

BOARD OF DIRECTORS

Gabriel Lopez
Chair

Gilbert Casillas
Vice Chair

Dalia Contreras
Director

Estrellita Garcia-Diaz
Director

Janet Garcia
Director

Leilah Powell
Director

PRESIDENT & CEO

Ed Hinojosa, Jr.

SAN ANTONIO HOUSING FACILITY CORPORATION MEETING

1:00 p.m. | Wednesday | June 12, 2024

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

MEETING CALLED TO ORDER

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

CITIZENS TO BE HEARD

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

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

MINUTES

3. Minutes
 - Approval of the March 27, 2024, San Antonio Housing Facility Corporation meeting minutes

CONSENT ITEMS

4. Consideration and approval regarding Resolution 24FAC-05-15, authorizing the formation of a single-member limited liability company for San Antonio Housing Facility Corporation to acquire portions of the Alazan Apache Courts to include the Valero baseball field site and the adjacent block west within the Apache Courts, or, in the alternative, the acquisition of such property directly by San Antonio Housing Facility Corporation; and the execution of documents and applications necessary to consummate such actions; and other matters in connection therewith (Susan Ramos-Sossaman, Interim Director of Development Services and Neighborhood Revitalization)
5. Consideration and approval regarding Resolution 24FAC-05-17, authorizing (i) the formation of SAHFC Josephine Lender LLC; (ii) a capital contribution from SAHFC to SAHFC Josephine Lender LLC for the

purposes of making a loan to 120 Josephine Investors LLC for the Josephine Apartments; and (iii) other matters in connection therewith (Susan Ramos-Sossaman, Interim Director of Development Services and Neighborhood Revitalization)

6. Adjournment

Posted on 6/5/2024 05:00 PM

*Note: Whenever the Texas Open Meetings Act (Section 551.001 et seq. of the Texas Government Code) provides for a closed meeting in matters concerning legal advice, real estate, contracts, personnel matters, or security issues, the Board may find a closed meeting to be necessary. For convenience of the citizens interested in an item preceded by an asterisk, notice is given that a closed meeting is contemplated. However, the Board reserves the right to go into a closed meeting on any other item, whether it has an asterisk, when the Board determines there is a need and a closed meeting is permitted.

"Pursuant to § 30.06, Penal Code, (trespass by holder license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not attend this meeting with a concealed handgun."

"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 SAN ANTONIO HOUSING FACILITY CORPORATION MEETING

I. Call to Order:

Chair Lopez called the San Antonio Housing Facility Corporation Meeting to order at 4:08 PM CDT on March 27, 2024. The meeting was held at the Opportunity Home Central Office at 818 S. Flores St., San Antonio, TX 78204.

Directors Present:

Chair Gabriel Lopez, Vice Chair Gilbert Casillas, Dalia Contreras, Janet Garcia, Estrellita Garcia-Diaz, Leilah Powell, and Vincent Robinson.

Adviser Present:

Doug Poneck, General Counsel.

Guests Present:

President and CEO Ed Hinojosa, Jr. and Miranda Castro, Director of Asset Management.

Interpreter, BCC Languages LLC.

Directors Absent:

None.

Quorum:

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

Citizens to be Heard

II. Citizens to be Heard

Citizens wishing to speak on any issues, including those unrelated to items posted on the agenda, were given three minutes to do so. No citizens signed up to speak, no citizens spoke, and no citizens ceded their time.

Minutes

III. Minutes

Approval of the March 27, 2024, San Antonio Housing Facility Corporation meeting minutes

Main Motion Regarding Item III. Minutes

Moved by Director Powell. Seconded by Director Robinson. The motion carried with seven (7) in favor and none against by a voice vote.

Consent Item

IV. Resolution 24FAC-03-20



A COMMUNITY OF POSSIBILITIES

Consideration and approval regarding Resolution 24FAC-03-20, authorizing the sale of a vacant lot located at 731 Runnels Avenue, San Antonio, Texas 78208; the expenditure of unrestricted funds (including, but not limited to, a portion of the proceeds of the sale) and all other actions necessary to effect such sale; and other matters in connection therewith (Miranda Castro, Director of Asset Management)

Main Motion Regarding Resolution 24FAC-03-20

Moved by Director Garzia-Diaz. Seconded by Director Contreras. The motion carried with seven (7) in favor and none against by a voice vote.

V. Adjournment

Main Motion Regarding Adjournment

With no objections, the Board adjourned the meeting at 4:09 PM CDT.

ATTEST:

Gabriel Lopez

Chair, Board of Directors

Date

Ed Hinojosa, Jr.

