.” or “,”
- Correction of typos, such as the spelling of “performance” in section 4.04

Questions?

BOARD OF COMMISSIONERS
Regular Board Meeting

RESOLUTION 6276, AUTHORIZING THE SUBMISSION OF A DISPOSITION APPLICATION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT FOR THE SITE KNOWN AS THE YMCA BUILDING AMP TX006000008 VICTORIA PLAZA/SCHNABEL; THE SALE OF SUCH PROPERTY AND ITS IMPROVEMENTS; AND, THE EXECUTION OF DOCUMENTS NECESSARY TO CONSUMMATE SUCH ACTIONS

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

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Timothy E. Alcott
Chief Legal and Real Estate Officer

REQUESTED ACTION:

Consideration and approval regarding Resolution 6276, authorizing the submission of a disposition application to the U.S. Department of Housing and Urban Development (HUD) for the site known as the YMCA Building AMP TX006000008 Victoria Plaza/Schnabel; the sale of such property and its improvements; and, the execution of documents necessary to consummate such actions.

FINANCIAL IMPACT:

Sale of the property will be based on an independent appraisal to be procured by the organization. Opportunity Home will sell the land at fair market value to the San Antonio Housing Facility Corporation. Use of the land proceeds will go towards supporting its mission to preserve and expand affordable housing for very low income families in San Antonio.

SUMMARY:

The Proposed Project is the redevelopment of a 1.2 acre property within the Opportunity Home San Antonio's Victoria Plaza/Schnabel development, which includes the YMCA building. The redevelopment of the property includes the demolition and removal of the existing YMCA building, structures, and surface improvements on the property as well as the installation of a publicly accessible road, sidewalks, and mass grading of the property. The site is currently surrounded by a neighborhood park, single-family residential, and multi-family residential units.

The redeveloped property will be sold to a third party residential builder, which will allow for the construction of up to 24 market rate single family units, ranging in size from approximately 1500 sq. ft. - 2500 sq. ft.

The YMCA building no longer served public housing families as originally intended, so Opportunity Home determined that the disposition of the non-dwelling structure was in the best interest of the agency and its residents, and was consistent with its Moving to Work Plan. The building is aging and is currently in need of major repairs. Such repairs are not feasible due to the costs, lack of funds, and the administrative burden that would result in the fulfillment of such requirements. Such action requires the submission of a disposition application to the U.S. Department of Housing and Urban Development (HUD) and approval of such sale and use of

Opportunity Home San Antonio

October 12, 2022

proceeds by HUD.

STRATEGIC OUTCOMES:

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

Opportunity Home residents live in quality affordable housing.

ATTACHMENTS:

Resolution 6276

Presentation

**Opportunity Home San Antonio
Resolution 6276**

RESOLUTION 6276, AUTHORIZING THE SUBMISSION OF A DISPOSITION APPLICATION TO THE U.S. DEPARTMENT OF HOUSING AND URBAN DEVELOPMENT FOR THE SITE KNOWN AS THE YMCA BUILDING AMP TX006000008 VICTORIA PLAZA/SCHNABEL; THE SALE OF SUCH PROPERTY AND ITS IMPROVEMENTS; AND, THE EXECUTION OF DOCUMENTS NECESSARY TO CONSUMMATE SUCH ACTIONS

WHEREAS, Opportunity Home San Antonio owns the property described on EXHIBIT A, attached hereto and including all improvements (Property); and currently known as AMP TX006000008 VICTORIA PLAZA/SCHNABEL; and

WHEREAS, the property will be sold to a third party residential builder, which will allow for the construction of up to 24 market rate single family units, ranging in size from approximately 1500 sq. ft. - 2500 sq. ft.; and

WHEREAS, the proceeds received from the sale of the property will be used to support Opportunity Home San Antonio's mission to provide affordable rental units for the families on its wait list; and

WHEREAS, such actions require the submission of a disposition application to the U.S. Department of Housing and Urban Development (HUD) and approval of such sale and use of proceeds by HUD; and

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of Opportunity Home San Antonio hereby approves the following:

- 1) Submission to HUD of a disposition application for the Property is hereby approved.
- 2) The sale of the Property and all improvements to San Antonio Housing Facility Corporation (SAHFC) or another Opportunity Home San Antonio entity, who will prepare the site for sale, subject to HUD's approval of the disposition application and satisfaction of any HUD conditions of approval.
- 3) The President and CEO is hereby authorized to negotiate and execute any and all documents necessary to accomplish the submission of the application to HUD and the sale of the Property as authorized by and pursuant to the terms set forth in this Resolution, including any and all amendments, changes, or modifications thereto, without the necessity of further action by the Board of Commissioners.

Passed and approved the 12th day of October 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

VICTORIA COMMONS DISPOSITION

YMCA Building at 440 Labor St.

