



# SAHA REGULAR BOARD MEETING OCT. 8, 2020

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**BOARD OF COMMISSIONERS**

Dr. Ana "Cha" Guzmán  
Chair

Jessica Weaver  
Vice Chair

Charles Clack  
Commissioner

Jo-Anne Kaplan  
Commissioner

Olga Kauffman  
Commissioner

Ruth Rodriguez  
Commissioner

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**PRESIDENT & CEO**

David Nisivoccia

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**SAN ANTONIO HOUSING AUTHORITY**  
**\*REGULAR BOARD MEETING AND**  
**TELECONFERENCE**

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

**Call In Phone Number: (346) 248-7799**

**Meeting ID: 93839434337# Passcode: 654170#**

**1:00 p.m., Thursday, October 08, 2020**

The Board of Commissioners will convene for a Board meeting at the Central Office of the San Antonio Housing Authority located at 818 South Flores Street, San Antonio, TX, 78204, and host a teleconference for discussion on the following matters:

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

**MINUTES**

4. Minutes
  - Approval of the September 10, 2020, Regular Board Meeting minutes
  - Approval of the September 17, 2020, Operations and Choice Neighborhood Committee Meeting minutes
  - Approval of the September 17, 2020 Finance Committee Meeting minutes
  - Approval of the September 17, 2020, Real Estate Development Committee Meeting minutes

**PRESENTATION**

5. Presentation regarding Alazan Apache (NRP Enterprises LLC)

## **CONSENT ITEMS**

6. Consideration and approval regarding Resolution 6074, authorizing the award of a contract for roof repair and replacement at L. C. Rutledge Apartments to Garland/DBS, Inc. through OMNIA Partners, a Nationwide Purchasing Cooperative for an amount not to exceed \$720,000.00 (Hector Martinez, Director of Construction Services and Sustainability; Steven Morando, Director of Procurement and General Services)
7. Consideration and approval regarding Resolution 6075, authorizing the award of contracts for Bulk Pickup Services agency wide to Bulk-Away, LLC (AABE) and Will-Luc Enterprises dba Junk King San Antonio (WBE, Section 3 Business) for an annual cumulative amount not to exceed \$270,000.00; for a period of one year with the option to renew up to four additional one-year terms (Kristi Baird, Director of Beacon Communities; Zachariah Woodard, Interim Director of Federal Housing Programs; Steven Morando, Director of Procurement and General Services)
8. Consideration and approval regarding Resolution 6076, authorizing the award of a contract for carpet cleaning services to Master Carpet Cleaning (HABE) for an annual cumulative amount not to exceed \$150,000.00; for a period of one year with the option to renew up to four additional one-year terms (Kristi Baird, Director of Beacon Communities; Steven Morando, Director of Procurement and General Services)
9. Consideration and approval regarding Resolution 6077, adopting the updated Housing Authority of the City of San Antonio, Texas (SAHA) Procurement Policy (Steven Morando, Director of Procurement and General Services)
10. Consideration and approval regarding Resolution 6065, adopting the San Antonio Housing Authority Internal Audit Plan for Fiscal Year 2020-2021 (Muriel Rhoder, Chief Administrative Officer; Aiyana Longoria, Director of Internal Audit)
11. Consideration and approval regarding Resolutions SAHA 6072, 20LVPFC-09-11 and 20FAC-09-11, authorizing the Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt bond financing for the proposed Granada Apartments rehabilitation Project (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)
12. Consideration and approval regarding Resolutions SAHA 6073, 20LVPFC-09-12 and 20FAC-09-12 authorizing the Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt bond financing for the Somerset Ranch Apartments Project (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

## **INDIVIDUAL ITEM FOR CONSIDERATION**

13. Public hearing and consideration and approval regarding Resolution 6071, authorizing (i) the Las Varas Public Facility Corporation Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2020 (Bonds); (ii) the Las Varas Public Facility Corporation to approve Resolution 20LVPFC-09-10 authorizing the bonds; (iii) the San Antonio Housing Facility Corporation to approve Resolution 20FAC-09-10 authorizing its participation in the Kitty Hawk Flats Apartments; and (iv) other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)
14. Consideration and approval regarding Resolution 6070, authorizing the President and CEO to approve and proceed with a self-funded, third-party provider of SAHA employee medical and dental

plans plus fully insured vision, short term disability, long term disability, life insurance and ancillary benefit plans and an electronic benefits enrollment platform for calendar year 2021, at a total cost not to exceed \$5,506,781.00 (Muriel Rhoder, Chief Administrative Officer; Janie Rodriguez, Director of Human Resources)

## **DISCUSSION ITEMS**

15. Discussion regarding Tenant Services Issues

16. President's Report

- SAHA 2025 Resident Working Groups
- 100th Birthday Celebration
- Workforce Job Training
- Health Profession Training
- Victoria Commons Update
- Book Donation

17. **\*CLOSED SESSION**

### **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 complaint process

### **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 Commissioner's alleged conduct

18. Adjournment

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

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

"Pursuant to § 30.07, Penal Code, (trespass by holder license holder with an openly carried handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not attend this meeting with a handgun that is carried openly.