Secretary/Treasurer

Date

SAN ANTONIO HOUSING FACILITY CORPORATION**June 12, 2024**

BOARD OF DIRECTORS
San Antonio Housing Facility Corporation Meeting

RESOLUTION 24FAC-05-15, AUTHORIZING THE FORMATION OF A SINGLE-MEMBER LIMITED LIABILITY COMPANY FOR SAN ANTONIO HOUSING FACILITY CORPORATION TO ACQUIRE PORTIONS OF THE ALAZAN APACHE COURTS TO INCLUDE THE VALERO BASEBALL FIELD SITE AND THE ADJACENT BLOCK WEST WITHIN THE APACHE COURTS, OR, IN THE ALTERNATIVE, THE ACQUISITION OF SUCH PROPERTY DIRECTLY BY SAN ANTONIO HOUSING FACILITY CORPORATION; AND THE EXECUTION OF DOCUMENTS AND APPLICATIONS NECESSARY TO CONSUMMATE SUCH ACTIONS; AND OTHER MATTERS IN CONNECTION THEREWITH

DocuSigned by:

Ed Hinojosa, Jr.

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Ed Hinojosa, Jr.
 President and CEO

DocuSigned by:

Susan Ramos-Sossaman

F8934B3F374B4DF...

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

REQUESTED ACTION:

Consideration and approval regarding Resolution 24FAC-05-15, authorizing the formation of a single-member limited liability company for San Antonio Housing Facility Corporation to acquire portions of the Alazan Apache Courts to include the Valero baseball field site and the adjacent block west within the Apache Courts, or, in the alternative, the acquisition of such property directly by San Antonio Housing Facility Corporation; and the execution of documents and applications necessary to consummate such actions; and other matters in connection therewith.

SUMMARY:

The Proposed Project is the redevelopment of the property within Opportunity Home's Alazan Apache Courts development, which includes the Valero baseball field site. The site is currently surrounded on three sides by the Alazan Apache Courts multi-family residential units and on the fourth side by the Alazan Community Center. The property will be appraised and sold to a limited liability company created and controlled by Opportunity Home, which will enable the redevelopment of the property.

The redevelopment of the property includes the development and construction of 88 income-based housing units, known as the Alazan Expansion Project. This will be a self-development project funded by approximately \$18,000,000 in Moving to Work funds, \$8,227,426 from a grant awarded to Opportunity Home by the City of San Antonio Housing Bond, and \$850,000 in Community Project Funding. The 88 units will serve residents making 30% or less of the area median income using Moving to Work funds to pay operating subsidies similar to project-based vouchers.

This resolution amends and restates the resolution passed in April 2023 by allowing flexibility as to the identity of the purchaser: the property may be acquired by Opportunity Home, San Antonio Housing Facility Corporation, or a wholly owned subsidiary of either.

Opportunity Home has determined that the disposition of the property is in the best interest of

SAN ANTONIO HOUSING FACILITY CORPORATION

June 12, 2024

the agency and its residents and is consistent with its Moving to Work Plan. Such action requires the submission of a disposition and demolition application to the U.S. Department of Housing and Urban Development (HUD) and approval of such sale and use of 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 24FAC-05-15

Exhibit A

Slides

**San Antonio Housing Facility Corporation
Resolution 24FAC-05-15**

RESOLUTION 24FAC-05-15, AUTHORIZING THE FORMATION OF A SINGLE-MEMBER LIMITED LIABILITY COMPANY FOR SAN ANTONIO HOUSING FACILITY CORPORATION TO ACQUIRE PORTIONS OF THE ALAZAN APACHE COURTS TO INCLUDE THE VALERO BASEBALL FIELD SITE AND THE ADJACENT BLOCK WEST WITHIN THE APACHE COURTS, OR, IN THE ALTERNATIVE, THE ACQUISITION OF SUCH PROPERTY DIRECTLY BY SAN ANTONIO HOUSING FACILITY CORPORATION; AND THE EXECUTION OF DOCUMENTS AND APPLICATIONS NECESSARY TO CONSUMMATE SUCH ACTIONS; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas a/k/a Opportunity Home San Antonio (“Opportunity Home”) owns the property described on EXHIBIT A attached hereto, including any improvements located thereon (the “Property”) and currently known as portions of the Alazan Apache site, including the site known as the Valero baseball field site; and

WHEREAS, in furtherance of its mission to provide affordable rental units for the families on its waitlist and to facilitate the rehabilitation of the remaining portions of the Alazan Apache project, San Antonio Housing Facility Corporation (“SAHFC”) desires to facilitate the construction and develop 88 new income-based housing public-housing-like units on the Property using Moving to Work funds as well as funds from the City of San Antonio’s housing bond; and

WHEREAS, SAHFC desires to purchase the Property at fair market value after it is appraised, either directly or through a limited liability company, the sole member of which will be SAHFC (the “LLC”); and

WHEREAS, the Board of Directors of SAHFC (the “Board”) has determined that it is in the public interest and to the benefit of the citizens and residents of San Antonio for SAHFC to authorize forming the LLC or purchasing the Property to facilitate providing affordable and workforce housing to residents; and

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

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

- 1) The creation of the LLC, the sole member of which will be SAHFC, and the appraisal and sale of the Property and all improvements at fair market value to the LLC; and if the Property is not sold to the LLC, the appraisal and purchase of the Property and all

improvements at fair market value by SAHFC, are hereby authorized and approved.