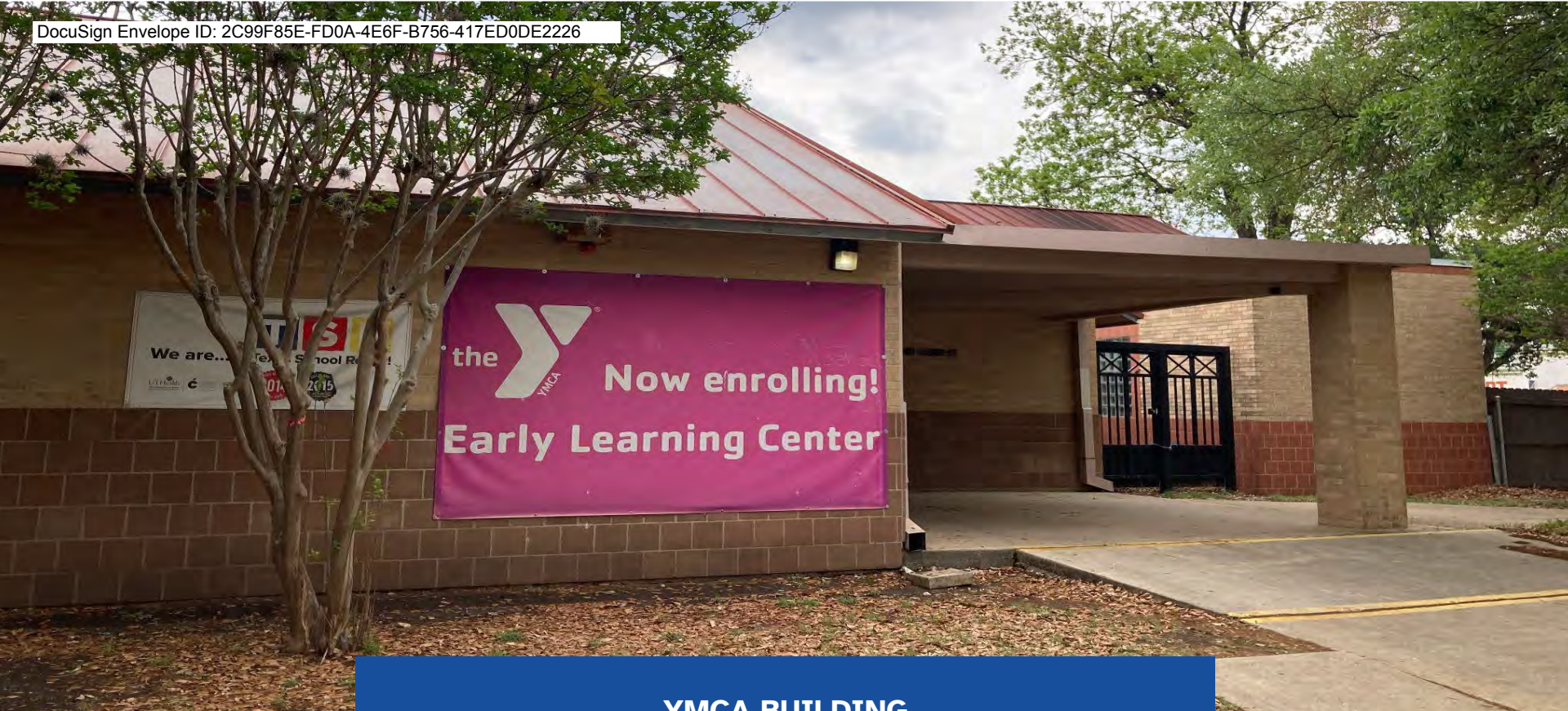
Timothy Alcott

Chief Legal and Real Estate Officer



Lorraine Robles

Director of Development Services
and Neighborhood Revitalization

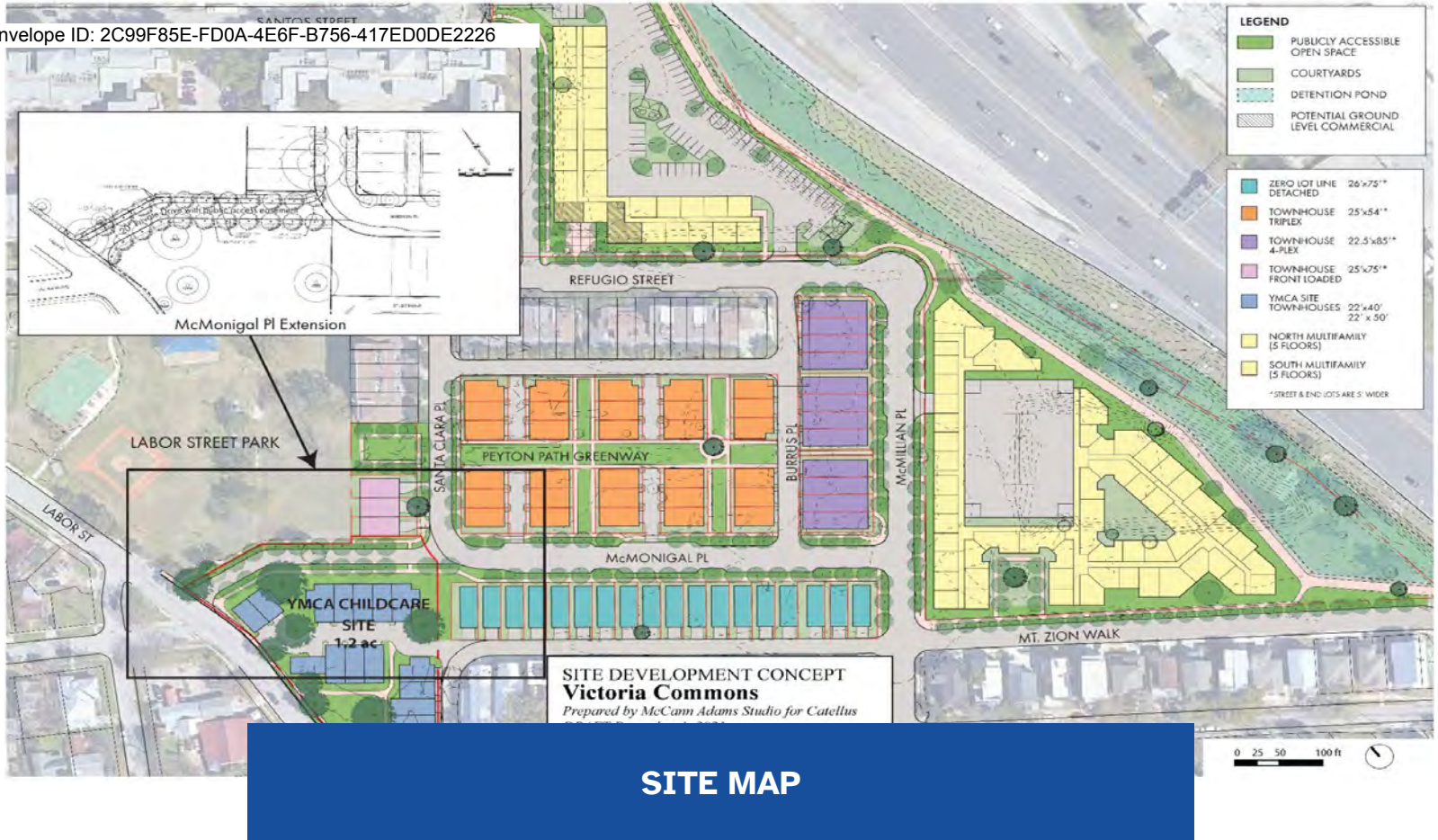


YMCA BUILDING



AERIAL + OVERVIEW

- 1 North Pond
- 2 South Pond
- 3 Townhomes
- 4 YMCA Child Care Center
- 5 Old VC Admin Building



Questions?

BOARD OF COMMISSIONERS
Regular Board Meeting

RESOLUTIONS 6279 AND 22LVPFC-09-19, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT MULTIFAMILY HOUSING REVENUE BONDS FOR COSTA ALMADENA (THE “BONDS”); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-09-19 AUTHORIZING THE BONDS AND AUTHORIZING ITS PARTICIPATION IN THE PROJECT; (III) OPPORTUNITY HOME PARTNERING WITH DEVCO PRESERVATION TO ACQUIRE COSTA ALMADENA AND APPLY FOR NEW 4% TAX CREDITS TO FINANCE THE REHABILITATION OF THE PROJECT; (IV) AND, OTHER MATTERS IN CONNECTION THEREWITH

DocuSigned by:

Ed Hinojosa Jr

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

Tim Alcott

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Timothy E. Alcott
Chief Legal and Real Estate Officer

REQUESTED ACTION:

Consideration and approval regarding Resolutions 6279 and 22LVPFC-09-19, authorizing (i) the Las Varas Public Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt multifamily housing revenue bonds for Costa Almadena (the “Bonds”); (ii) the Las Varas Public Facility Corporation to approve Resolution 22LVPFC-09-19 authorizing the Bonds and authorizing its participation in the project; (iii) Opportunity Home partnering with Devco Preservation to acquire the Costa Almadena project, and apply for new 4% tax credits to finance the rehabilitation of the project; (iv) and, other matters in connection therewith.

FINANCIAL IMPACT:

None 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 Opportunity Home San Antonio staff to submit applications early for the aforementioned project, Opportunity Home San Antonio increases its chance to obtain the volume cap to complete the project and benefit from additional revenue.

SUMMARY:

Opportunity Home San Antonio is seeking authority to file applications relating to our proposed 2023 4% tax credit projects and the following years. 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. This is time sensitive and can be competitive. Opportunity Home San Antonio will be applying for a volume cap allocation, 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 the available volume cap before local agencies, and last year the state agencies used almost all of the 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, Opportunity Home San Antonio would need to submit applications as soon as

Opportunity Home San Antonio**October 12, 2022**

possible. Opportunity Home San Antonio must also apply for tax credits to the Texas Department of Housing and Community Affairs. Accordingly, Staff is requesting that the Board authorize these actions so that Opportunity Home San Antonio may begin the process, but Opportunity Home San Antonio is not asking to specifically approve or be bound to these projects. These are non-binding Resolutions. This will enable us to move forward, make applications for volume cap and tax credits, and begin to coordinate the financing and negotiate the specific terms of the deals, which will be brought back for Board approval.

The project we intend to seek volume cap for is listed below:

1. Costa Almadena apartments, a 176-unit multifamily project located at 6222 S. New Braunfels, San Antonio, Texas 78223, requesting \$25,000,000 of volume cap.

The project will be a rehabilitation of an existing facility in which DevCo Preservation acquired Costa Almadena in partnership with Opportunity Home and Las Varas Public Facility Corporation and agreed to include 27 units at 30% AMI and 149 units at 60% AMI, so this has created deeper affordability at the project location, while maintaining 100% affordability.

In this proposed transaction, Las Varas Public Facility Corporation will be the proposed issuer of the bonds. The Las Varas Public Facility Corporation owns the land and created a single member limited liability company to serve as the general partner of the tax credit partnership, which owns the project.

The attached Resolution authorizes Las Varas Public Facility Corporation to approve an inducement Resolution for the above project.

STRATEGIC OUTCOMES:

Opportunity Home San Antonio residents have a sufficient supply of affordable housing options. Opportunity Home San Antonio residents live in quality affordable housing.

ATTACHMENTS:

Resolution 6279

Resolution 22LVPFC-09-19

Presentation

**CERTIFICATE FOR RESOLUTION
Resolution 6279**

The undersigned officer of the Opportunity Home San Antonio hereby certifies as follows:

1. Board of Directors of San Antonio Home San Antonio ("Board") held a meeting on October 12, 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 6279, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT MULTIFAMILY HOUSING REVENUE BONDS FOR COSTA ALMADENA (THE "BONDS"); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-09-19 AUTHORIZING THE BONDS AND AUTHORIZING ITS PARTICIPATION IN THE PROJECT; (III) OPPORTUNITY HOME PARTNERING WITH DEVCO PRESERVATION TO ACQUIRE COSTA ALMADENA AND APPLY FOR NEW 4% TAX CREDITS TO FINANCE THE REHABILITATION OF THE PROJECT; (IV) AND, OTHER MATTERS IN CONNECTION THEREWITH

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 12th day of October 2022.



Ed Hinojosa, Jr.
President and CEO

**Opportunity Home San Antonio
Resolution 6279**

RESOLUTION 6279, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT MULTIFAMILY HOUSING REVENUE BONDS FOR COSTA ALMADENA (THE “BONDS”); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-09-19 AUTHORIZING THE BONDS AND AUTHORIZING ITS PARTICIPATION IN THE PROJECT; (III) OPPORTUNITY HOME PARTNERING WITH DEVCO PRESERVATION TO ACQUIRE COSTA ALMADENA AND APPLY FOR NEW 4% TAX CREDITS TO FINANCE THE REHABILITATION OF THE PROJECT; (IV) AND, OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, Costa Almadena, Ltd., a Texas limited partnership (Costa Almadena Partnership), and Opportunity Home Costa Almadena GP, LLC, a Texas limited liability company and its general partner (Costa Almadena General Partner), were formed to acquire and renovate a 176-unit multifamily housing facility (Housing Facility) located at 6222 S. New Braunfels, San Antonio, Texas 78223 (Land, together with the Housing Facility, the Costa Almadena Project); and

WHEREAS, at the request of the Costa Almadena Partnership, Las Varas Public Facility Corporation (LVPFC), a Texas non-profit public facility corporation created pursuant to the Texas Public Facility Corporations Act, Chapter 303, Texas Local Government Code, by the Housing Authority of the City of San Antonio, Texas (Housing Authority) has agreed to (i) serve as the sole member of the Costa Almadena General Partner of the Costa Almadena Partnership in connection with the financing of the Project, (ii) acquire the Land and lease it to the Costa Almadena Partnership pursuant to a Ground Lease (Costa Almadena Ground Lease), and (iii) will serve as the general contractor for the Project (Costa Almadena General Contractor) and lease it to the Costa Almadena Partnership pursuant to a Ground Lease (Costa Almadena Ground Lease); and

WHEREAS, the Costa Almadena Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue one or more series of its Multifamily Housing Revenue Bonds (Costa Almadena Apartments) Series 2023, Series 2023A and Series 2023B, or the following years (Costa Almadena Bonds) to finance the Project (Costa Almadena Bond Financing); and

WHEREAS, the Issuer will issue the Costa Almadena Bonds in an amount not to exceed \$25,000,000 of tax-exempt bonds and loan such proceeds to the Costa Almadena Partnership; and