**MINUTES**  
**SAN ANTONIO HOUSING AUTHORITY**  
**BOARD OF COMMISSIONERS**  
**REGULAR BOARD MEETING - TELECONFERENCE**  
**Call In Phone Number: (502) 632-7562**  
**PIN Number: 847220217#**  
**September 10, 2020**

**SCHEDULED: 1:00 p.m. - Teleconference**

**COMMISSIONERS PRESENT:**

Dr. Ana “Cha” Guzman, Chair  
Jessica Weaver, Vice Chair  
Charles Clack, Commissioner  
Jo-Ann Kaplan, Commissioner  
Olga Kauffman, Commissioner  
Ruth Rodriguez, Commissioner

**COMMISSIONERS ABSENT:**

None

**COUNSEL:** Doug Poneck, Escamilla & Poneck, LLP

**TRANSLATOR:** BCC Communications

**STAFF:**

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

Aiyana Longoria, Director of Internal Audit  
Hector Martinez, Director of Construction Services and Sustainability  
Richard Milk, Director of Policy and Planning  
Steven Morando, Director of Procurement and General Services  
Michael Reyes, Director of Communications and Public Affairs  
Lorraine Robles, Director of Development Services and Neighborhood Revitalization  
Janie Rodriguez, Director of Human Resources  
Tom Roth, Director of Asset Management

**Item 1: Meeting called to order**

Dr. Guzman, Board Chair, called the meeting to order at 1:04 p.m.

**PUBLIC COMMENT**

**Item 2: Public Comment** - Citizens are provided three minutes each to speak to any agenda items. There was one citizen who signed up to speak to the agenda, but did not speak.

**Item 3: Citizens to be Heard** - Citizens wishing to speak on issues not related to items posted on the agenda were given three minutes to speak. There was one citizen who signed up to speak, but did not speak. There were six citizens who spoke during the meeting.

**MINUTES****Item 4: Minutes**

- Approval of the August 6, 2020, Regular Board Meeting minutes
- Approval of the August 13, 2020, Special Board Meeting minutes
- Approval of the August 20, 2020, Operations and Choice Neighborhoods Committee Meeting minutes
- Approval of the August 20, 2020, Real Estate Development Committee Meeting minutes

**Motion:** Vice Chair Weaver moved to approve the Meeting minutes. Commissioner Clack seconded the motion. Approved.

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

**CONSENT ITEMS**

- Item 5: Consideration and approval regarding Resolution 6051, authorizing the award of a contract for La Providencia Exterior Rehabilitation and Site Improvements to Geofill Material Technologies dba Geofill Construction (SBE, Section 3 Business) for an amount not to exceed \$2,787,732.00 (Hector Martinez, Director of Construction Services and Sustainability; Steven Morando, Director of Procurement and General Services)**  
Consent
- Item 6: Consideration and approval regarding Resolution 6055, authorizing an award of contracts for backflow inspection, maintenance, repair, and installation to Alamo Backflow & Lawn and Double Check Enterprises, Inc. (HABE, HUB) for an annual cumulative amount not to exceed \$70,000.00; for a period of one year with the option to renew up to four additional one-year terms (Hector Martinez, Director of Construction Services and Sustainability; Steven Morando, Director of Procurement and General Services)**  
Consent
- Item 7: Consideration and approval regarding Resolution 6064, authorizing the award of a contract for Boiler and Chiller Maintenance, Repair, and Replacement Services to Premier Comfort Service Company (DBE, ESBE, HABE, MBE, SBE, WBE, Section 3 Business) for an annual amount not to exceed \$140,000.00; for a period of one year with the option to renew up to four additional one-year terms (Hector Martinez, Director of Construction Services and Sustainability; Steven Morando, Director of Procurement and General Services)**  
Consent
- Item 8: Consideration and approval regarding resolution 6060, authorizing the award of a contract for Apartment Marketing Services to Costar Realty Information, Inc. dba Apartments.com for an**

annual amount not to exceed \$62,280.00 for year one, \$102,640.00 for year two, \$105,720.00 for year three, \$108,900.00 for year four, and \$112,160.00 for year five; for a period of one year with the option to renew up to four additional one-year terms (Kristi Baird, Director of Beacon Communities; Steven Morando, Director of Procurement and General Services)  
 Consent

**Item 9:** Consideration and approval regarding Resolution 6054, authorizing an award of a contract for employment and income verification services to TALX Corporation (a provider of Equifax verification services) for an annual cumulative amount not to exceed \$108,545.00 for year one, \$115,341.00 for year two, \$122,576.00 for year three, \$130,290.00 for year four, and \$138,522.00 for year five; for a period of one year with the option to renew up to four additional one-year terms (Zachariah Woodard, Interim Director of Federal Housing Programs; Kristi Baird, Director of Beacon Communities; Steven Morando, Director of Procurement and General Services)  
 Consent

**Item 10:** Consideration and approval regarding Resolution 6052, authorizing the award of a contract for work order request and answering services for various public housing properties to New Orleans Teleport, Inc. dba Calls Plus (AABE, WBE) for an annual cumulative amount not to exceed \$122,040.00; for a period of one year with the option to renew up to four additional one-year terms (Zachariah Woodard, Interim Director of Federal Housing Programs; Steven Morando, Director of Procurement and General Services)  
 Consent