- 2) The Secretary/Treasurer and each officer of San Antonio Housing Facility Corp (each an “Executing Officer”), or any of them, are authorized and directed to negotiate, execute, and deliver (or to accept, as the case may be) any documents and other instruments upon the conditions therein described or necessary or desirable in connection with the creation of the LLC, or the purchase of the Property by either SAHFC or the LLC or otherwise to give effect to the actions authorized hereby and the intent hereof, and approval of the terms of any of the documents by Executing Officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.
- 3) The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the documents approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.
- 4) All acts heretofore taken by the officers of this Board in connection with the matters authorized by this Resolution are hereby ratified, confirmed, and approved by the Board.
- 5) If any section, paragraph, clause, or provision of this Resolution shall be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution.
- 6) The recitals of this Resolution are hereby found to be true and are incorporated herein for all purposes.
- 7) This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.
- 8) This Resolution shall be in force and effect from and after its passage.

Passed and approved this 12th day of June 2024.

Attested and approved as to form:

Gabriel Lopez

Chair, Board of Directors

Ed Hinojosa, Jr.

Secretary/Treasurer

Exhibit A



METES AND BOUNDS DESCRIPTION
FOR A
2.914 ACRE TRACT OF LAND

BEING a 2.914 acre tract of land situated in the City of San Antonio, Bexar County, Texas, and being portions of Lot 16 (Vol. 1711, Page 248), Lot 17 (Vol. 1, Page 444 Condemnation #291), Lot 36 (Vol. 1711, Page 248), and Lot 37 (Vol. 1705, Page 635), and being all of Lot 6 (Vol. 1721, Page 516), Lot 7 (Vol. 1697, Page 582), Lot 8 (Vol. 1701, Page 251), Lot 9 (Vol. 1717, Page 496), Lot 10 and Lot 11 (Vol. 1719, Page 181), Lot 12 (Vol. 1721, Page 376), Lot 13 (Vol. 1721, Page 378), Lot 14 (Vol. 1687, Page 586), and Lot 15 (Vol. 1687, Page 587), Lot 26, Lot 27 (Vol. 1697, Page 135), Lot 28 (Vol. 1709, Page 364), Lot 29 (Vol. 1717, Page 625), Lot 30 (Vol. 1719, Page 20), Lot 31 (Vol. 1721, Page 322), Lot 32 (Vol. 1705, Page 315), Lot 33 (Vol. 1721, Page 378), Lot 34 (Vol. 1687, Page 586), Lot 35 (Vol. 1687, Page 587), out of N.C.B. 2459, and also being all of Lot 6 (Vol. 1695, Page 521), Lot 7 (Vol. 1723, Page 223), Lot 8 (Vol. 1695, Page 278), Lot 9 (Vol. 1707, Page 114), Lot 10 and Lot 11 (Vol. 1689, Page 571), Lot 12 (Vol. 1701, Page 390), Lot 13 (Vol. 1697, Page 147), Lot 14 (Vol. 1729, Page 622), Lot 15, Lot 16 and Lot 17 (Vol. 1711, Page 632), Lot 26 (Vol. 1717, Page 442), Lot 27 (Vol. 1719, Page 198), Lot 28 and Lot 29 (Vol. 1707, Page 114), Lot 30, Lot 31 (Vol. 1705, Page 308), Lot 32 and Lot 33 (Vol. 1719, Page 49), Lot 34 (Vol. 1729, Page 622), Lot 35 and Lot 36 (Vol. 1717, Page 443), and Lot 37 (Vol. 1697, Page 559), out of N.C.B. 2460, and a portion of San Patricio Alley, as vacated by the City of San Antonio in City Ordinance OI-334, dated September 1, 1939 to the Housing Authority, and said 2.914 acre tract of land being more particularly described by metes and bounds as follows:

COMMENCING at an "X" in concrete found for the Northeast corner of said N.C.B. 2459, being in the South Right-of-Way line of Colima Street, the West Right-Of-Way line of Brazos Street, and being located S 84° 11' 13" E, a distance of 99.76 feet from a point in the South line of said Colima Street and the Northeast corner of this herein described 2.914 acre tract of land and the POINT OF BEGINNING;

THENCE departing said South line of Colima Street, and across and through said N.C.B. 2459, San Patricio Alley, and said N.C.B. 2460, the following calls:

S 06° 16' 33" W, a distance of 69.76 feet to a point for a corner;