WHEREAS, in connection with the Bond Financing, the Costa Almadena Partnership, the Costa Almadena General Partner, and/or Opportunity Home San Antonio will be required to enter into certain agreements, including, but not limited to, a Loan Agreement, a Trust Indenture, a Note, a Regulatory Agreement and Declaration of Restrictive Covenants, a Leasehold Deed of Trust, Assignment of Rents, Security Agreement, and Fixture Filing together with Ground Lessor Subordination and Joinder, a Servicing Agreement, and a Ground Lease (Costa Almadena Note Documents); and

WHEREAS, the Costa Almadena Partnership, will apply for low income housing tax credits (LIHTCs) from the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, in connection with the application for LIHTCs, it is anticipated that the Costa Almadena Partnership, Costa Almadena General Partner and/or Opportunity Home San Antonio will be required to execute, complete, and deliver various applications, agreements, documents, certificates, and instruments to TDHCA (TDHCA Documents); and

WHEREAS, the Costa Almadena Partnership will contribute equity to the renovation of the Project, which will be contributed by a limited partner to be determined at a later date (Equity Financing); and

WHEREAS, in connection with the Equity Financing, the Costa Almadena Partnership, the Costa Almadena General Partner, and/or Opportunity Home San Antonio will be required to enter into certain agreements, including, but not limited to, an Amended and Restated Agreement of Limited Partnership, a Development Agreement, and closing certificates (Equity Documents); and

WHEREAS, in order to provide additional funding for the project, the Costa Almadena Partnership may enter into one or more subordinate loans (Subordinate Loans); and

WHEREAS, in connection with the Subordinate Loans, the Costa Almadena Partnership, the Costa Almadena General Partner, and/or Opportunity Home San Antonio will be required to enter into certain agreements, including, but not limited to, loan agreements, leasehold deeds of trust, declaration of restrictive covenant of affordability or land use restriction agreements, assignments, notes, and subordination agreements (Subordinate Loan Documents); 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 Costa Almadena Partnership may renovate the Costa Almadena Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of Opportunity Home San Antonio; and

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

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of the Opportunity Home San Antonio hereby:

Section 1. The Project, the various structures of financing contemplated for the Project, including, but not limited to, the Bond Financing, the LIHTCs, the Equity Financing and the Subordinate Loan(s) are hereby authorized to be applied for and negotiated.

Section 2. The President, any Vice President, the Secretary, the Treasurer, any Assistant Secretary, or any of them, are hereby authorized to execute any and all applications and term sheets required for the financing and construction of the Project, including, but not limited to, the TDHCA Documents and all other documents relating to obtaining the Bond Financing, LIHTCs, Equity Financing, and the Subordinate Loans to which the Partnership, the General Partner, and/or Opportunity Home San Antonio are a party.

Section 3. The President, any Vice President, the Secretary, the Treasurer, and any Assistant Secretary, or any of them, and, if required by the form of the document, the Secretary and any Assistant Secretary, or any of them, of Opportunity Home San Antonio are authorized and directed to modify, execute and deliver any of the documents to be signed by or consented to by the Partnership, General Partner, Opportunity Home San Antonio, and any and all certificates and other instruments necessary to carry out the intent thereof and hereof, including, without limitation, the TDHCA Documents and all filings or other actions required by the TDHCA in connection with the LIHTCs. The President, any Vice President, the Secretary, the Treasurer, any Assistant Secretary, 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 Opportunity Home San Antonio, 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. It is understood by Opportunity Home San Antonio and the Partnership and Developer have represented to Opportunity Home San Antonio that in consideration of Opportunity Home San Antonio's adoption of this Resolution, and subject to the terms and conditions hereof, that the Partnership and Developer have agreed that:

(a) the Partnership and Developer will (1) pay all costs of the Project that are not or cannot be paid or reimbursed from the proceeds of any debt, and (2) indemnify and hold harmless Opportunity Home San Antonio and the Housing Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including, but not limited to, reasonable attorneys' fees, litigation and courts 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 Projects (other than claims arising from the gross negligence or willful misconduct of Opportunity Home San Antonio or the Housing Authority).

Section 5. This Resolution shall be deemed to constitute the acceptance of the Partnership's and Developer's proposal that it be further induced to proceed with providing the Project. Provided that neither the Partnership nor the Developer nor any other party is entitled to rely on this Resolution as a commitment to enter into the proposed transaction, and Opportunity Home San Antonio reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event Opportunity Home San Antonio shall not be subject to any liability or damages of any nature. Neither the Partnership nor the Developer nor anyone claiming by, through or under the Partnership or the Developer, nor any investment banking firm or potential purchaser shall have any claim against Opportunity Home San Antonio whatsoever as a result of any decision by Opportunity Home San Antonio not to enter into the proposed transaction.

Section 6. 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 7. The officers of this Board hereby approve the selection of Cantu Harden LLP as bond counsel, counsel to the General Partner, and counsel to Opportunity Home San Antonio for these transactions.

Section 8. 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 9. 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 10. 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 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.

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Passed and approved the 12th day of October 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-09-19**

The undersigned officer of the Opportunity Home San Antonio (the “Authority”) hereby certifies as follows:

1. Board of Directors of the Authority (“Board”) held a meeting on October 12, 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 22LVPFC-09-19, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT MULTIFAMILY HOUSING REVENUE BONDS FOR COSTA ALMADENA (THE “BONDS”); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-09-19 AUTHORIZING THE BONDS AND AUTHORIZING ITS PARTICIPATION IN THE PROJECT; (III) OPPORTUNITY HOME PARTNERING WITH DEVCO PRESERVATION TO ACQUIRE COSTA ALMADENA AND APPLY FOR NEW 4% TAX CREDITS TO FINANCE THE REHABILITATION OF THE PROJECT; (IV) AND, OTHER MATTERS IN CONNECTION THEREWITH

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 this 12th day of October 2022.

**Ed Hinojosa, Jr.
Secretary/Treasurer**

**Las Varas Public Facility Corporation
Resolution 22LVPFC-09-19**

RESOLUTION 22LVPFC-09-19, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT MULTIFAMILY HOUSING REVENUE BONDS FOR COSTA ALMADENA (THE “BONDS”); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 22LVPFC-09-19 AUTHORIZING THE BONDS AND AUTHORIZING ITS PARTICIPATION IN THE PROJECT; (III) OPPORTUNITY HOME PARTNERING WITH DEVCO PRESERVATION TO ACQUIRE COSTA ALMADENA AND APPLY FOR NEW 4% TAX CREDITS TO FINANCE THE REHABILITATION OF THE PROJECT; (IV) AND, OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, Costa Almadena, Ltd., a Texas limited partnership (Costa Almadena Partnership), and Opportunity Home Costa Almadena GP, LLC, a Texas limited liability company and its general partner (Costa Almadena General Partner), were formed to acquire and renovate a 176-unit multifamily housing facility (Housing Facility) located at 6222 S. New Braunfels, San Antonio, Texas 78223 (Land, together with the Housing Facility, the Costa Almadena Project); and

WHEREAS, at the request of the Costa Almadena Partnership, Las Varas Public Facility Corporation (LVPFC), a Texas non-profit public facility corporation created pursuant to the Texas Public Facility Corporations Act, Chapter 303, Texas Local Government Code, by the Housing Authority of the City of San Antonio, Texas (Housing Authority) has agreed to (i) serve as the sole member of the Costa Almadena General Partner of the Costa Almadena Partnership in connection with the financing of the Project; (ii) acquire the Land and lease it to the Costa Almadena Partnership pursuant to a Ground Lease (Costa Almadena Ground Lease); and (iii) will serve as the general contractor for the Project (Costa Almadena General Contractor) and lease it to the Costa Almadena Partnership pursuant to a Ground Lease (Costa Almadena Ground Lease); and

WHEREAS, the Costa Almadena Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue one or more series of its Multifamily Housing Revenue Bonds (Costa Almadena Apartments) Series 2023, Series 2023A and Series 2023B, or the following years (Costa Almadena Bonds) to finance the Project (Costa Almadena Bond Financing); and

WHEREAS, the Issuer will issue the Costa Almadena Bonds in an amount not to exceed \$25,000,000 of tax-exempt bonds and loan such proceeds to the Costa Almadena Partnership; and

WHEREAS, in connection with the Bond Financing, the Costa Almadena Partnership, the Costa Almadena General Partner, and/or Opportunity Home San Antonio will be required to enter into certain agreements, including, but not limited to, a Loan Agreement, a Trust Indenture, a Note, a Regulatory Agreement and Declaration of Restrictive Covenants, a Leasehold Deed of Trust, Assignment of Rents, Security Agreement, and Fixture Filing together with Ground Lessor Subordination and Joinder, a Servicing Agreement, and a Ground Lease (Costa Almadena Note Documents); and

WHEREAS, the Costa Almadena Partnership, will apply for low income housing tax credits (LIHTCs) from the Texas Department of Housing and Community Affairs (TDHCA); and

WHEREAS, in connection with the application for LIHTCs, it is anticipated that the Costa Almadena Partnership, Costa Almadena General Partner and/or Opportunity Home San Antonio will be required to execute, complete, and deliver various applications, agreements, documents, certificates, and instruments to TDHCA (TDHCA Documents); and

WHEREAS, the Costa Almadena Partnership will contribute equity to the renovation of the Project, which will be contributed by a limited partner to be determined at a later date (Equity Financing); and

WHEREAS, in connection with the Equity Financing, the Costa Almadena Partnership, the Costa Almadena General Partner, and/or Opportunity Home San Antonio will be required to enter into certain agreements, including, but not limited to, an Amended and Restated Agreement of Limited Partnership, a Development Agreement, and closing certificates (Equity Documents); and

WHEREAS, in order to provide additional funding for the Project, the Costa Almadena Partnership may enter into one or more subordinate loans (Subordinate Loans); and

WHEREAS, in connection with the Subordinate Loans, the Costa Almadena Partnership, the Costa Almadena General Partner, and/or Opportunity Home San Antonio will be required to enter into certain agreements, including, but not limited to, loan agreements, leasehold deeds of trust, declaration of restrictive covenant of affordability or land use restriction agreements, assignments, notes, and subordination agreements (Subordinate Loan Documents); 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 Costa Almadena Partnership may renovate the Costa Almadena Project; and

WHEREAS, this Board has reviewed the foregoing and determined that the action herein authorized is in furtherance of the public purposes of Las Varas Public Facility Corporation; and

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

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

Section 1. The Project, the various structures of financing contemplated for the Project, including, but not limited to, the Bond Financing, the LIHTCs, the Equity Financing and the Subordinate Loan(s) are hereby authorized to be applied for and negotiated.