**Item 11:** Consideration and approval regarding Resolution 6067, authorizing the award of contracts to two firms to provide consulting and guidance on HUD and other affordable housing programs to Affordable Housing Forward, LLC and BDO USA, LLP for an annual cumulative amount not to exceed \$100,000.00; for a period of one year with the option to renew up to four additional one-year terms (Diana Kollodziej Fiedler, Director of Finance and Accounting; Steven Morando, Director of Procurement and General Services)  
 Consent

**Motion:** Vice Chair Weaver moved to approve Items #5-11. Commissioner Kauffman seconded the motion. Approved.

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

**DISCUSSION ITEMS**

- Item 12: President's Report**
- SAHA Receives \$113,000 Coronavirus Recovery Grant
  - The Big Give Fundraiser for EIF

- Scott at Medio Creek Virtual Groundbreaking
- Education Celebration Month Campaign
- Security Upgrades for Riverside and Villa Veramendi
- SAHA to Expand Energy Conservation
- Staff Distributes Supplies to Residents

President Nisivoccia reported on the SAHA pest control process and the need for additional affordable housing units.

Dr. Guzman, Board Chair, then recessed the meeting for a Closed Session at 1:47 p.m.

**Item 13:** \*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).

- Quarterly Litigation Update

**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).

- President and CEO Performance Evaluation and Contract

The Board of Commissioners returned from Closed Session and the meeting resumed at 2:51 p.m.

Commissioner Clack requested a thorough investigation regarding allegations raised against him.

**Item 14: Adjournment**

With no objections, Dr. Guzman, Board Chair, adjourned the meeting at 2:53 p.m.

**ATTEST:**

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

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**Date**

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**David Nisivoccia**  
President and CEO

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**Date**

**MINUTES**  
**SAN ANTONIO HOUSING AUTHORITY**  
**BOARD OF COMMISSIONERS**  
**OPERATIONS AND CHOICE NEIGHBORHOOD COMMITTEE OR SPECIAL BOARD MEETING - TELECONFERENCE**  
**Call In Phone Number: (530) 936-7009**  
**PIN Number: 222001008#**  
**September 17, 2020**

**SCHEDULED: 12:30 p.m. - Teleconference**

**COMMISSIONERS PRESENT:**

Dr. Ana “Cha” Guzman, Chair  
Jessica Weaver, Vice Chair  
Charles Clack, Commissioner  
Jo-Ann Kaplan, Commissioner  
Olga Kauffman, Commissioner

**COMMISSIONERS ABSENT:**

Ruth Rodriguez, Commissioner

**COUNSEL:** Doug Poneck, Escamilla & Poneck, LLP

**TRANSLATOR:** BCC Communications

**STAFF:**

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

Aiyana Longoria, Director of Internal Audit  
Hector Martinez, Director of Construction Services and Sustainability  
Richard Milk, Director of Policy and Planning  
Steven Morando, Director of Procurement and General Services  
Michael Reyes, Director of Communications and Public Affairs  
Lorraine Robles, Director of Development Services and Neighborhood Revitalization  
Janie Rodriguez, Director of Human Resources  
Tom Roth, Director of Asset Management

**Item 1: Meeting called to order**

Chair Guzman called the meeting to order at 12:35 p.m.

**PUBLIC COMMENT**

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

**INDIVIDUAL ITEMS FOR CONSIDERATION**

**Item 3: Consideration and appropriate action regarding Resolution 6074, authorizing the award of a contract for roof repair and replacement at L. C. Rutledge Apartments to Garland/DBS, Inc.**

**through OMNIA Partners, a Nationwide Purchasing Cooperative for an amount not to exceed \$720,000.00** (Hector Martinez, Director of Construction Services and Sustainability; Steven Morando, Director of Procurement and General Services)

Mr. Hector Martinez, Director of Construction Services and Sustainability, indicated that the L. C. Rutledge Apartments is a Public Housing family community that was built in 1979. This community is located on the northeast side of San Antonio, in Council District 10, with 66 one, two, three, and four-bedroom apartments. The buildings are wood framed, with a brick and siding facade and are all one story buildings. Due to the age, wear and tear, and condition of the roofs at this apartment community, SAHA requires the services of a roofing contractor to provide comprehensive roof replacement.

HUD encourages Housing Authorities to utilize cooperative and interagency agreements to simplify and expedite the procurement processes. Purchasing Cooperatives assign a lead agency for its solicitations to ensure that competitive bid requirements for most state and local government agencies are followed; therefore, SAHA is not required to issue its own competitive solicitation in cases where the use of available contracts are appropriate and in accordance with SAHA procurement policies.

Mr. Steven Morando, Director of Procurement and General Services, stated that once the lead public agency has awarded a contract to the supplier, participating Public Agencies in need of similar products and services are able to make purchases through the OMNIA Partners contract. This ensures that the same terms and conditions of the lead agency's awarded contract apply to the participants. SAHA is currently a member of OMNIA Partners, a nationwide purchasing cooperative.

On September 27, 2019, Racine County, Wisconsin (lead agency) entered into a contract, for Invitation For Bid #PW1925 with Garland/DBS, Inc. for Roofing Supplies and Services, Waterproofing and Related Products and Services, effective October 15, 2019, to October 14, 2024, with full renewal of one (1) additional five (5) year term.