N 83° 39' 24" W, a distance of 61.03 feet to a point for a corner;

S 06° 14' 06" W, a distance of 55.57 feet to a point for a corner;

S 83° 38' 32" E, a distance of 60.73 feet to a point for a corner;

S 06° 21' 28" W, a distance of 197.67 feet to a point in the North Right-Of-Way line of Vera Cruz Street for the Southeast corner of this 2.914 acre tract of land;

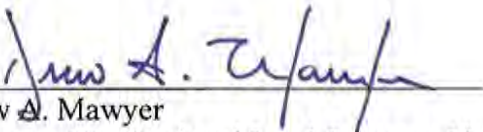
THENCE with said North Right-Of-Way line of Vera Cruz Street, N 84° 11' 50" W, a distance of 403.62 feet to a point for the Southeasterly corner of a 0.672 acre tract of land as described in Volume 4478, Page 1369 of the Official Public Records of Bexar County, Texas, and the Southwesterly corner of this herein described 2.914 acre tract of land;

THENCE departing said North Right-Of-Way line of Vera Cruz Street, and across and through said N.C.B. 2460, said San Patricio Alley, and said N.C.B. 2459, and with the Easterly line of said 0.672 acre tract of land, the Easterly line of a 0.575 acre tract of land as described in Volume 4478, Page 1373 of the Official Public Records of Bexar County, Texas, N 06° 27' 34" E, a distance of 323.09 feet to a point in the South line of said Colima Street, and being the Northeast corner of said 0.575 of an acre tract of land, and the Northwest corner of this herein described 2.914 acre tract of land;

THENCE departing said 0.575 of an acre tract of land, and with the South line of said Colima Street, S 84° 11' 13" E a distance of 403.12 feet to the POINT OF BEGINNING and containing this herein described 2.914 acre tract of land;

Bearings based on the Texas State Plane Coordinate System, Texas South Central Zone (4204), North American Datum 1983.

Exhibit prepared this the 26th day of February, 2024.



Drew A. Mawyer
Registered Professional Land Surveyor No. 5348
TBPLS Firm Registration #10191500
5151 W. SH 46, NEW BRAUNFELS, TX 78132
BRD506- Parcel 5 Alazan- 2.914 AC- 010824



Parcel Map Check Report

Client:	Prepared by:
Client	Preparer
Client Company	Your Company Name
Address 1	123 Main Street
Date: 1/8/2024 9:23:03 AM	

Parcel Name: Site - Parcel : 5

Description:
Process segment order counterclockwise: False
Enable mapcheck across chord: False

North:13,699,633.7507' East:2,122,514.0975'

Segment# 1: Line
Course: S84° 11' 13"E Length: 403.12'
North: 13,699,592.9215' East: 2,122,915.1445'

Segment# 2: Line
Course: S06° 16' 33"W Length: 69.76'
North: 13,699,523.5796' East: 2,122,907.5187'

Segment# 3: Line
Course: N83° 39' 24"W Length: 61.03'
North: 13,699,530.3225' East: 2,122,846.8624'

Segment# 4: Line
Course: S06° 14' 06"W Length: 55.57'
North: 13,699,475.0812' East: 2,122,840.8271'

Segment# 5: Line
Course: S83° 38' 32"E Length: 60.73'
North: 13,699,468.3562' East: 2,122,901.1836'

Segment# 6: Line
Course: S06° 21' 28"W Length: 197.67'
North: 13,699,271.9019' East: 2,122,879.2943'

Segment# 7: Line

Course: N84° 11' 50"W
North: 13,699,312.7097'

Length: 403.62'
East: 2,122,477.7425'

