



**SAN ANTONIO HOUSING FACILITY  
CORPORATION MEETING  
JULY 2, 2020**



---

**BOARD OF DIRECTORS**

Dr. Ana "Cha" Guzmán Chair	Jessica Weaver Vice Chair	Charles Clack Director	Jo-Anne Kaplan Director	Olga Kauffman Director	Sofia A. Lopez Director	Ruth Rodriguez Director
-------------------------------	------------------------------	---------------------------	----------------------------	---------------------------	----------------------------	----------------------------

---

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

**Call In Phone Number: (727) 325-2017**

**PIN: 321508140#**

**1:00 p.m., Thursday, July 2, 2020**

**MEETING CALLED TO ORDER**

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

**PUBLIC COMMENT**

2. Public Comment - Citizens are provided three minutes each to speak to any agenda items. Citizens requesting to speak to the agenda, should access Phone Number: **(727) 325-2017** and enter PIN Number: **321508140#**, prior to 1:00 p.m.

**MINUTES**

3. Minutes
  - Approval of the June 4, 2020, San Antonio Housing Facility Corporation Meeting minutes

**OPERATIONS**

4. Consideration and approval regarding Resolution 20FAC-07-02, appointing David Nisivoccia as the San Antonio Housing Facility Corporation's Inducement Officer to approve resolutions inducing tax credits from the Texas Department of Housing and Community Affairs (TDHCA) (Timothy E. Alcott, Real Estate and Legal Services Officer)
5. Adjournment

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

**MINUTES**  
**SAN ANTONIO HOUSING FACILITY CORPORATION**  
**June 4, 2020**

**SCHEDULED: 1:00 p.m. teleconference meeting Call In Phone Number: (515) 605-0314, PIN: 892824483#**

**DIRECTORS PRESENT:**

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

**DIRECTORS ABSENT:**

None

**COUNSEL:** Darin Darby, Escamilla &  
Poneck, LLP

**STAFF:**

David Nisivoccia, President and CEO  
Ed Hinojosa, Chief Financial Officer  
Muriel Rhoder, Chief Administrative Officer  
Timothy E. Alcott, Real Estate and Legal Services  
Officer  
Brandee Perez, Chief Operating Officer  
Jo Ana Alvarado, Director of Innovative Technology  
Kristi Baird, Director of Beacon Communities  
Diana Kollodziej Fiedler, Director of Finance and  
Accounting

Domingo Ibarra, Director of Security  
Aiyana Longoria, Director of Internal Audit  
Hector Martinez, Director of Construction Services  
and Sustainability  
Richard Milk, Director of Policy and Planning  
Steven Morando, Director of Procurement and  
General Services  
Lorraine Robles, Director of Development  
Services and Neighborhood Revitalization  
Janie Rodriguez, Director of Human Resources  
Thomas Roth, Director of Asset Management

**Item 1:            Meeting called to order**  
Dr. Ana M. “Cha” Guzman, Chair, called the meeting to order at 5:58 p.m.

**Item 2:            Public Comment**  
There were no citizens who spoke to the agenda.

**Item 3:            Minutes**

- Approval of the June 4, 2020, San Antonio Housing Facility Corporation Meeting minutes

**Motion:** Director Clack moved to approve the June 4, 2020, meeting minutes. Vice Chair Weaver, seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana M. "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Olga Kauffman, Director	X			
Sofia A. Lopez, Director	X			
Ruth Rodriguez, Director	X			

## OPERATIONS

**Item 4:** Consideration and approval regarding Resolution 20FAC-05-23, authorizing the Alazan Lofts transaction, including: (i) the execution of all documentation necessary to carry out the transaction; (ii) authorizing all filings and agreements with Texas Department of Housing and Community Affairs for low income housing tax credits; (iii) the lease of the land for the transaction by the San Antonio Housing Authority (SAHA) to Alazan Lofts Ltd.; (iv) the acquisition of the membership interest by San Antonio Housing Facility Corporation (SAHFC) in Alazan Lofts GP LLC; (v) authorizing SAHFC to serve as the general contractor; (vi) authorizing the financing for such transaction; and other matters in connection therewith

Mr. Timothy E. Alcott, Real Estate and Legal Services Officer, reported that SAHFC is requesting authority to enter into a development agreement with NRP Group LLC (NRP) or its affiliate, as well as, authorize the construction and permanent debt financing and equity financing for the project. The project will consist of 88 family units of which 80 are tax credit units and 8 are market units. Of the 80 low income housing tax credit units 40 are public housing with 8 units at 30% AMI or below and 32 at 50% AMI or below and 40 are pure tax credit units serving families at 60% of AMI and below. The project will be located at El Paso St. and S. Colorado St. in San Antonio, Texas, on land already owned by SAHA, which will be ground leased to the Partnership. Construction is projected to begin in Summer 2020, with completion in Fall of 2021.