Garland/DBS, Inc., general contractor for this project obtained bids for the roof replacement at L.C. Rutledge Apartments from three companies: Advantage USAA, Inc. (HABE), Superior Roofing and Metal Co., Inc., and Alamo Roofing and Metal Co., Inc. (MBE). Advantage USAA, Inc. provided the lowest cost to complete this project.

OMNIA Partners has received prior awards from SAHA and has performed satisfactorily under all awards.

**Motion:** Commissioner Clack moved to approve Resolution 6074. Commissioner Kaplan seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair			X	
Charles Clack, Commissioner	X			
Jo-Anne Kaplan, Commissioner	X			
Olga Kauffman, Commissioner	X			

**Item 4:** Consideration and appropriate action regarding Resolution 6075, authorizing the award of contracts for Bulk Pickup Services agency wide to Bulk-Away, LLC (AABE) and Will-Luc Enterprises dba Junk King San Antonio (WBE, Section 3 Business) for an annual cumulative amount not to exceed \$270,000.00; for a period of one year with the option to renew up to four additional one-year terms (Kristi Baird, Director of Beacon Communities; Zachariah Woodard, Interim Director of Federal Housing Programs; Steven Morando, Director of Procurement and General Services)

Mr. Zachariah Woodard, Interim Director of Federal Housing Programs, indicated that SAHA requires the services of a vendor to provide bulk waste pickup services for all properties owned and managed by the agency. This service is a new contract for the agency that will be utilized to pick up items left in or around the trash dumpsters or at bulk waste areas that are too large to be accepted by SAHA's waste disposal and recycling company. Solid waste items to be picked up may include furniture, mattresses, tires, brush, wood, appliances, or construction materials. Regulated materials, such as household cleaners (bleach, drain cleaners), tires, or pesticides may need disposal on occasion and shall be disposed of in accordance with federal, state, and local laws, regulations, and ordinances. The contractor is required to engage in recycling efforts for paper, glass, metal, and plastic products and have procedures in place for the disposal of computers, monitors, TV's, refrigerators, stoves, etc. SAHA may also utilize this service to clear out resident units when items are left behind by the resident after the unit is vacated. The vendor may be engaged either by scheduled pick up or as needed call out service.

This award does not include the collection, transportation, or disposal of material generated in the event of a disaster, such as hurricane, tornado, flood, fire, governmental decree or action, terrorism or other natural or manmade-disaster. In such an event, SAHA will request pricing and an estimated time frame for the removal of such debris.

Mr. Morando stated that on July 27, 2020, SAHA issued an Invitation For Bids (IFB) #2006-910-27-5036 for Bulk Pick-Up Services agency wide that closed on August 20, 2020. The IFB was published on the SAHA website, Electronic State Business Daily (ESBD), The Hart Beat, posted on NAHRO, Public Purchase and directly solicited to 29 vendors. A total of four bids were received in response to this solicitation: Bulk-Away, LLC (AABE), Just Junk Solutions, LLC (HAVE, WBE), R&C Landscape (ESBE, HABA, MBE, SBE, Section 3 Business), and Will-Luc Enterprises dba Junk King San Antonio (WBE, Section 3 Business). All bids were evaluated on the following criteria: purchase price, reputation of the bidder and their goods or services, quality of the goods or services, extent to which the goods or services meet SAHA's needs, total long term cost, and any relevant criteria contained in the solicitation document. Based on the above, we are recommending contract awards to Bulk-Away, LLC and Will-Luc Enterprises dba Junk King San Antonio; they are the lowest priced responsive and responsible bidders.

Neither vendor has received prior awards from SAHA.

**Motion:** Commissioner Clack moved to approve Resolution 6075. Commissioner Kaplan seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair			X	
Charles Clack, Commissioner	X			
Jo-Anne Kaplan, Commissioner	X			

Olga Kauffman, Commissioner	X			
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- Item 5: Consideration and appropriate action regarding Resolution 6076, authorizing the award of a contract for carpet cleaning services to Master Carpet Cleaning (HABE) for an annual cumulative amount not to exceed \$150,000.00; for a period of one year with the option to renew up to four additional one-year terms** (Kristi Baird, Director of Beacon Communities; Steven Morando, Director of Procurement and General Services)

Ms. Kristi Baird, Director of Beacon Communities, indicated that SAHA requires the services of a vendor to provide carpet cleaning services agency wide. The Contractor shall have truck mounted equipment capable of cleaning carpet and providing water extraction. All carpet cleaning equipment must be able to produce hot water of at least 170 degrees fahrenheit and must be capable of producing a suction of at least 250 inches of lift.

The services to be provided under this award will include pre-treating all areas that have spots, stains or heavily soiled areas; moving furniture (if necessary); water extraction to include removal and replacement of pad; sanitizing carpet against odor causing bacteria, mold and mildew; steam cleaning; blower and dehumidifier; and carpet stretching, if required. Cleaning Methods shall include, but are not limited to: steam cleaning, dry cleaning, spot cleaning and the vendor must use Scotchgard or equal for soil and stain resistant treatments.