Section 2. The President, any Vice President, the Secretary, the Treasurer, any Assistant Secretary, or any of them, are hereby authorized to execute any and all applications and term sheets required for the financing and construction of the Project, including, but not limited to, the TDHCA Documents and all other documents relating to obtaining the Bond Financing, LIHTCs, Equity Financing, and the Subordinate Loans to which the Partnership, the General Partner, and/or Opportunity Home San Antonio are a party.

Section 3. The President, any Vice President, the Secretary, the Treasurer, and any Assistant Secretary, or any of them, and, if required by the form of the document, the Secretary and any Assistant Secretary, or any of them, of Opportunity Home San Antonio are authorized and directed to modify, execute and deliver any of the documents to be signed by or consented to by the Partnership, General Partner, Opportunity Home San Antonio, and any and all certificates and other instruments necessary to carry out the intent thereof and hereof, including, without limitation, the TDHCA Documents and all filings or other actions required by the TDHCA in connection with the LIHTCs. The President, any Vice President, the Secretary, the Treasurer, any Assistant Secretary, 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 Opportunity Home, 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. It is understood by Opportunity Home San Antonio and the Partnership and Developer have represented to Opportunity Home San Antonio, that in consideration of Opportunity Home San Antonio's adoption of this Resolution, and subject to the terms and conditions hereof, that the Partnership and Developer have agreed that:

(a) the Partnership and Developer will (1) pay all costs of the Project that are not or cannot be paid or reimbursed from the proceeds of any debt, and (2) indemnify and hold harmless Opportunity Home San Antonio and the Housing Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including, but not limited to, reasonable attorneys' fees, litigation and courts 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 Projects (other than claims arising from the gross negligence or willful misconduct of Opportunity Home San Antonio or the Housing Authority).

Section 5. This Resolution shall be deemed to constitute the acceptance of the Partnership's and Developer's proposal that it be further induced to proceed with providing the Project. Provided that neither the Partnership nor the Developer nor any other party is entitled to rely on this Resolution as a commitment to enter into the proposed transaction, and Opportunity Home San Antonio reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event Opportunity Home San Antonio shall not be subject to any liability or damages of any nature. Neither the Partnership nor the Developer nor anyone claiming by, through or under the Partnership or the Developer, nor any investment banking firm or potential purchaser shall have any claim against Opportunity Home San Antonio whatsoever as a result of any decision by Opportunity Home San Antonio not to enter into the proposed transaction.

Section 6. 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 7. The officers of this Board hereby approve the selection of Cantu Harden LLP as bond counsel, counsel to the General Partner, and counsel to Opportunity Home San Antonio for these transactions.

Section 8. 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 9. 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 10. 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 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.

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Passed and approved the 12th day of October 2022.

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

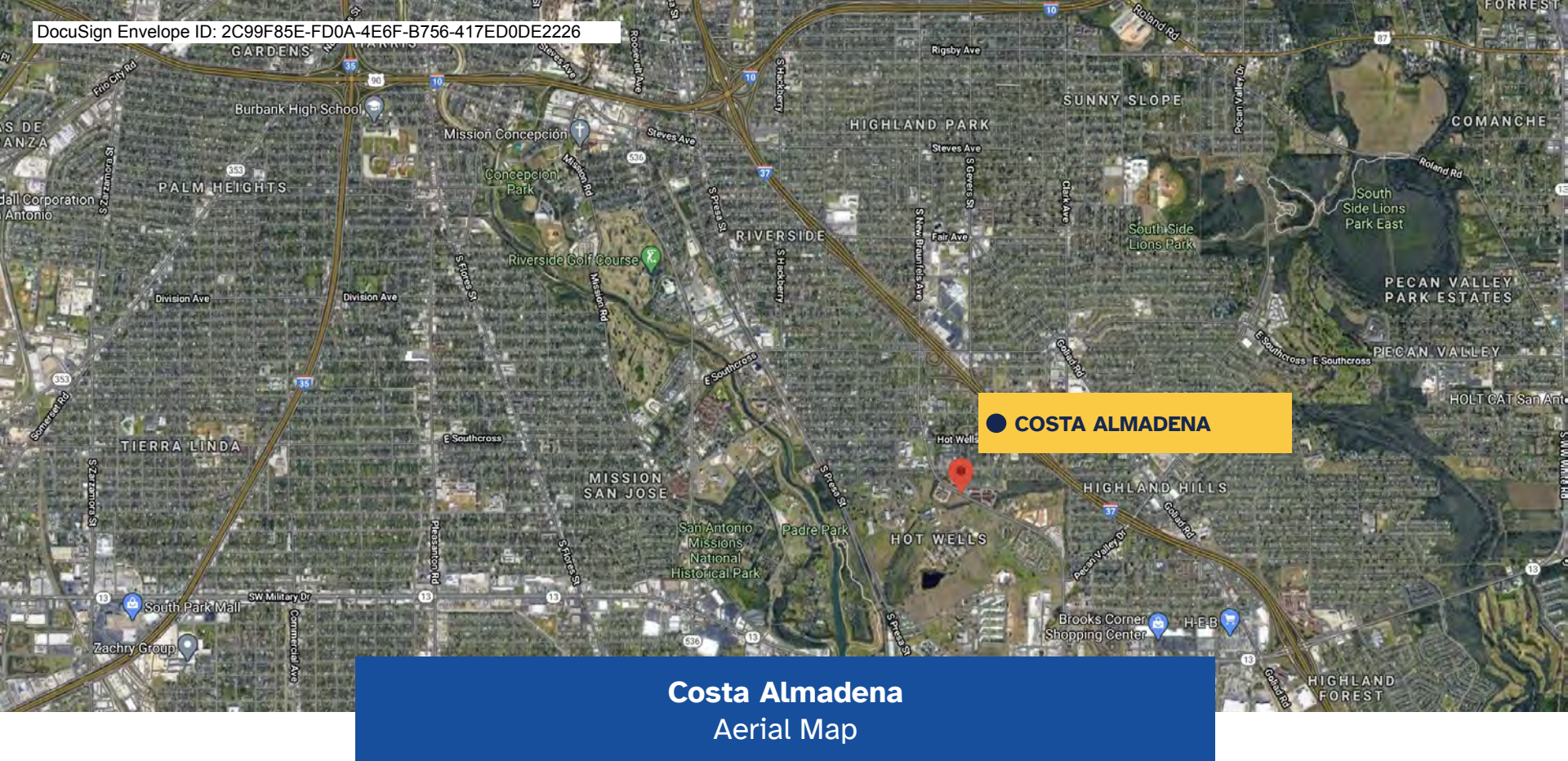
Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

COSTA ALMADENA

October 12, 2022

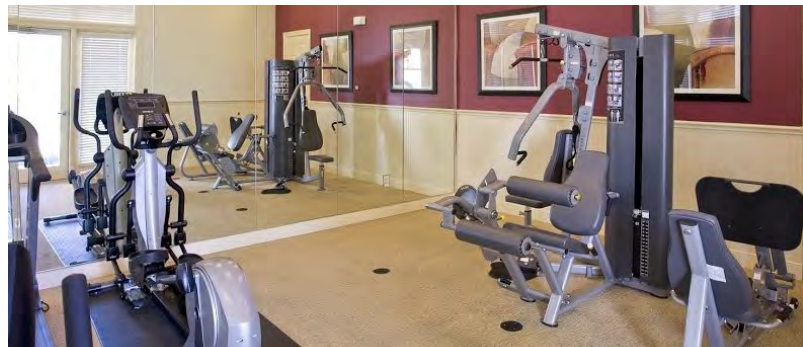






Exterior

Interior Common Areas



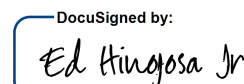


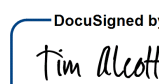
Interior Units

Questions?

OPPORTUNITY HOME SAN ANTONIO**October 12, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting**

RESOLUTIONS 6281 AND 22FAC-09-19, APPROVING THE ISSUANCE OF THE RAVELLO APARTMENTS' PROMISSORY NOTE TO FROST BANK IN AN AMOUNT NOT TO EXCEED \$12,000,000 TO BE SECURED BY A MORTGAGE LIEN ON THE RAVELLO APARTMENTS. LOAN PROCEEDS WILL BE USED TO FINANCE THE ACQUISITION AND LONG TERM CAPITAL REPAIRS AND IMPROVEMENTS AT THE RAVELLO APARTMENTS; AUTHORIZING THE EXECUTION OF A ASSET MANAGEMENT SUB MANAGEMENT AGREEMENT FOR THE GENERAL PARTNER TO ASSUME THE DUTIES AND RESPONSIBILITIES OF THE CLASS B LIMITED PARTNER; AUTHORIZING THE PRESIDENT AND CEO OR DESIGNEE TO EXECUTE ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

DocuSigned by:

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Timothy E. Alcott
Chief Legal and Real Estate Officer

REQUESTED ACTION:

Consideration and approval regarding Resolutions 6281 and 22FAC-09-19, approving the issuance of the Ravello Apartments' promissory note to Frost Bank in an amount not to exceed \$12,000,000 to be secured by a mortgage lien on the Ravello Apartments. Loan proceeds will be used to finance the acquisition and long term capital repairs and improvements at the Ravello Apartments; authorizing the execution of a asset management sub management agreement for the general partner to assume the duties and responsibilities of the Class B limited partner; authorizing the President and CEO or designee to execute all documentation necessary to carry out the transaction; and other matters in connection therewith.