**Item 5:** Consideration and approval regarding Resolution 20FAC-05-26, authorizing the 100 Labor Street transaction, including: (i) the execution of all documentation necessary to carry out the transaction; (ii) authorizing all filings and agreements with the United States Department of Housing and Urban Development in connection with applications for transfer of assistance; (iii) the lease of the land for the transaction by the San Antonio Housing Authority (SAHA) to SAHA 100 Labor Street, LLC; (iv) the acquisition of the membership interest by San Antonio Housing Facility Corporation (SAHFC) in SAHA 100 Labor Street, LLC; (v) authorizing SAHFC to serve as a joint venturer of the general contractor; (vi) authorizing the financing for such transaction; and other matters in connection therewith

Mr. Alcott reported that the purpose of this request is to authorize the transaction for 100 Labor Street for the development of a new mixed income project and to request authority to enter a development agreement with Franklin Development Company or its affiliate, as well as authorize the construction and permanent debt financing for the project. The project will consist of 213 family units, 44 of which will be subsidized with project-based assistance pursuant to a Housing Assistance Payments Contract serving families whose incomes average is 80% AMI or less. The rest of the units will be available for market rate tenants. The project will be located at 110 and 111 Labor St. in San Antonio on land owned by SAHA, which will be

ground leased to SAHA 100 Labor Street, LLC (Company). Construction is projected to begin Summer 2020, with completion in Summer of 2022.

- Item 6:** **Consideration and approval regarding Resolution 20FAC-05-21, authorizing the 1604 Lofts Apartments transaction, including: (i) the execution of all documentation necessary to carry out the transaction; (ii) authorizing all filings and agreements with Texas Department of Housing and Community Affairs for Low Income Housing Tax Credits; (iii) the purchase of land for the transaction and the lease of such land for the transaction by the San Antonio Housing Facility Corporation (SAHFC) to 1604 Lofts Ltd.; (iv) the acquisition of the membership interest by SAHFC in 1604 Lofts GP LLC; (v) authorizing SAHFC to serve as the general contractor; (vi) the issuance of Las Varas Public Facility Corporation Multifamily Housing Revenue Bonds (1604 Lofts Apartments) Series 2020A and Taxable Series 2020B; and other matters in connection therewith**

Mr. Alcott reported that this request is to authorize the transaction for 1604 Lofts for the development of a new tax credit project and to request authority to enter into a development agreement with NRP Group LLC (NRP), as well as authorize the issuance of bonds and secure other debt financing for the project. The project will consist of 324 family units, all of which will be low income housing tax credit units, 33 units at 30% AMI and below, 224 units will be at 60% AMI and below and 67 units will be at 80% AMI and below. This development project is located on the east side of San Antonio. Construction is projected to begin July of 2020, with completion in April of 2022. The Board is being asked to authorize all of the actions necessary to finance and construct the project.

- Item 7:** **Consideration and approval regarding Resolution 20FAC-05-24, authorizing the Trader Flats Apartments transaction including: (i) the execution of all documentation necessary to carry out the transaction; (ii) all filings and agreements with Texas Department of Housing and Community Affairs in connection with applications for low income housing tax credits (iii) the purchase of land for the transaction and the lease of such land for the transaction by the San Antonio Housing Facility Corporation (SAHFC) to Trader Flats Ltd.; (iv) the acquisition of the membership interest by SAHFC in Trader Flats GP LLC; (v) authorizing SAHFC to serve as the General Contractor; and (vi) the issuance of Las Varas Public Facility Corporation Multifamily Housing Revenue Bonds (Trader Flats Apartments) Series 2020A and Taxable Series 2020B**

Mr. Alcott reported that the purpose of this request is to authorize the transaction for Trader Flats for the development of a new tax credit project and to request authority to enter a development agreement with NRP Group LLC (NRP), as well as authorize the issuance of bonds and secure other debt financing for the project. The project will consist of 324 family units, all of which will be low income housing tax credit units serving families whose incomes average 60% AMI. The development project is located on the southwest side of San Antonio. Construction is projected to begin June of 2020, with completion in April of 2022. The Board is being asked to authorize all of the actions necessary to finance and construct the project.