Mr. Morando stated that on July 22, 2020, SAHA issued an Invitation For Bids (IFB) #2006-910-09-5030 for Carpet Cleaning agency wide that closed on August 19, 2020. The IFB was published on the SAHA website, Electronic State Business Daily (ESBD), The Hart Beat, posted on NAHRO, Public Purchase and direct solicited to 40 vendors. A total of two bids were received in response to this solicitation: Master Carpet Cleaning (HABE) and AV General Contracting (HABE). Both bids were evaluated on the following criteria: purchase price, reputation of the bidder and their goods or services, quality of the goods or services, extent to which the goods or services meet SAHA's needs, total long term cost, and any relevant criteria contained in the solicitation document. Based on the above, we are recommending a contract award to Master Carpet Cleaning. They are the lowest priced responsive and responsible bidder.

Master Carpet Cleaning has been SAHA's provider of this service for the last 10 years and has performed satisfactorily under each of the awarded contracts.

- Motion:** Commissioner Clack moved to approve Resolution 6076. Commissioner Kaplan seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair			X	
Charles Clack, Commissioner	X			
Jo-Anne Kaplan, Commissioner	X			
Olga Kauffman, Commissioner	X			

- Item 6: Consideration and appropriate action regarding Resolution 6077, adopting the updated Housing Authority of the City of San Antonio, Texas (SAHA) Procurement Policy** (Steven Morando, Director of Procurement and General Services)

Mr. Morando explained that SAHA's current Procurement Policy was approved by the Board of Commissioners on February 1, 2018. We are recommending additional revisions to the Agency's Procurement Policy and Procedures, all of which require approval by SAHA's Board of Commissioners.

SAHA's revised comprehensive Procurement Policy complies with Federal, State and local laws and regulations; provides consistency, transparency, fairness, accountability and oversight; and optimizes competition and fostering economic opportunities for small, minority and women-owned businesses, as well as, Section 3 eligible residents.

Most of the changes are minimal and will not have any impact on SAHA's Procurement operations. The major revisions to the policy are identified below and redlined in the attached document:

1. Clarification of the delegated authority of the President and CEO, referred to as the Contracting Officer, includes the following:
  - a. Authority to execute contract documents will now include those involving real estate transactions not related to multi-family properties. The previous policy was silent to authority for these type transactions.
  - b. In establishing the Agency's Procurement procedures, the Contracting Officer will provide for processes that may differ for the expenditure of federal versus non-federal funds.
  - c. Authority to join Purchasing Cooperative Organizations, where membership is not conditional on an approved resolution from the Board of Commissioners.
  - d. The authority of the Contracting Officer or his/her designee will be increased from \$50,000 to \$250,000 per contract and will apply to fixed amount contracts and those with future renewal options. This authority is limited to \$250,000 for the initial contract period and each subsequent renewal period, up to HUD's five year limit for contracts.
2. The Micro Purchase threshold amount was changed by HUD in 2019 to \$10,000, which represents an increase from our current \$3,000 amount. SAHA is unable to take advantage of the higher threshold, because it is subject to following the more stringent rules of either HUD, State or local laws and regulations. Our threshold for micro purchases will remain at \$3,000, as required by the State of Texas.
3. The acceptable methods for submitting sealed bids and RFP responses are being expanded to also accept responses through an automated bid submission system.
4. Language is being added in the Ethics for Public Contracting section that highlights there may be an appearance of impropriety, when staff and Commissioners are directly involved with the selection or use of contractors and engage them for private purposes.

Public Housing Authorities are also subject to Title 2 CFR part 200.317 through 200.326 and the HUD Handbook 7460.8, Revision 2.

Chair Guzman requested a list of any procurement contracts SAHA enters into that are below the approval threshold to be provided to the Board with the Procurement Report.

**Motion:** Commissioner Kaplan moved to approve Resolution 6077. Chair Guzman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair			X	
Charles Clack, Commissioner			X	
Jo-Anne Kaplan, Commissioner	X			
Olga Kauffman, Commissioner	X			

**Item 7: Consideration and appropriate action regarding Resolution 6070, authorizing the President and CEO to approve and proceed with a self-funded, third-party provider of SAHA employee medical and dental plans plus fully insured vision, short term disability, long term disability, life insurance and ancillary benefit plans and an electronic benefits enrollment platform for calendar year 2021, at a total cost not to exceed \$5,506,781.00** (Muriel Rhoder, Chief Administrative Officer; Janie Rodriguez, Director of Human Resources)

Ms. Janie Rodriguez, Director of Human Resources, explained that in 2008, SAHA moved to a self-funded (self-insured) plan to help control the rising costs of healthcare. Two PPO plans are offered to employees: a standard (lower cost) PPO plan and a richer (higher cost) PPO plan for which the employee bears a larger share of the cost. There are currently 411 employees in the plans; 309 are enrolled in the low PPO plan and 102 are enrolled in the high PPO plan.

McGriff, Seibels & Williams of Texas, Inc. (MSW) is the current Benefits Consultant. MSW put out a Request for Proposals on SAHA's behalf for 2020 for a carrier for Life Insurance (Basic, Voluntary and Accidental Death and Dismemberment), Short Term Disability, Long Term Disability and other Voluntary Products.

The BCBS medical and dental plans are under a rate guarantee for 2021. SAHA annually reviews benefits and funding of the plan. There will be no increase to employee contributions nor SAHA's funding level for 2021. There will be a decrease from \$75.00 to \$50.00 for the Urgent Care copay.