Opportunity Home has received a letter of intent from Frost Bank to provide a loan amount equal to the lesser of \$11,750,000 or 75% of the appraised value of the property. The tax exempt bond private placement financing can be structured as either a fixed rate or variable interest rate with an option to fix the rate with an interest rate swap contract. Current indicative rates are 5.05% for a fixed rate loan and 4.50% with the floating-to-fixed interest rate contract. The final loan amount and interest rate will be set at closing for a term of ten years with a twenty-five year amortization rate. The property will serve as collateral for the loan. Opportunity Home staff also evaluated financing options with a Freddie Mac execution. However, the transaction related costs were considerably higher than those offered under the Frost Bank proposal. Additionally, Frost committed to a 70 day closing period.

FINANCIAL IMPACT:

The property is currently encumbered by a mortgage with a fixed interest rate of 6.11%. The proposed refinance will provide low cost funds to finance the acquisition of the property and fund capital repairs to the property, which will preserve this asset and extend its useful life expectancy. The proposed loan terms require a conservative loan to value of 75% and a debt service coverage ratio of 1.20. At closing, approximately \$450,000 in replacement reserve

OPPORTUNITY HOME SAN ANTONIO**October 12, 2022**

escrow funds will be released to the partnership. These funds can be used to fund ongoing capital repairs/replacements that will preserve the long term viability of the project.

At closing the general partner will receive a subset management fee of \$88,500 (20% of the deferred development fee owed to the Class B limited partner).

SUMMARY:

The Ravello Apartments is a 252 unit, multi-family asset built in 2007 and located at 6639 S. New Braunfels Avenue, San Antonio, Texas 78223. The property was constructed under the low income housing tax credit program, at a total development cost of \$24,021,000. A component entity of Opportunity Home San Antonio serves as the current general partner. The initial 15 tax credit period will end in December 2022. The Opportunity Home San Antonio Board previously approved staff's recommendation to acquire the limited partnership interest in the property using MTW funds. The existing lender would not consent to the transfer of ownership interests without underwriting the transfer and payment of a 1% transfer fee (approximately \$114,000). The current mortgage rate of 6.11% is above market. Therefore, a refinance of the debt makes economic sense. The refinance and acquisition of the limited partnership interest will occur simultaneously. Upon completion of the refinance, component entities will own 100% of the asset. The original land use restriction agreement (LURA) recorded in 2007 restricts all units at 60% AMI. However, Opportunity Home San Antonio can opt to rent to individuals with AMIs below 60%. The property currently has 60 Section 8 voucher holders residing at the property.

STRATEGIC OUTCOME:

Opportunity Home San Antonio residents have a sufficient supply of affordable housing options. Opportunity Home San Antonio residents live in quality affordable housing.

ATTACHMENTS:

Resolution 6281
Resolution 22FAC-09-19
Presentation

CERTIFICATE FOR RESOLUTION

Resolution 6281

The undersigned officer of Opportunity Home San Antonio, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Issuer, the Board of Directors of the Issuer (the "Board") held a meeting on October 12, 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 6281, APPROVING THE ISSUANCE OF THE RAVELLO APARTMENTS' PROMISSORY NOTE TO FROST BANK IN AN AMOUNT NOT TO EXCEED \$12,000,000 TO BE SECURED BY A MORTGAGE LIEN ON THE RAVELLO APARTMENTS. LOAN PROCEEDS WILL BE USED TO FINANCE THE ACQUISITION AND LONG TERM CAPITAL REPAIRS AND IMPROVEMENTS AT THE RAVELLO APARTMENTS; AUTHORIZING THE EXECUTION OF A ASSET MANAGEMENT SUB MANAGEMENT AGREEMENT FOR THE GENERAL PARTNER TO ASSUME THE DUTIES AND RESPONSIBILITIES OF THE CLASS B LIMITED PARTNER; AUTHORIZING THE PRESIDENT AND CEO OR DESIGNEE TO EXECUTE ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED and SEALED this 12th day of October 2022.



Ed Hinojosa, Jr.
President and CEO

**Opportunity Home San Antonio
Resolution 6281**

RESOLUTION 6281, APPROVING THE ISSUANCE OF THE RAVELLO APARTMENTS' PROMISSORY NOTE TO FROST BANK IN AN AMOUNT NOT TO EXCEED \$12,000,000 TO BE SECURED BY A MORTGAGE LIEN ON THE RAVELLO APARTMENTS. LOAN PROCEEDS WILL BE USED TO FINANCE THE ACQUISITION AND LONG TERM CAPITAL REPAIRS AND IMPROVEMENTS AT THE RAVELLO APARTMENTS; AUTHORIZING THE EXECUTION OF A ASSET MANAGEMENT SUB MANAGEMENT AGREEMENT FOR THE GENERAL PARTNER TO ASSUME THE DUTIES AND RESPONSIBILITIES OF THE CLASS B LIMITED PARTNER; AUTHORIZING THE PRESIDENT AND CEO OR DESIGNEE TO EXECUTE ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas D/B/A Opportunity Home San Antonio ("Opportunity Home"), has, pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the "Act"), approved and created the San Antonio Housing Facility Corporation, a nonstock, nonprofit public facility corporation (the "Issuer"); and

WHEREAS, Opportunity Home and the Issuer approved on October 12, 2022, a tax-exempt loan from Frost Bank ("Frost") to finance the rehabilitation and improvement of a 252-unit multifamily housing facility located at 6639 S. New Braunfels Avenue, San Antonio, Texas 78223, known as The Ravello Apartments (the "Project"); and

WHEREAS, the tax-exempt loan will be made pursuant to a Loan Agreement between The Ravello Apartments and/or the San Antonio Housing Facility Corporation and Frost dated on or before November 30, 2022 and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$12,000,000 payable to Frost, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, Arbitration and Notice of Final Agreement and a Private Placement Letter (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in a fixed rate or variable rate format and sold to Frost upon the terms and conditions outlined in the term sheet submitted by Frost; and

WHEREAS, in the event a variable rate Promissory Note is executed, it will be swapped to a fixed rate pursuant to an ISDA Master Agreement and other associated documents entered into with Frost (the "Swap Documents"); and

WHEREAS, Frost is requiring the Board of Commissioners of the Issuer (the "Board") to specifically approve the Loan Documents and, if necessary, the Swap Documents and requiring the Board to hire a financial advisor regarding the Swap; and

WHEREAS, if necessary, the Board will select Hilltop Securities ("Hilltop") as its financial advisor for the Swap based upon its prior relationship with Hilltop; and

WHEREAS, the Issuer is authorized to borrow proceeds received pursuant to the Promissory Note, the Issuer is authorized to issue the Promissory Note, Opportunity Home has approved the issuance of the Promissory Note in accordance with the Act; and

WHEREAS, the Board hereby authorizes the Issuer to borrow proceeds pursuant to the Promissory Note in an amount not to exceed \$12,000,000 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

WHEREAS, the Promissory Note is a special, limited obligation of the Issuer and the obligations of the Issuer shall never constitute an indebtedness, an obligation, or a loan of credit of the State of Texas, Opportunity Home, the County of Bexar, Texas, the City of San Antonio, Texas, or any other political subdivision of the State of Texas, with the meaning of any constitutional provisions or statutory limitations; and

WHEREAS, this Board of Commissioners 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 Promissory Note and the above-described instruments, including without limitation the dates, interest rates, maturities, redemption terms and sales price of the Promissory Note and the manner of disbursing the proceeds thereof are advisable.

BE IT THEREFORE RESOLVED by the Board of Commissioners of Opportunity Home San Antonio, hereby approves:

1. The terms of the Loan Documents, and if applicable, the Swap Documents are hereby approved.

2. The issuance of the Promissory Note, the Swap Documents, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby 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 Swap Documents, Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents. The Issuer is authorized to hire Hilltop Securities as its financial advisor regarding the Swap.

3. The Promissory Note in the principal amount not to exceed \$12,000,000 in substantially the form and substance set forth in the Loan Documents, is 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 Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is 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.

5. After the Promissory Note is issued, this Resolution shall be and remain irrevocable until the Promissory Note or interest thereon shall have been fully paid or provisions for payment shall have been made pursuant to the Indenture.

6. Cantu Harden LLP has been engaged as legal counsel and Bond Counsel to the financing.

7. 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.

8. 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.

9. 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.

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

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

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of Opportunity Home San Antonio hereby:

- 1) Approves Resolution 6281, approving the issuance of the Ravello Apartments' promissory note to Frost Bank in an amount not to exceed \$12,000,000 to be secured by a mortgage lien on the Ravello Apartments. Loan proceeds will be used to finance the acquisition and long term capital repairs and improvements at the Ravello Apartments; authorizing the execution of a asset management sub management agreement for the general partner to assume the duties and responsibilities of the Class B limited partner; authorizing the President and CEO or designee to execute all documentation necessary to carry out the transaction; and other matters in connection therewith.

- 2) Authorizes the President and CEO or designee to execute all necessary documents and extensions.