- Item 8:** **Consideration and approval regarding Resolution 20FAC-05-22, authorizing the Tampico Apartments transaction, including: (i) the execution of all documentation necessary to carry out the transaction; (ii) authorizing all filings and agreements with Texas Department of Housing and Community Affairs for Low Income Housing Tax Credits; (iii) authorizing the purchase of the land from San Antonio Housing Authority and the lease of such land for the transaction by the San Antonio Housing Facility Corporation (SAHFC), and the lease of such and to Tampico Apartments, LP (Partnership); (iv) authorizing the acquisition of the membership interest by SAHFC in SAHA Tampico GP, LLC; (v) authorizing SAHFC to serve as the general contractor; (vi) the issuance of Las Varas Public Facility Corporation Multifamily Housing Governmental Note (Tampico Apartments) Series 2020; (vii)**

**authorization to loan \$710,000.00 of Moving to Work (MTW) funds to the partnership; and other matters in connection therewith**

Mr. Alcott reported that the purpose of this request is to authorize the transaction for Tampico Apartments for the development of a new tax credit project and to request authority to enter a development agreement with Mission Development Group, as well as authorize the issuance of bonds and secure other debt financing for the project. The project will consist of 200 family units, 136 of which will be low income housing tax credit units serving families whose incomes average 60% AML, and 64 will be market rate. This development is located on the near west side of San Antonio, on land currently owned by SAHA. Construction is projected to begin in July of 2020, with completion by January of 2022. The Board is being asked to authorize all of the actions necessary to finance and construct the project. The land will be purchased from SAHA by SAHFC for approximately \$600,000.00 in cash and an unsecured Tampico Apartments, LP Note. SAHFC will lease it to Tampico Apartments, LP, who will pay SAHFC an upfront lease payment sufficient to acquire the land.

Item 9:

**Consideration and approval regarding Resolution 20FAC-05-25, authorizing the Mira Vista Apartments transaction, including: (i) the execution of all documentation necessary to carry out the transaction; (ii) authorizing all filings and agreements with Texas Department of Housing and Community Affairs for low income housing tax credits; (iii) the conveyance of land from San Antonio Housing Development Corporation (SAHDC) for the transaction and the lease of such land for the transaction by the San Antonio Housing Facility Corporation (SAHFC) to Mira Vista SA Apartments, LP; (iv) the acquisition of the membership interest by SAHFC in Mira Vista Living GP LLC; authorizing SAHFC to serve as the General Contractor; (v) the issuance of Las Varas Public Facility Corporation Multifamily Housing Revenue Bonds (Mira Vista Apartments) Series 2020A and Taxable Series 2020B; and other matters in connection therewith**

Mr. Alcott reported that the purpose of this request is to authorize the transaction for Mira Vista Apartments for the development of a new tax credit project and to request authority to enter a development agreement with Homespring Realty Partners, as well as authorize the issuance of bonds and secure other debt financing for the project. The project will consist of 312 family units, all of which will be low income housing tax credit units serving families whose incomes are 60% AML and below, and is located on the west side of San Antonio on land currently owned by SAHDC, which will be conveyed to SAHFC, so that it may be leased to the tax credit partnership. Construction is projected to begin in July of 2020, with completion by January of 2022.

**Motion:**

Director Clack moved to approve the Resolutions 20FAC-05-23, 20FAC-05-26, 20FAC-05-21, 20FAC-05-24, 20FAC-05-22 and 20FAC-05-25. Director Kaplan seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana M. "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Olga Kauffman, Director	X			
Sofia A. Lopez, Director	X			
Ruth Rodriguez, Director	X			

**Item 10:**            **Consideration and appropriate action regarding Resolution 20FAC-06-04, authorizing the entering into a partnership with SA Ranchland Fair Oaks MF, LP or an affiliate (Ranchland) to acquire Rustico at Fair Oaks Apartments located in an unincorporated portion of Bexar County, TX and authorizing the President and CEO, and his designated staff to negotiate the terms of the acquisition agreement; submit applications for financing; create any legal entities; execute contracts for conveyance of land; retain legal counsel; and any and all actions required to consummate the transaction**

Item number 10, Resolutions 20FAC-06-04, was tabled to the July 2, 2020, meeting.

**Item 11:**            **Adjournment.**

With no objections, Dr. Ana M. “Cha” Guzman, Chair, adjourned the meeting at 6:00 p.m.

**ATTEST:**

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

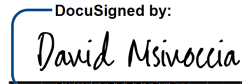
\_\_\_\_\_  
**Date**


\_\_\_\_\_  
**David Nisivoccia**  
**Secretary/Treasurer**

\_\_\_\_\_  
**Date**



**SAN ANTONIO HOUSING FACILITY CORPORATION****July 2, 2020****BOARD OF DIRECTORS****RESOLUTION 20FAC-07-02, APPOINTING DAVID NISIVOCCIA AS THE SAN ANTONIO HOUSING FACILITY CORPORATION'S INDUCEMENT OFFICER TO APPROVE RESOLUTIONS INDUCING TAX CREDITS FROM THE TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS (TDHCA)**

DocuSigned by:  
  
5609927B75274DC...  
**David Nisivoccia**  
President and CEO

DocuSigned by:  
  
B75AC7309C8B466...  
**Timothy E. Alcott**  
Real Estate and Legal Services Officer

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 20FAC-07-02 appointing David Nisivoccia as the San Antonio Housing Facility Corporation's Inducement Officer to approve resolutions inducing tax credits from the Texas Department of Housing and Community Affairs (TDHCA).