A stop-loss premium increase of 8.47% is included in the 2021 projections. Stop-Loss proposals require additional claims experience before costs can be finalized. Final Stop Loss costs are expected to be available by December 1, 2020.

SAHA remains highly competitive and favorable in comparison to other employers with an employer contribution of 85% compared to the 15% 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
- Annual health and safety fairs - *Subject to CDC Guidelines*
- Monthly vitamin shot clinics - *Subject to CDC Guidelines*
- Spring event with exercise demonstrations and various fitness activities - *Subject to CDC Guidelines*
- SAHA's wellness program received a bronze award from the San Antonio Business Group on Health in Spring 2020.

The proposed benefits program for SAHA employees in 2021 will include the most competitive:

- health care carrier as the third-party provider of employee medical and dental plans
- provider for the employee vision plan
- third-party 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

Chair Guzman requested a report comparing the past two years of healthcare costs with the proposed plan.

The Board agreed on voting to move forward, Resolution 6070, for continued discussion during the October 8, 2020, Regular Board meeting.

**Motion:** Commissioner Clack moved to approve Resolution 6070. Vice Chair Weaver seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Commissioner	X			
Jo-Anne Kaplan, Commissioner	X			
Olga Kauffman, Commissioner	X			

Vice Chair Weaver took the chair.

**Item 8: Discussion regarding SAHA staffing** (Janie Rodriguez, Director of Human Resources)

Ms. Rodriguez explained the current SAHA staffing levels by department.

The Board requested revisions to the presentation to include adding variances signum, numbers for temporary employees, Summer youth to be separated, temporary employees transitioned to full-time employees, maintenance employee breakdowns, security staffing breakdown and history (administrative vs. contracted), and high turnover positions.

#### **REPORTS PROVIDED TO THE BOARD**

- Procurement Activity Report
- 2020 Customer Service Survey
- Assisted Housing Programs (AHP) Scorecard
- Federal Housing Programs (FHP) Quarterly Update
- Federal Housing Programs (FHP) Client Services Report

**Item 9: Adjournment**

Vice Chair Weaver adjourned the meeting at 1:40 p.m.

**ATTEST:**

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

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**Date**

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**David Nisivoccia**  
**President and CEO**

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**Date**

**MINUTES**  
**SAN ANTONIO HOUSING AUTHORITY**  
**FINANCE COMMITTEE MEETING**  
**Call In Phone Number: (631) 743-518**  
**PIN Number: 865566233#**  
**September 17, 2020**

**SCHEDULED: 1:30 p.m. - Teleconference**

**COMMISSIONERS PRESENT:**

Dr. Ana “Cha” Guzman, Chair  
Jessica Weaver, Vice Chair  
Charles Clack, Commissioner  
Jo-Ann Kaplan, Commissioner  
Olga Kauffman, Commissioner

**COMMISSIONERS ABSENT:**

Ruth Rodriguez, Commissioner

**COUNSEL:** Doug Poneck, Escamilla & Poneck, LLP

**TRANSLATOR:** N/A

**STAFF:**

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

Aiyana Longoria, Director of Internal Audit  
Hector Martinez, Director of Construction Services and Sustainability  
Richard Milk, Director of Policy and Planning  
Steven Morando, Director of Procurement and General Services  
Michael Reyes, Director of Communications and Public Affairs  
Lorraine Robles, Director of Development Services and Neighborhood Revitalization  
Janie Rodriguez, Director of Human Resources  
Tom Roth, Director of Asset Management

**Item 1: Meeting called to order**

Committee Chair Jo-Anne Kaplan called the meeting to order at 1:50 p.m.

**PUBLIC COMMENT**

**Item 2: Public Comment**

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

**MINUTES**

**Item 3: Minutes**

- Approval of the November 21, 2019, Finance Committee Meeting minutes

**Motion:** Commissioner Clack moved to approve the Meeting minutes. Commissioner Kauffman seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Commissioner	X			
Jo-Ann Kauffman, Committee Chair	X			
Olga Kauffman, Commissioner	X			

#### INDIVIDUAL ITEMS FOR CONSIDERATION

**Item 4:** Consideration and appropriate action regarding Resolution 6065, adopting the San Antonio Housing Authority Internal Audit Plan for Fiscal Year 2020-2021 (Muriel Rhoder, Chief Administrative Officer; Aiyana Longoria, Director of Internal Audit)

Ms. Muriel Rhoder, Chief Administrative Officer, and Ms. Aiyana Longoria, Director of Internal Audit, explained that the 2020-2021 Internal Audit Plan is a risk-based plan developed to determine that the priorities of the Internal Audit department are consistent with The Institute of Internal Auditors, Inc. (IIA) Definition of Internal Auditing, Code of Ethics, and International Standards for the Professional Practice of Internal Auditing (Standards), as well as, the San Antonio Housing Authority's (Housing Authority's) strategic goals. The IIA Standard 2020, "Communication and Approval" requires the chief audit executive (CAE), i.e., the Director of Internal Audit, to communicate the internal audit activity's plans and resource requirements to senior management and the Board for review and approval. Final approval of the Internal Audit Plan for 2020-2021, resides with the Board of Commissioners.