Segment# 8: Line

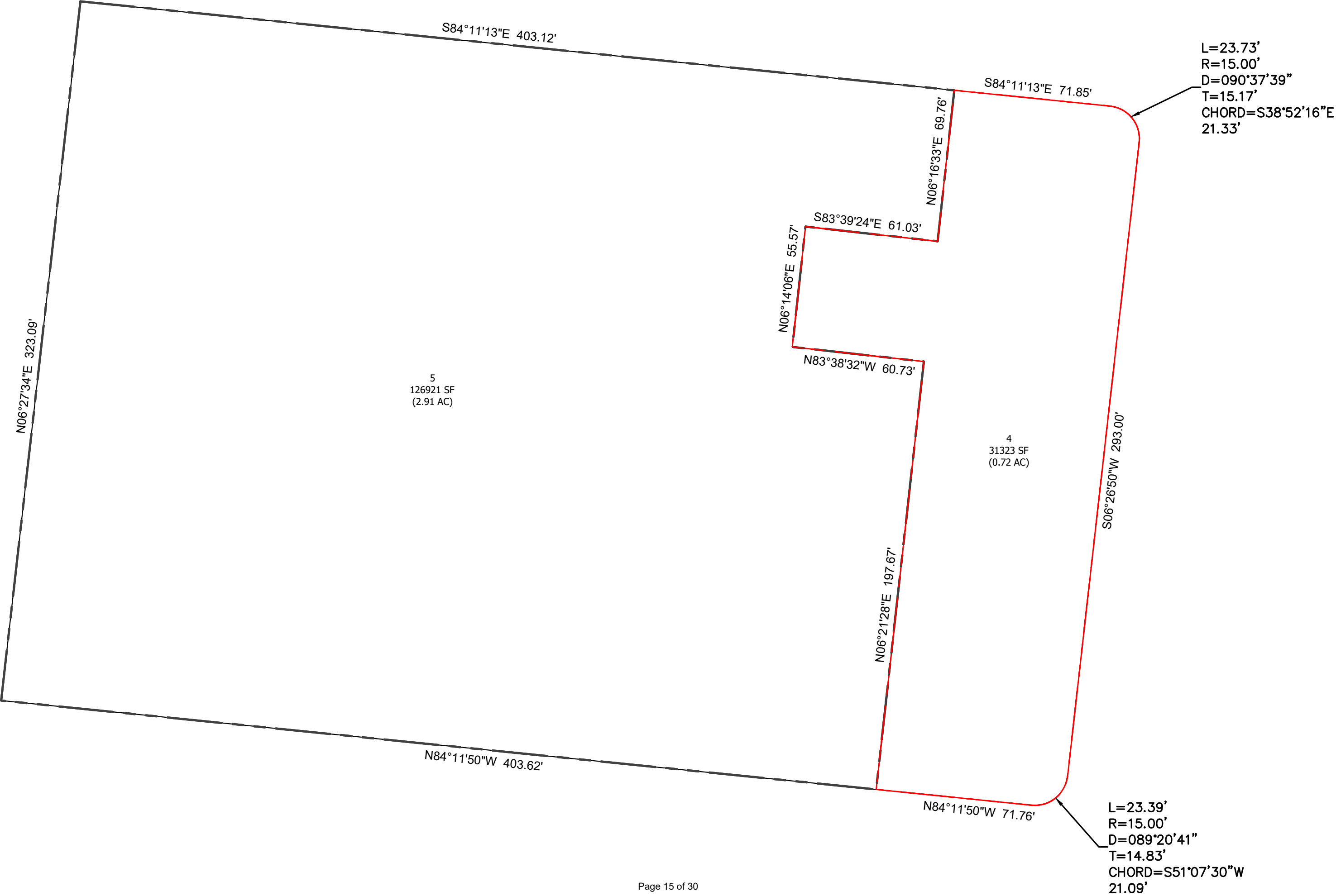
Course: N06° 27' 34"E
North: 13,699,633.7487'

Length: 323.09'
East: 2,122,514.0901'

Perimeter: 1,574.60'
Error Closure: 0.0077
Error North : -0.00204

Area: 126,920.98Sq.Ft.
Course: S74° 35' 53"W
East: -0.00741

Precision 1: 204,492.21





METES AND BOUNDS DESCRIPTION
FOR A
1.851 ACRE TRACT OF LAND

BEING a 1.851 acre tract of land situated in the City of San Antonio, Bexar County, Texas, being a portion of Lot 53, Block 4, N.C.B. 3994, A Replat Of Alazan Apache Courts Subdivision, according to the plat thereof recorded in Volume 9542, Page 124, of the Deed and Plat Records of Bexar County, Texas, and said 1.851 acre tract of land being more particularly described by metes and bounds as follows:

BEGINNING at a ½" iron pin with cap stamped "SUMMIT" found in the South Right-of-Way line of Colima Street, being the Northwest corner of said Lot 53, feet for the POINT OF BEGINNING of this herein described 1.851 acre tract of land;

THENCE with said South R.O.W. line of Colima Street, S 84° 17' 37" E, a distance of 43.11 feet to a point for a corner;

THENCE departing said Colima Street, and across and through said lot 53, the following calls:

S 06° 20' 36" W a distance of 128.85 feet to a point for a corner;

S 83° 42' 39" E a distance of 55.95 feet to a point for a corner;

N 06° 17' 21" E a distance of 75.71 feet to a point for a corner;

S 83° 45' 16" E a distance of 137.06 feet to a point for a corner;

N 05° 44' 15" E a distance of 54.99 feet to a point for a corner;

S 84° 17' 37" E a distance of 85.96 feet to a point for a corner;

S 06° 20' 38" W a distance of 91.16 feet to a point for a corner;

S 83° 41' 27" E a distance of 59.35 feet to a point in the West Right-Of-Way line of San Jacinto Street for the Northeasterly corner of this herein described 1.851 acre tract of land;