Passed and approved the 12th day of October 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-09-19**

RESOLUTION 22FAC-09-19, APPROVING THE ISSUANCE OF THE RAVELLO APARTMENTS' PROMISSORY NOTE TO FROST BANK IN AN AMOUNT NOT TO EXCEED \$12,000,000 TO BE SECURED BY A MORTGAGE LIEN ON THE RAVELLO APARTMENTS. LOAN PROCEEDS WILL BE USED TO FINANCE THE ACQUISITION AND LONG TERM CAPITAL REPAIRS AND IMPROVEMENTS AT THE RAVELLO APARTMENTS; AUTHORIZING THE EXECUTION OF A ASSET MANAGEMENT SUB MANAGEMENT AGREEMENT FOR THE GENERAL PARTNER TO ASSUME THE DUTIES AND RESPONSIBILITIES OF THE CLASS B LIMITED PARTNER; AUTHORIZING THE PRESIDENT AND CEO OR DESIGNEE TO EXECUTE ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas D/B/A Opportunity Home San Antonio ("Opportunity Home"), has, pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the "Act"), approved and created the San Antonio Housing Facility Corporation, a nonstock, nonprofit public facility corporation (the "Issuer"); and

WHEREAS, Opportunity Home and the Issuer approved on October 12, 2022, a tax-exempt loan from Frost Bank ("Frost") to finance the rehabilitation and improvement of a 252-unit multifamily housing facility located at 6639 S. New Braunfels Avenue, San Antonio, Texas 78223, known as The Ravello Apartments (the "Project"); and

WHEREAS, the tax-exempt loan will be made pursuant to a Loan Agreement between The Ravello Apartments and/or the San Antonio Housing Facility Corporation and Frost dated on or before November 30, 2022, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$12,000,000 payable to Frost, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, Arbitration and Notice of Final Agreement and a Private Placement Letter (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in a fixed rate or variable rate format and sold to Frost upon the terms and conditions outlined in the term sheet submitted by Frost; and

WHEREAS, in the event a variable rate Promissory Note is executed, it will be swapped to a fixed rate pursuant to an ISDA Master Agreement and other associated documents entered into with Frost (the "Swap Documents"); and

WHEREAS, Frost is requiring the Board of Directors of the Issuer (the "Board") to specifically approve the Loan Documents and, if necessary, the Swap Documents and requiring the Board to hire a financial advisor regarding the Swap; and

WHEREAS, if necessary, the Board will select Hilltop Securities ("Hilltop") as its financial advisor for the Swap based upon its prior relationship with Hilltop; and

WHEREAS, the Issuer is authorized to borrow proceeds received pursuant to the Promissory Note, the Issuer is authorized to issue the Promissory Note, Opportunity Home has approved the issuance of the Promissory Note in accordance with the Act; and

WHEREAS, the Board hereby authorizes the Issuer to borrow proceeds pursuant to the Promissory Note in an amount not to exceed \$12,000,000 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

WHEREAS, the Promissory Note is a special, limited obligation of the Issuer and the obligations of the Issuer shall never constitute an indebtedness, an obligation, or a loan of credit of the State of Texas, Opportunity Home, the County of Bexar, Texas, the City of San Antonio, Texas, or any other political subdivision of the State of Texas, with the meaning of any constitutional provisions or statutory limitations; and

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

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

1. The terms of the Loan Documents, and if applicable, the Swap Documents are hereby approved.
2. The issuance of the Promissory Note, the Swap Documents, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby 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 Swap Documents, Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents. The Issuer is authorized to hire Hilltop Securities as its financial advisor regarding the Swap.
3. The Promissory Note in the principal amount not to exceed \$12,000,000 in substantially the form and substance set forth in the Loan Documents, is 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 Promissory Note or have their facsimile

signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is 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.
5. After the Promissory Note is issued, this Resolution shall be and remain irrevocable until the Promissory Note or interest thereon shall have been fully paid or provisions for payment shall have been made pursuant to the Indenture.
6. Cantu Harden LLP has been engaged as legal counsel and Bond Counsel to the financing.
7. 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.
8. 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.
9. 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.
10. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.
11. This Resolution shall be in force and effect from and after its passage.

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

- 1) Approves Resolution 22FAC-09-19, approving the issuance of the Ravello Apartments' promissory note to Frost Bank in an amount not to exceed \$12,000,000 to be secured by a mortgage lien on the Ravello Apartments. Loan proceeds will be used to finance the acquisition and long term capital repairs and improvements at the Ravello Apartments; authorizing the execution of a asset management sub management agreement for the general partner to assume the duties and responsibilities of the Class B limited partner; authorizing the President and CEO or designee to execute all documentation necessary to carry out the transaction; and other matters in connection therewith.

- 2) Authorizes the Secretary/Treasurer or designee to execute all necessary documents and extensions.

Passed and approved the 12th day of October 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
Secretary/Treasurer

RAVELLO APARTMENTS

October 12, 2022



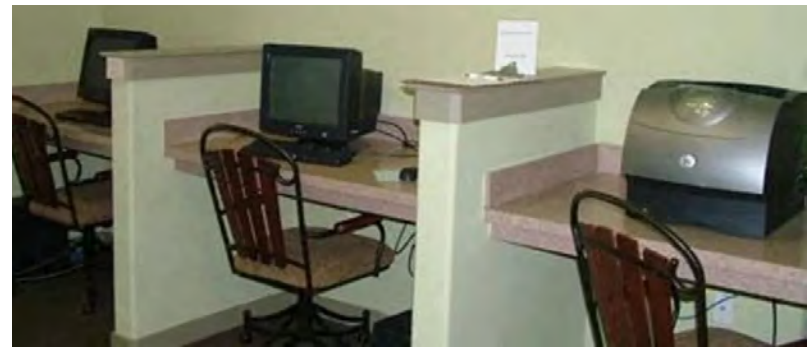


Ravello Apartments Aerial Map



Exterior

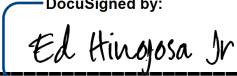
Interior Common Areas

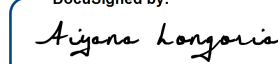


Questions?

OPPORTUNITY HOME SAN ANTONIO**October 12, 2022****BOARD OF COMMISSIONERS
Regular Board Meeting**

RESOLUTION 6280, AUTHORIZING THE PRESIDENT AND CEO TO APPROVE AND PROCEED WITH VARIOUS PROVIDERS OF EMPLOYEE PRIMARY HEALTH PLANS TO INCLUDE MEDICAL, DENTAL, AND VISION PLANS AND OTHER EMPLOYER PROVIDED PLANS THAT PROVIDE FOR SHORT TERM DISABILITY, LONG TERM DISABILITY, LIFE INSURANCE AND ANCILLARY BENEFIT PLANS AND AN ELECTRONIC BENEFITS ENROLLMENT PLATFORM FOR CALENDAR YEAR 2023, AT A PROJECTED COST TO THE EMPLOYEE AND EMPLOYER OF \$8,213,169

DocuSigned by:

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Ed Hinojosa, Jr.
President and CEO

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Aiyana Longoria
Director of Human Resources

REQUESTED ACTION:

Consideration and approval regarding Resolution 6280, authorizing the President and CEO to approve and proceed with various providers of Employee Primary Health Plans to include Medical, Dental and Vision Plans and other Employer Provided Plans that provide for Short Term Disability, Long Term Disability, Life Insurance and Ancillary Benefit Plans and an electronic benefits enrollment platform for calendar year 2023, at a projected cost to the employee and employer of \$8,213,169.

FINANCIAL IMPACT:

The total proposed cost for the primary health medical, dental, and vision plans for January 1, 2023, through December 31, 2023, is projected to be \$7,670,832. Included in this projected cost is the combined employee and employer contribution for medical and stop loss coverage of \$7,248,599, dental coverage of \$311,627, and vision coverage of \$59,616. Opportunity Home also implemented Livongo, a program of enhanced care for those individuals with diabetes and a program to support smoking cessation efforts. These programs will continue through 2023 at a projected cost of \$50,990.

The total proposed cost for Opportunity Home's programs of Employer Paid Basic life and Accidental Death and Dismemberment, plus Short Term and Long Term Disability, and the fees for the Flex Spending and Employee Assistance Plan, and projections for Wellness reimbursements is \$483,019.

Since 2018, Opportunity Home has utilized an electronic benefits enrollment system (SmartBen) and an electronic system (Accord) for issuing required forms under the Affordable Care Act. In 2021, a third party service for the management of FMLA and ADA claims was added. The cost for the programs related to Plan Administration is a combined cost of \$59,318.

These costs are reflected in the approved FY 2022 - 2023 budget.

SUMMARY:

OPPORTUNITY HOME SAN ANTONIO**October 12, 2022**

Opportunity Home offers two PPO plans to employees: a standard (lower cost) PPO 1000 plan and a richer (higher cost) PPO 750 plan for which the employee bears a larger share of the cost. There are currently 470 employees in the plans; 326 are enrolled in the low PPO plan and 144 are enrolled in the high PPO plan.

The BCBS medical and dental plans are under a rate guarantee for 2023. The plan details are reviewed quarterly for benefit oversight and funding of the plan. There will be a fifteen percent (15%) increase to both employee and employer contributions for the medical plan.

Opportunity Home remains highly competitive and favorable in comparison to other employers with an average employer contribution of 84% compared to the 16% employee contribution. The same holds true for deductible amounts, out of pocket maximums, and copayments as compared to other similar employer packages.

Ongoing Health and Wellness Initiatives:

- Reimbursements for certified weight loss programs and gym memberships
- Reimbursements for participation in health and wellness events

The proposed benefits program for Opportunity Home employees in 2023 will include the most competitive:

- Provider for the primary health plans for medical, pharmacy dental, and vision plans
- Provider of employee long-term and short-term disability plans
- Provider for employee life insurance and accidental death and dismemberment
- Provider for enhanced voluntary products
- Provider for employee Section 125 Flexible Spending Plan
- Provider for 3rd party FMLA and ADA administration

STRATEGIC OUTCOME:

Opportunity Home staff thrive in career and professional development.