The IIA Standard 2010, "Planning," requires the internal audit plan to be based on a documented risk assessment, undertaken at least annually, with input from senior management and the Board. The Housing Authority's CAE issued risk assessment surveys to the members of the Board of Commissioners, the Board's attorney, and to each member of senior management and multiple operational personnel. The results of these surveys were tabulated to identify the significant risk areas, which were then included as proposed audits for the 2020-2021 Internal Audit Plan.

Chair Guzman requested a report to accompany future Internal Audit Plans of what items have been reviewed through internal audit plans over the past four years.

**Motion:** Committee Chair Kauffman moved to approve the Resolution 6065. Vice Chair Weaver seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Commissioner	X			
Jo-Ann Kauffman, Committee Chair	X			

Olga Kauffman, Commissioner	X			
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**Item 5: Cash Overview Presentation** (Ed Hinojosa, Chief Financial Officer; Diana Kollodziej Fiedler, Director of Finance and Accounting)

Presented by Mr. Ed Hinojosa, Chief Financial Officer, and Ms. Diana Kollodziej Fiedler, Director of Finance and Accounting. The presentation included a cash overview of SAHA and how it related to reserved cash.

Commissioner Kaplan requested a comparison of the last two year's MENAR with the unaudited MENAR for June 30, 2020.

Chair Guzman asked if there was a plan to allocate reserve funds to obtain devices for households that may need them once WiFi is installed at all properties.

Chair Guzman recommended that a policy be created regarding the use of excess funds to address deferred maintenance.

**REPORTS PROVIDED TO THE BOARD**

- Quarterly Financial Report
- Quarterly Internal Audit Update

**Item 6: Adjournment**

Committee Chair Kaplan adjourned the meeting at 2:43 p.m.

**ATTEST:**

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

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

\_\_\_\_\_  
**David Nisivoccia**  
**President and CEO**

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

**MINUTES**  
**SAN ANTONIO HOUSING AUTHORITY**  
**BOARD OF COMMISSIONERS**  
**REAL ESTATE DEVELOPMENT COMMITTEE OR SPECIAL BOARD MEETING**  
**Call In Phone Number: (267) 753-6289**  
**PIN Number: 479234413#**  
**September 17, 2020**

**SCHEDULED: 2:00 p.m. - Teleconference**

**COMMISSIONERS PRESENT:**

Dr. Ana “Cha” Guzman, Chair  
Jessica Weaver, Vice Chair  
Charles Clack, Commissioner  
Jo-Ann Kaplan, Commissioner  
Olga Kauffman, Commissioner

**COMMISSIONERS ABSENT:**

Ruth Rodriguez, Commissioner

**COUNSEL:** Doug Poneck, Escamilla & Poneck, LLP

**TRANSLATOR:** N/A

**STAFF:**

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

Aiyana Longoria, Director of Internal Audit  
Hector Martinez, Director of Construction Services and Sustainability  
Richard Milk, Director of Policy and Planning  
Steven Morando, Director of Procurement and General Services  
Michael Reyes, Director of Communications and Public Affairs  
Lorraine Robles, Director of Development Services and Neighborhood Revitalization  
Janie Rodriguez, Director of Human Resources  
Tom Roth, Director of Asset Management

**Item 1: Meeting called to order**

Vice Chair Jessica Weaver, called the meeting to order at 2:46 p.m.

**PUBLIC COMMENT**

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

**INDIVIDUAL ITEMS FOR DISCUSSION**

**Item 3: Review and/or finalize Real Estate Development Policy** (Timothy E. Alcott, Chief Legal and Real Estate Officer and Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

This item was tabled to later in the meeting.

**Item 4:** Public hearing and consideration and appropriate action regarding Resolution 6071, authorizing (i) the Las Varas Public Facility Corporation Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2020 (Bonds); (ii) the Las Varas Public Facility Corporation to approve Resolution 20LVPFC-09-10 authorizing the bonds; (iii) the San Antonio Housing Facility Corporation to approve Resolution 20FAC-09-10 authorizing its participation in the Kitty Hawk Flats Apartments; and (iv) other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

Ms. Lorraine Robles, Director of Development Services and Neighborhood Revitalization, indicated the land will be purchased by SAHFC, which will lease it to Kitty Hawk Flats Ltd., who will pay SAHFC an upfront lease payment sufficient to acquire the land. Up to \$28,000,000.00 of tax-exempt bonds will be issued by LVPFC and purchased by KeyBank, and equity contributions from an affiliate of U.S. Bancorp Community Development Corporation (USBCDC), as an investor limited partner, will be used to finance the construction and long-term operations. USBCDC has issued a commitment to purchase the project tax credits at an equity price of \$93.50 cents per credit dollar, for a total projected equity contribution of \$12,628,743.00. The interest rate on the bonds will be set at closing at LIBOR plus 275 basis points for the construction period and a rate not to exceed 5% for the permanent period.

We are targeting a closing date of October 9, 2020, as funding must close by October 16, 2020, or we will lose the allocated volume cap from the Texas Bond Review Board.