THENCE with the West R.O.W. line of said San Jacinto Street, S 06° 18' 33" W, a distance of 127.42 feet to a point for a Southeasterly corner of this herein described 1.851 acre tract of land;

THENCE departing said West Right-Of-Way line of San Jacinto Street, and across and through said lot 53, the following calls:

N 83° 41' 27" W, a distance of 59.22 feet to a point for a corner;

S 06° 20' 15" W a distance of 93.62 feet to a point for a corner;

N 84° 17' 55" W, a distance of 85.60 feet to a point for a corner;

N 06° 20' 36" E, a distance of 50.99 feet to a point for a corner;

N 83° 45' 16" W, a distance of 136.81 feet to a point for a corner;

N 06° 17' 17" E, a distance of 76.03 feet to a point for a corner;

S 83° 42' 43" W, a distance of 56.06 feet to a point for a corner;

S 06° 16' 37" W, a distance of 128.90 feet to a point in the North Right-Of-Way line of Vera Cruz for a Southerly corner of this herein described 1.851 acre tract of land;

THENCE with the North right-of-way line of Vera Cruz, N 84° 17' 55" W, a distance of 43.73 feet to a ½" iron pin with cap stamped "SUMMIT" found, and the beginning of a curve to the right;

THENCE with said curve to the right, having an arc length of 7.92 feet, a radius of 5.00 feet, a delta angle of 90° 45' 15", a tangent length of 5.07 feet, and a chord bearing and distance of N 38° 55' 23" W, 7.12 feet to a ½" iron pin with cap stamped "SUMMIT" found in the East Right-Of-Way line of S. Pinto Street;

THENCE with said East Right-of-Way line of S. Pinto Street, N 06° 27' 14" E, a distance of 302.24 feet to a ½" iron pin with cap stamped "SUMMIT" found in said West line of S. Pinto Street and the beginning of a curve to the right;

THENCE with said curve to the right, having an arc length of 7.79 feet, a radius of 5.00 feet, a delta angle of 89° 15' 09", a tangent length of 4.94 feet, and a chord bearing and distance of N 51° 04' 49" E, 7.02 feet to the POINT OF BEGINNING and containing this herein described 1.851 acre tract of land;

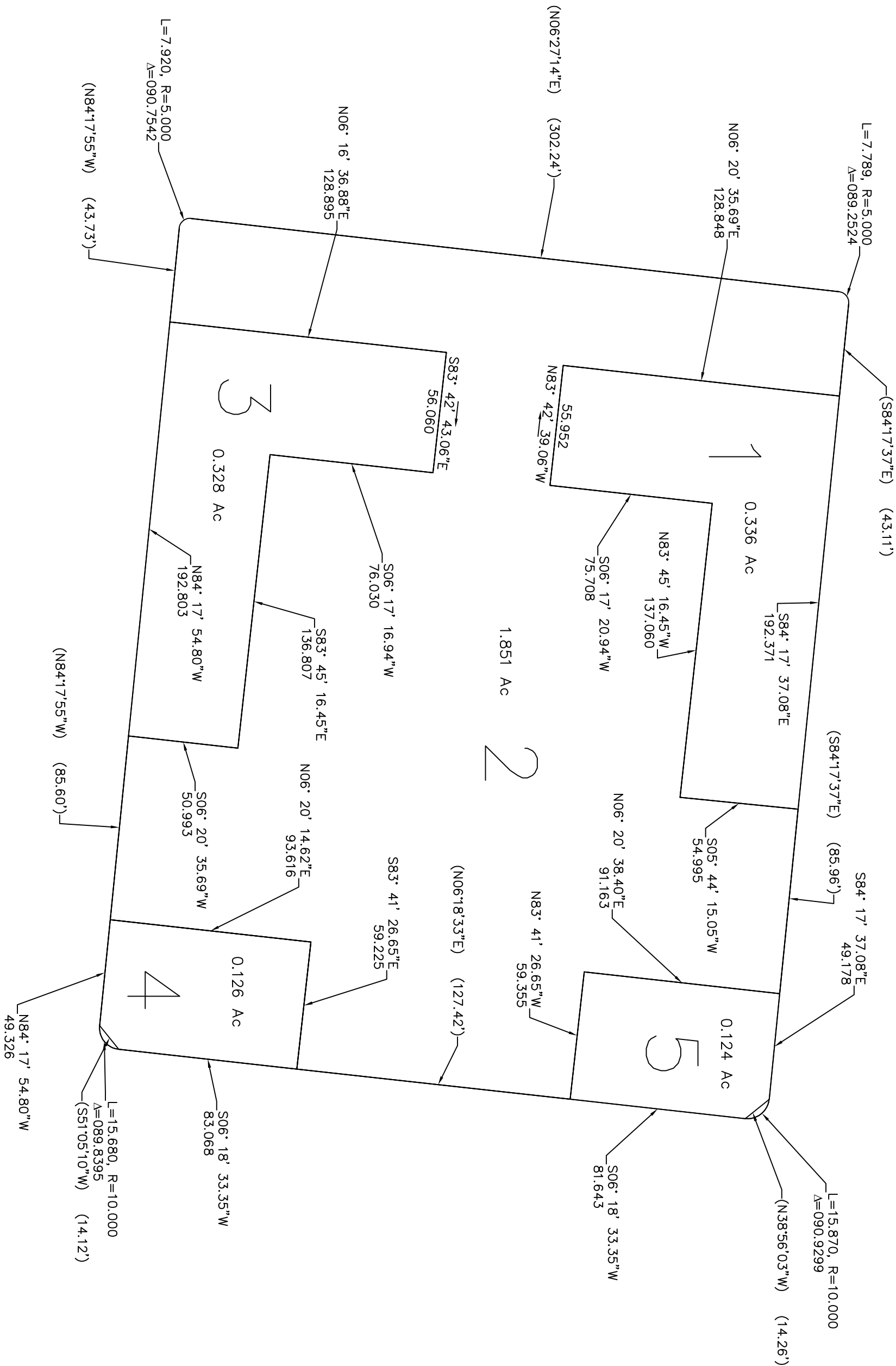
"This document was prepared under 22 TAC §663.21, does not reflect the results of an on the ground survey, and is not to be used to convey or establish interests in real property except those rights and interests implied or established by the creation or reconfiguration of the boundary of the political subdivision for which it was prepared."