ATTACHMENTS:

Resolution 6280

Benefits Projection

Presentation

**Opportunity Home San Antonio
Resolution 6280**

RESOLUTION 6280, AUTHORIZING THE PRESIDENT AND CEO TO APPROVE AND PROCEED WITH VARIOUS PROVIDERS OF EMPLOYEE PRIMARY HEALTH PLANS TO INCLUDE MEDICAL, DENTAL, AND VISION PLANS AND OTHER EMPLOYER PROVIDED PLANS THAT PROVIDE FOR SHORT TERM DISABILITY, LONG TERM DISABILITY, LIFE INSURANCE AND ANCILLARY BENEFIT PLANS AND AN ELECTRONIC BENEFITS ENROLLMENT PLATFORM FOR CALENDAR YEAR 2023, AT A PROJECTED COST TO THE EMPLOYEE AND EMPLOYER OF \$8,213,169

WHEREAS, Opportunity Home desires to provide a wide range of insurance benefits for its employees; and

WHEREAS, the current administration contracts will terminate on December 31, 2022; and

WHEREAS, the total proposed cost for the primary health medical, dental, and vision plans for January 1, 2023, through December 31, 2023, is projected to be \$7,670,832; to include the projected cost of the combined employee and employer contribution for medical and stop loss coverage of \$7,248,599, dental coverage of \$311,627, and vision coverage of \$59,616, plus Livongo, a program of enhanced care for those individuals with diabetes, and a program to support smoking cessation efforts, at a projected cost of \$50,990; and

WHEREAS, the total proposed cost for Employer Paid Basic Life and Accidental Death and Dismemberment, plus Short Term and Long Term Disability, and the fees for the Flex Spending and Employee Assistance Plan, and projections for Wellness reimbursements is \$483,019; and

WHEREAS, the proposed cost for an electronic benefits enrollment system (SmartBen) and an electronic system (Accord) for issuing required forms under the Affordable Care Act, plus a third party service for the management of FMLA and ADA claims is \$59,318; and

WHEREAS, the costs are within the Board approved FY 2022-2023 operating budget; and

WHEREAS, staff requests the Board of Commissioners to authorize the President and CEO, or designee, to execute all documents necessary to carry out the various transactions described above.

NOW, THEREFORE, BE IT RESOLVED that the Board of Commissioners of Opportunity Home San Antonio hereby:

- 1) Approves Resolution 6280, authorizing the President and CEO to approve and proceed with various providers of Employee Primary Health Plans to include Medical, Dental and Vision Plans and other Employer Provided Plans that provide for Short Term Disability, Long Term Disability, Life Insurance and Ancillary Benefit Plans and an electronic benefits enrollment platform for calendar year 2023, at a projected cost to the employee and employer of \$8,213,169.

- 2) Authorizes the President and CEO, or designee, to execute all documents necessary to carry out the various transactions authorized above.

Passed and approved the 12th day of October 2022.

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

Attested and approved as to form:

Ed Hinojosa, Jr.
President and CEO

OPPORTUNITY HOME SAN ANTONIO

Benefits	2022 Benefits				2023 Benefits			
	BCBS Low PPO Plan		BCBS High PPO Plan		BCBS Low PPO Plan		BCBS High PPO Plan	
	In-Network	Out-of-Network	In-Network	Out-of-Network	In-Network	Out-of-Network	In-Network	Out-of-Network
Coinsurance	80%	60%	90%	70%	80%	60%	90%	70%
Deductible	\$1,000 / \$2,000	\$2,000 / \$4,000	\$750 / \$1,500	\$1,500 / \$3,000	\$1,000 / \$2,000	\$2,000 / \$4,000	\$750 / \$1,500	\$1,500 / \$3,000
Out-of-Pocket Maximum	\$2,750 / \$5,500	\$5,500 / \$11,000	\$2,250 / \$4,500	\$4,500 / \$9,000	\$2,750 / \$5,500	\$5,500 / \$11,000	\$2,250 / \$4,500	\$4,500 / \$9,000
Out-of-Pocket Max Includes Ded.	Yes		Yes		Yes		Yes	
Lifetime Maximum	Unlimited		Unlimited		Unlimited		Unlimited	
Preventive Care	100%		100%		100%		100%	
Physician Office Copay	\$35 copay	70% after ded.	\$40 copay	70% after ded.	\$35 copay	70% after ded.	\$40 copay	70% after ded.
Specialist Copay	\$40 copay	70% after ded.	\$50 copay	70% after ded.	\$40 copay	70% after ded.	\$50 copay	70% after ded.
MDLive Virtual Visits (24-hour availability)	\$30 copay	n/a	\$35 copay	n/a	\$30 copay	n/a	\$35 copay	n/a
Urgent Care Center Services	\$50 copay	70% after ded.	\$50 copay	70% after ded.	\$50 copay	70% after ded.	\$50 copay	70% after ded.
Emergency Health Services	\$350 copay then 100%		\$350 copay then 100%		\$350 copay then 100%		\$350 copay then 100%	
Hospital Inpatient	80% after ded.	60% after ded.	90% after ded.	70% after ded.	80% after ded.	60% after ded.	90% after ded.	70% after ded.
Hospital Outpatient	80% after ded.	60% after ded.	90% after ded.	70% after ded.	80% after ded.	60% after ded.	90% after ded.	70% after ded.
Skilled Nursing Facility	80% after ded. (60 visits per year)	60% after ded. (60 visits per year)	90% after ded. (60 visits per year)	70% after ded. (60 visits per year)	80% after ded. (60 visits per year)	60% after ded. (60 visits per year)	90% after ded. (60 visits per year)	70% after ded. (60 visits per year)
Home Health Care	80% after ded. (60 visits per year)	60% after ded. (60 visits per year)	90% after ded. (60 visits per year)	70% after ded. (60 visits per year)	80% after ded. (60 visits per year)	60% after ded. (60 visits per year)	90% after ded. (60 visits per year)	70% after ded. (60 visits per year)
Mental Illness/Substance Abuse								
Inpatient	80% after ded.	60% after ded.	90% after ded.	70% after ded.	80% after ded.	60% after ded.	90% after ded.	70% after ded.
Outpatient	\$35 copay	70% after ded.	\$40 copay	70% after ded.	\$35 copay	70% after ded.	\$40 copay	70% after ded.
Prescription Drugs								
Rx Deductible for Tier 2 and 3	\$50/\$100 deductible for Tier 2 and 3		\$50/\$100 deductible for Tier 2 and 3		\$50/\$100 deductible for Tier 2 and 3		\$50/\$100 deductible for Tier 2 and 3	
Retail - 30/31 day supply	30 day supply	30 day supply	30 day supply	30 day supply	30 day supply	30 day supply	30 day supply	30 day supply
Tier 1	\$15	\$15	\$15	\$15	\$15	\$15	\$15	\$15
Tier 2	\$45	\$45	\$45	\$45	\$45	\$45	\$45	\$45
Tier 3	\$75	\$75	\$75	\$75	\$75	\$75	\$75	\$75
Tier 4 (\$2500 max annual cost share)	25%	25%	25%	25%	25%	25%	25%	25%
Out of Network coinsurance applied after in-network coinsurance or copayment	N/A	30%	N/A	30%	N/A	30%	N/A	30%
Mail Order - 30/90 day supply	90 day supply	N/A	90 day supply	N/A	90 day supply	N/A	90 day supply	N/A
Level 1, Level 2 & Level 3	2x retail		2x retail		2x retail		2x retail	
Per Pay Period	EE Contribution		EE Contribution		EE Contribution		EE Contribution	
Employee	\$38.35		\$52.64		\$44.10		\$60.54	
Employee + Spouse	\$76.08		\$109.07		\$87.50		\$125.43	
Employee + Child(ren)	\$72.31		\$103.65		\$83.16		\$119.20	
Family	\$121.46		\$174.13		\$139.68		\$200.24	

OPPORTUNITY HOME SAN ANTONIO

	Dental PPO 2022	Dental PPO 2023
Calendar Year Deductible	PPO	PPO
Individual	\$50	\$50
Family	\$150	\$150
Preventive (ded. waived)	100%	100%
Basic	80%	80%
Major	80%	80%
Calendar Year Maximum	\$2,500	\$2,500
Orthodontia (child only)	50%	50%
Orthodontia deductible	None	None
Orthodontia Lifetime Maximum	\$2,000	\$2,000
Per Pay Period	EE Contribution	EE Contribution
Employee Only	\$12.01	\$12.01
Employee + Spouse	\$26.15	\$26.15
Employee + Child(ren)	\$32.78	\$32.78
Employee + Family	\$47.33	\$47.33

San Antonio Housing Authority

2023 Plan Year Projections
Based on the Most Recent 30 Months

Trended Claims

	Enrollment	PEPM	Monthly	Annual	% of Total
Low PPO	320	\$937.86	\$300,113.95	\$3,601,367.42	47.64%
High PPO	150	\$1,228.87	\$184,330.48	\$2,211,965.79	29.26%
Dental	464	\$51.77	\$24,020.21	\$288,242.55	3.81%
Total Claims	470	\$1,081.84	\$508,464.65	\$6,101,575.76	80.71%

Fixed Costs

% Change

		Enrollment	PEPM	Monthly	Annual	% of Total
Administration						
Low PPO	0.00%	320	\$1.25	\$400.00	\$4,800.00	0.06%
High PPO	0.00%	150	\$1.25	\$187.50	\$2,250.00	0.03%
Dental	0.00%	464	\$4.20	\$1,948.80	\$23,385.60	0.31%
Total Administration		470	\$5.40	\$2,536.30	\$30,435.60	0.40%
Stop Loss Premium						
Specific	15.00%	470	\$244.49	\$114,910.30	\$1,378,923.60	18.24%
Aggregate	5.00%	470	\$8.74	\$4,107.80	\$49,293.60	0.65%
Total Stop Loss Premium		470	\$253.23	\$119,018.10	\$1,428,217.20	18.89%
Total Fixed Costs		470	\$258.63	\$121,554.40	\$1,458,652.80	19.29%
Total Plan Costs		470	\$1,340.47	\$630,019.05	\$7,560,228.56	100.00%