**FINANCIAL IMPACT:**

None. This is an administrative matter.

**SUMMARY:**

This is a proposal to reduce the number of Board approvals required for a development and to assure that requested approvals are more timely presented to the Board.

For each 4% tax credit project we participate in, the San Antonio Housing Facility Corporation must participate in the tax credit application to the TDHCA pursuant to a separate inducement resolution. These resolutions are nonbinding and simply allow a developer to start putting together their project and it's financing.

The Board has asked that we not bring development deals back to the Board too many times; however, when we do, we attempt to make sure it is well before any deadlines for closing.

At the time of inducement, approximately one year before a closing, the developers have the land under contract and have run an internal proforma which indicates the project can be financed. They have not done any engineering or design work and they do not have their financing in place. At this time, we can only provide projections. That is why the inducement resolutions are nonbinding. We do not believe it is appropriate to ask the Board for final approval at this stage.

Once developers are confident they will receive tax credits, they put the financing together. Once we are confident we can accurately describe the project and financing structure, we would bring the project to the Board for consideration. This will likely be three to nine months after inducement and three to four months before we close.

In order to implement this type of schedule, we are proposing that the Board allow Mr. Nisivoccia as Secretary/Treasurer to execute the nonbinding resolutions necessary to submit TDHCA



**SAN ANTONIO HOUSING FACILITY CORPORATION**

**July 2, 2020**

applications. This will enable projects to get in line without taking up valuable Board time and allow the developers to begin their engineering, design and financing activities.

We anticipate that we may receive three or four applications in July that we would like to get in line before the August 15 collapse.

We would need to consider these at the August meeting, if you do not support this proposal.

**STRATEGIC GOAL:**

Transform core operations to be a high performing and financially strong organization.

**ATTACHMENTS:**

Resolution 20FAC-07-02

**CERTIFICATE FOR RESOLUTION  
Resolution 20FAC-07-02**

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

1. In accordance with its bylaws, the Board of Commissioners of SAHFC (Board) held a meeting on July 2, 2020, (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 20FAC-07-02, APPOINTING DAVID NISIVOCIA AS THE SAN ANTONIO HOUSING FACILITY CORPORATION'S INDUCEMENT OFFICER TO APPROVE RESOLUTIONS INDUCING TAX CREDITS FROM THE TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS (TDHCA)**

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

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

**SIGNED and SEALED this 2nd day of July 2020.**



\_\_\_\_\_  
David Nisivoccia  
Secretary/Treasurer

**San Antonio Housing Facility Corporation  
Resolution 20FAC-07-02**

**RESOLUTION 20FAC-07-02, APPOINTING DAVID NISIVOCIA AS THE SAN ANTONIO HOUSING FACILITY CORPORATION'S INDUCEMENT OFFICER TO APPROVE RESOLUTIONS INDUCING TAX CREDITS FROM THE TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS (TDHCA)**

**WHEREAS**, San Antonio Housing Facility Corporation (SAHFC) often receives requests to apply for tax credits and indicate its willingness to (i) serve as the sole member of the general partner of tax credit partnership in connection with the financing of projects, (ii) receive the land and lease it to the partnership pursuant to a ground lease (Ground Lease), and (iii) serve as the general contractor for tax credit projects; and

**WHEREAS**, the Board desires to appoint David Nisivoccia, its Secretary/Treasurer, as its Inducement Officer to indicate the Board's interest in participating in such projects, subject to final Board approval, and to authorize applications for tax credits for the projects.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of SAHFC hereby:

Section 1. David Nisivoccia, as Secretary/Treasurer, is hereby appointed the Corporation's Inducement Officer with authority to execute tax credit applications and to indicate the Corporation's interest in participating in a project by serving as the sole member of the general partner of the project acquiring the land and leasing it to the tax credit partnership and serving as the general contractor for the project.

Section 2. The Inducement Officer is authorized to execute nonbinding resolutions of the Corporation evidencing the Corporation's intent and authorizing the various applications needed to obtain tax credits and financing for the various projects.

Section 3. Notwithstanding the above authorizations, all projects induced by the Inducement Officer must be brought back for approval by the Board prior to the Corporation incurring any liability in excess of \$50,000.00.

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

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

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

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

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

**Passed and approved the 2nd day of July 2020.**

---

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

**Attested and approved as to form:**

---

**David Nisivoccia**  
**Secretary/Treasurer**