Bearings based on the Texas State Plane Coordinate System, Texas South Central Zone (4204), North American Datum 1983.

Prepared this the 18th day of March, 2024.


Drew A. Mawyer
Registered Professional Land Surveyor No. 5348
TBPLS Firm Registration #10191500
5151 W. SH 46, NEW BRAUNFELS, TX 78132
BRD506- Parcel 2 Alazan- 1.851 AC- 031824





Alazan Expansion

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

Overview



City District 5

San Antonio ISD

Income-Based Housing Units: **88**
at $\leq 30\%$ AMI

Sources:

- MTW Approx. **\$18,000,000**
- Housing Bond **\$8,227,426**
- CPF **\$850,000**
- Unfunded **\$477,107**

Total Development Cost:
Approx. **\$27,554,533**

Disposition

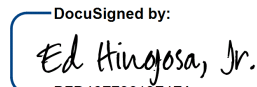
- Resolution 6371 was approved by the Board on Aug. 2, 2023
 - Disposition Application
 - A newly established limited liability company (the “LLC”), with Opportunity Home as its sole member, facilitating the construction and development of the Alazan Expansion Project
- Resolution 6533 will restate and amend Resolution 6371
 - Expand the sole member to include SAHFC or Opportunity Home (the “LLC”)

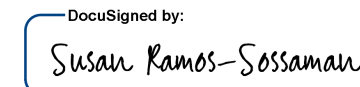
Questions?

SAN ANTONIO HOUSING FACILITY CORPORATION**June 12, 2024**

BOARD OF DIRECTORS
San Antonio Housing Facility Corporation Meeting

RESOLUTION 24FAC-05-17, AUTHORIZING (I) THE FORMATION OF SAHFC JOSEPHINE LENDER LLC; (II) A CAPITAL CONTRIBUTION FROM SAHFC TO SAHFC JOSEPHINE LENDER LLC FOR THE PURPOSES OF MAKING A LOAN TO 120 JOSEPHINE INVESTORS LLC FOR THE JOSEPHINE APARTMENTS; AND (III) OTHER MATTERS IN CONNECTION THEREWITH

DocuSigned by:

 Ed Hinojosa, Jr.
 President and CEO

DocuSigned by:

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

REQUESTED ACTION:

Consideration and approval regarding Resolution 24FAC-05-17, authorizing (i) the formation of SAHFC Josephine Lender LLC; (ii) a capital contribution from SAHFC to SAHFC Josephine Lender LLC for the purposes of making a loan to 120 Josephine Investors LLC for the Josephine Apartments; and (iii) other matters in connection therewith.

SUMMARY:

The Josephine Apartments Project received final approval from San Antonio Housing Facility Corporation ("SAHFC") as the lessor of the Project and a member of the lessee of the Project, Potranco Holdco LLC (the "Owner"), on August 6, 2020. The Project is under construction and will consist of 259 family units, which are a mixture of affordable and market-rate units. The project is located at 120 West Josephine Street, San Antonio, Texas.

The Project has incurred cost overruns and increased interest expenses and has requested additional funds be loaned to complete construction and begin operation, offering to pay an interest rate of approximately 16% on any funds loaned. The staff has evaluated the economic viability of the Project and the loans. It has been determined that it is in Opportunity Home's and SAHFC's best interest to form a new limited liability company to become a new member of the Project and make the loan to the Project. The Owner will use the funds to complete construction. The loan will be subordinate to the first-lien debt on the Project. Still, it will be payable as a subordinate debt of the Borrower pursuant to the Limited Liability Agreement for the Owner.