Other Budgeted Items

\$0.00

*See budget sheet for details

Grand Total	\$7,560,228.56
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Est. Funding at Current Rates

\$6,434,348.92

(Medical & Dental)

2023 BENEFITS

October 12, 2022

PRIMARY HEALTH PLANS

Highlights Blue Cross Blue Shield of Texas

Medical

- National Network
- MDLive Virtual Visits (24 Hour Availability)
- Hospitalization
- Skilled Nursing Facility
- Home Health Care
- Behavioral Health and Substance Abuse

Pharmacy

- 4 Tier
- Step Authorization
- Mail Order Programs

PRIMARY HEALTH PLANS

Medical Employee Expense

PPO 1000: In Network Benefits

- \$1,000 Employee Deductible (80% Coinsurance)
- \$2,750 Out of Pocket Maximum
- 100% Preventive Care
- \$35 Office Copay
- \$40 Specialist Copay
- \$50 Urgent Care Copay
- \$350 Emergency Room Copay

PPO 750: In Network Benefits

- \$750 Employee Deductible (90% Coinsurance)
- \$2,250 Out of Pocket Maximum
- 100% Preventive Care
- \$40 Office Copay
- \$50 Specialist Copay
- \$50 Urgent Care Copay
- \$350 Emergency Room Copay

PRIMARY HEALTH PLANS

Dental + Vision Employee Expense

Dental

Blue Cross Blue Shield

- In and Out of Network Benefits
- 100% Preventive Care

Employee Expense

- \$50 Employee Deductible
- 80% Basic Care
- 80% Major Care

Vision

Avesis

- In and Out of Network Benefits
- \$10 Copay for Eye Exam

Employee Expense

- \$50 Frame Wholesale Allowance
- \$150 Contact Lens Allowance
- 25% Provider Discount for Lasik

PRIMARY HEALTH PLANS

Summary

- Out of Network Benefits
 - Higher Copays, less co-insurance
- No Plan Changes to Copays, Deductibles, Co-insurance
- Livongo Diabetes Program
- Tobacco Cessation
- Stop Loss Protection
- Funded through Benefits and HR Budget

100% Employer Provided

Insurance Plans

- Basic Life
- Accidental Death and Dismemberment
- Short Term Disability
- Long Term Disability
- Flex Spending Accounts
- Employee Assistance Program

Wellness

- Gym and App Reimbursement
- Wellness Event Reimbursement

Plan Administration

- Electronic Enrollment System
- Family and Medical Leave Act
- Americans with Disabilities Act
- Affordable Care Act

Voluntary Benefits: Employee Paid

- Supplemental Life
- Supplemental AD&D
- Accident
- Critical Illness
- Legal

Projected Expenses in 2022

Enrollment: 466 for Primary Health Plan (Medical) | Claims: Data Prior 30 Months

PROGRAMS	EMPLOYEE PORTION	EMPLOYER PORTION	TOTAL
Primary Health Plans	\$1,116,402	\$5,388,238	\$6,504,640
100% Employer Provided	0	\$337,792	\$337,792
Wellness	0	\$67,000	\$67,000
Plan Administration	0	\$53,526	\$53,526
Grand Totals	\$1,116,402	\$5,846,556	\$6,962,958

Projected Expenses in 2023

Enrollment: 470 for Primary Health Plan (Medical) | Claims Data: Prior 30 Months

PROGRAMS	EMPLOYEE PORTION	EMPLOYER PORTION	TOTAL
Primary Health Plans	\$1,358,325	\$6,312,507	\$7,670,832
100% Employer Provided	0	\$393,219	\$393,219
Wellness	0	\$89,800	\$89,800
Plan Administration	0	\$59,318	\$59,318
Grand Totals	\$1,358,325	\$6,854,844	\$8,213,169

Adjustments to Meet Projected Needs

Medical PPO 1000

Employer Portion: **81%** // Employee Portion: **19%**

COVERAGE LEVEL	2022	15%	2023
Employee Only	\$38.35	\$5.75	\$44.10
Employee + Spouse	\$76.08	\$11.42	\$87.50
Employee + Children	\$72.31	\$10.85	\$83.16
Family	\$121.45	\$18.23	\$139.68

Medical PPO 750

Employer Portion: **86%** // Employee Portion: **14%**

COVERAGE LEVEL	2022	15%	2023
Employee Only	\$52.64	\$7.90	\$60.54
Employee + Spouse	\$109.07	\$16.36	\$125.43
Employee + Children	\$103.65	\$15.55	\$119.20
Family	\$174.13	\$26.11	\$200.24

Adjustments to Meet Projected Needs

Dental

Employer Portion: **50%** // Employee Portion: **50%**
No Rate Increase

COVERAGE LEVEL	2022	2023
Employee Only	\$6.00	\$6.00
Employee + Spouse	\$13.07	\$13.07
Employee + Children	\$16.39	\$16.39
Family	\$23.66	\$23.66

Vision

Employer Portion: **42%** // Employee Portion: **58%**
No Rate Increase

COVERAGE LEVEL	2022	2023
Employee Only	\$1.67	\$1.67
Employee + 1	\$2.92	\$2.92
Employee + 2 or more	\$4.34	\$4.34

Data Benchmarks

Reviewed Data

- Similar Sized Companies
- Government
- Texas Based

Medical Trends

- Deferred Care
- Covid Cost
- Higher Behavioral Health Needs
- Less Wellness and Higher Risk

Questions?

COSA HOUSING BOND

Update and Discussion

Timothy Alcott

Chief Legal and Real Estate Officer



Brandee Perez

Chief Operating Officer

Agenda

**Housing Bond
Categories**

Timeline

Evaluation Criteria

Projects Submitted

Housing Bond

Categories and Amounts

\$45M

Homeownership
Rehabilitation
and Preservation

\$40M

Rental Housing Acquisition,
Rehabilitation and
Preservation

\$35M

Rental Housing
Production and
Acquisition

\$25M

Housing with
Permanent Onsite
Supportive Services

\$5M

Homeownership
Production

RFP Timeline

Aug. 19

RFP Release

Aug. 30

Pre-submittal Conference

Sept. 14

Final Questions
Accepted

Oct. 4

Proposal Due

Nov. 1 or 2

Interview Date

Evaluation Criteria

- Development Experience (10 pts)
- Non-Profit Status (10 pts)
- Gap Request, Project Readiness and Underwriting Review (15 pts)
- Property Improvements and Construction Priorities, Timeline, Sustainability, Equity and Location (10 pts)
- Displacement, Temporary Relocation Plan and Resident Protections, and Amenities/Resident Services (5 pts)
- Affordability (25 pts)
- Small Business Economic Development Advocacy Program (10 pts)
- Local Preference Ordinance (up to 10 pts)
- Veteran-Owned Small Business Preference Program (5 pts)

Proposed Projects

Rental Housing Acquisition, Rehabilitation and Preservation

\$6.8M

Woodhill Rehab project

\$6.6M

Cottage Creek Rehab project

\$8.2M

Public Housing and Beacon
Elderly Community Elevators

\$1.5M

Victoria Plaza roof replacement

\$3.7M

Rosemont at Highland Park
Additional Public Housing Units

All costs are estimates.

Proposed Projects

Rental Housing Production and Acquisition

\$8M*

Alazan Expansion

\$9.8M*

Snowden

\$2M

Fiesta Trails | NRP Group

\$5.6M

Vista at Silver Oaks | Atlantic Pacific

***Costs are estimates.**

Proposed Projects

Homeownership Production

Westside Redevelopment Initiative



QUESTIONS?



President's Report

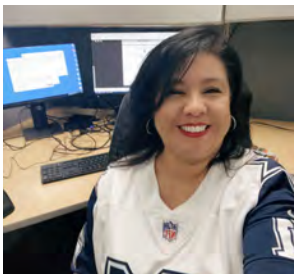
October 2022

Establishment of Justice, Equity, Diversity and Inclusion Workgroup

The organization has established a Justice, Equity, Diversity and Inclusion (JEDI) workgroup to assist in modeling organizational values, in addition to championing and advocating for equality, diversity and inclusion with representation from each department.

Staff Participate in Jersey Day

Staff displayed pride in their favorite sports team for everyone to see, either in-person or virtually, by wearing their gear during the organization's Sport Jersey Day.



Nationally Recognized for Innovative Solutions

Opportunity Home was recognized for its innovative affordable housing solutions as the recipient of **21** national Awards of Merit from the National Association of Housing and Redevelopment Officials (NAHRO), the nation's leading affordable housing trade association. Seven of the awards have been nominated for Awards of Excellence.



Legacy at Alazan Open House

Opportunity Home and the NRP Group hosted an open house to mark the grand opening of the Legacy at Alazan property showcasing a mural created by contemporary Chicano artist, Rubio.

The **modern, 88-unit** apartment complex is built with a 24-hour fitness center, a yoga studio, an outdoor playground, a business center with WiFi and an activity room.



Legislative Forum Recap

Opportunity Home attended the Public Housing Authorities Directors Association (PHADA) Legislative Forum in Washington, D.C. During this time, organizational representatives discussed ongoing legislative issues and priorities with other housing leaders, learned from multiple panel discussions and met with members of Congress from the San Antonio region to advocate for additional affordable housing funding.



Honoring the Fallen with 9/11 Memorial Climb

Senior Crime Analyst, Amanda Curry, honored the 343 firefighters who lost their lives saving civilians by participating in the 9/11 Memorial Climb at the Tower of the Americas climbing more than 110 floors in honor of the brave heroes who lost their lives.



Coach Cares Program Donates School Supplies

Opportunity Home's Digital Inclusion Manager, Jessica Strom, who oversees the ConnectHomeSA program, visited North Star Mall's Coach store to pick up school supplies donated to our residents under the Coach Cares Program.