STRATEGIC OUTCOMES:

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

ATTACHMENTS:

Resolution 24FAC-05-17
 Slides

**San Antonio Housing Facility Corporation
Resolution 24FAC-05-17**

RESOLUTION 24FAC-05-17, AUTHORIZING (I) THE FORMATION OF SAHFC JOSEPHINE LENDER LLC; (II) A CAPITAL CONTRIBUTION FROM SAHFC TO SAHFC JOSEPHINE LENDER LLC FOR THE PURPOSES OF MAKING A LOAN TO 120 JOSEPHINE INVESTORS LLC FOR THE JOSEPHINE APARTMENTS; AND (III) OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, on August 6, 2020, San Antonio Housing Facility Corporation (“SAHFC”) authorized (i) participation in the acquisition, construction, and equipping of a 259-unit multifamily apartment facility known as the Josephine Apartments located at 120 West Josephine Street, San Antonio, Texas (the “Project”), as the sole member of SAHFC Josephine LLC (the “Member LLC”), a wholly owned subsidiary of SAHFC and (ii) the purchase and lease of the land for the Project; and

WHEREAS, on January 1, 2021, the Member LLC entered into a Limited Liability Company Agreement for 120 Josephine Investors LLC, a Delaware limited liability company (the “Borrower”); and

WHEREAS, the Project has incurred cost overruns and increased interest expenses, and the Borrower is in need of additional capital to proceed with the completion of the Project; and

WHEREAS, the Borrower has requested members to make one or more loans to allow it to complete the Project; and

WHEREAS, the interest rate of the loans is proposed to be approximately 16% (the “Interest Rate”); and

WHEREAS, SAHFC desires to participate in the making of such a loan to the Borrower at the Interest Rate; and

WHEREAS, SAHFC desires to form SAHFC Josephine Lender LLC, a single-member limited liability company (“Lender LLC”), to which SAHFC will contribute an amount not to exceed \$3,000,000 (the “Contribution”) for the purposes of Lender LLC making a loan in the same amount to the Borrower at the Interest Rate (the “Loan”), and which will be admitted to the Borrower as a Class A Member; and

WHEREAS, the Board of Directors of SAHFC (the “Board”) has determined that it is in the public interest and to the benefit of the citizens and residents of San Antonio for SAHFC to authorize forming Lender LLC, making the Contribution and the Loan so that the Project will be completed

to provide affordable and workforce housing to residents; and

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

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

- 1) The formation of Lender LLC, the making of the Contribution and the Loan, and the admission of Lender LLC as a Class A Member of the Borrower are hereby authorized and approved.
- 2) The Secretary/Treasurer and each officer of San Antonio Housing Facility Corporation (each an "Executing Officer"), or any of them, are authorized and directed to negotiate, execute, and deliver (or to accept, as the case may be) any documents and other instruments upon the conditions therein described or necessary or desirable in connection with the formation of Lender LLC, the making of the Contribution and the Loan and the admission of Lender LLC as a Class A Member of the Borrower or otherwise to give effect to the actions authorized hereby and the intent hereof, and approval of the terms of any of the documents by Executing Officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.
- 3) The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the documents approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.
- 4) All acts heretofore taken by the officers of this Board in connection with the matters authorized by this Resolution are hereby ratified, confirmed, and approved by the Board.
- 5) If any section, paragraph, clause, or provision of this Resolution shall be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution.
- 6) The recitals of this Resolution are hereby found to be true and are incorporated herein for all purposes.
- 7) This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.
- 8) This Resolution shall be in force and effect from and after its passage.

Passed and approved this 12th day of June 2024.

Gabriel Lopez

Chair, Board of Directors

Attested and approved as to form:

Ed Hinojosa, Jr.

Secretary/Treasurer

Josephine

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

Overview



THE JOSEPHINE

City Council District 1

San Antonio ISD

Total Units: **259**

26	≤60% AMI
104	≤80% AMI
129	Market

Deal Type

PFC

Financing

Conventional Loan

Total Development Cost:

\$68,463,888

Lynd Development Partners

Board Consideration

- Resolution 6057 was approved on Aug. 6, 2020, authorizing SAHFC to enter into a partnership with Lynd Company to acquire and construct the Josephine Apartments
- Current Status:
 - 88.54% complete
 - Incurred cost overruns and increased interest expenses
- Resolution 6534 will authorize the formation of SAHFC Josephine Lender LLC to issue a loan up to \$3,000,000 to 120 Josephine Investors LLC
 - Interest rate of approximately 16%
 - Cover project shortfalls

Questions?