**Motion:** Commissioner Clack moved to approve Resolution 6071. Commissioner Kaplan seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Dr. Ana "Cha" Guzman, Chair	X			
Jessica Weaver, Vice Chair	X			
Charles Clack, Commissioner	X			
Jo-Anne Kaplan, Commissioner	X			
Olga Kauffman, Commissioner	X			

**Item 5:** Consideration and appropriate action regarding Resolutions SAHA 6072, 20LVPFC-09-11 and 20FAC-09-11, authorizing the Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt bond financing for the proposed Granada Apartments rehabilitation Project (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

Mr. Timothy E. Alcott, Chief Legal and Real Estate Officer, explained that today we are seeking authority to file applications relating to our proposed Granada Apartments 4% tax credit rehabilitation project. As you will recall, 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. We will apply for a volume cap, which may not be awarded until the end of the year, if any volume cap is available. We need to submit our applications as soon as we can. We will also have to apply for tax credits to the Texas Department of Housing and Community Development. Accordingly, we are asking you to authorize these actions so that we may get in line, but we are not asking you to

specifically approve or be bound to this project. These are non-binding Resolutions. This will enable us to move forward, make applications for volume cap and tax credits and begin to put the financings together and negotiate the specific terms of the deals, which we will bring back to you for approval.

The Granada Apartments Project is a 249-unit rehabilitation project proposed by Mission Development Group located at 311 South St. Mary’s Street. It is proposed that all 249 units be reserved for tenants whose incomes average 60% or less of average median income. Of those currently, 137 units are at 30% AMI, 45 units are at 40% AMI and 14 units are at 50% AMI and we will continue to serve residents at these AMIs. All units will have restricted rent and must accept Section 8 vouchers, and 94 of the units will be supported by Section 8 project-based vouchers. The total project cost is estimated to be approximately \$51,000,000.00. The rehabilitation will take place on approximately 20% of the units at a time to eliminate tenant displacement outside the building.

Las Varas Public Facility Corporation will be the proposed issuer of the bonds. The San Antonio Housing Facility Corporation will own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership, which will own the project.

The Resolution authorizes Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement Resolutions for each of the above projects.

**Motion:** Commissioner Kaplan moved to approve Resolution 6072. Commissioner Clack seconded the motion. Approved.

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

**Item 6: Consideration and appropriate action regarding Resolutions SAHA 6073, 20LVPC-09-12 and 20FAC-09-12 authorizing the Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt bond financing for the Somerset Ranch Apartments Project** (Timothy E. Alcott, Chief Legal and Real Estate Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

Mr. Alcott explained that today we are seeking authority to file applications relating to our proposed Somerset Ranch 4% tax credit projects. As you will recall, 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. We will be applying for volume cap which may not be awarded until the end of the year, if any volume cap is available. We need to submit our applications as soon as we can. We will also have to apply for the tax credits to the Texas Department of Housing and Community Development. Accordingly, we are asking you to authorize these actions so that we may get in line, but we are not asking you to specifically approve or be bound to these projects. These are non-binding Resolutions. This will enable us to move forward, make applications for volume cap

and tax credits and begin to put the financings together and negotiate the specific terms of the deals, which we will bring back to you for approval.

The Somerset Ranch Project is a 348-unit project proposed by Poppoon Development to be located at the southwest corner of Somerset Road and Fischer Road. It is proposed that all 348 units will be reserved for tenants earning 60% or less of median income. All units will have restricted rent and must accept Section 8 vouchers. The total project cost is estimated to be approximately \$57,000,000.00.

Las Varas Public Facility Corporation will be the proposed issuer of the bonds. The San Antonio Housing Facility Corporation will own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership which will own the project.

The Resolution authorizes Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement Resolutions for each of the above projects.

Items important to Vice Chair Weaver and Chair Guzman include noting that there is a 30-year land use restriction agreement on the property that ensures 100% of the development is affordable and every unit is available for clients at 0% AMI - 60% AMI.

Vice Chair Weaver requested a Regional Center Map to be included with future items at upcoming meetings.

**Motion:** Chair Guzman moved to approve Resolution 6073. Commissioner Clack seconded the motion. Approved.

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

**REFERENCE MATERIALS PROVIDED**

- Schedule of Units Under Development
- Real Estate Development Policy (most updated version)

The Committee requested revision of the current development projects and timeline listing to include identifying the significance of the color coding under the section: *Board Has Approved*.

**Item 3: Review and/or finalize Real Estate Development Policy** (Timothy E. Alcott, Chief Legal and Real Estate Officer and Lorraine Robles, Director of Development Services and Neighborhood Revitalization)

Vice Chair Weaver had the following questions/comments:

- Is the language in this policy relevant to the new strategic plan
- How to incorporate this policy into action
- Separate out the developments that make money into its own section
- What are the criteria for determining if a prospective deal is a good deal to approve

Commissioner Kaplan proposed increasing the AMI threshold from 30% AMI to 50% AMI under Section III: Project Principles: Revenue and Development Activities.

Commissioner Kaplan requested revision of language used to include less legal jargon and more plain language.

The Committee requested continued discussion of this item at a date to be determined.

**Item 7: Adjournment**

With no objections, Vice Chair Weaver adjourned the meeting at 4:07p.m.

**ATTEST:**

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

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**Date**

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**David Nisivoccia**  
**President and CEO**

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**Date**

**BOARD OF COMMISSIONERS**

**RESOLUTION 6074, AUTHORIZING THE AWARD OF A CONTRACT FOR ROOF REPAIR AND REPLACEMENT AT L. C. RUTLEDGE APARTMENTS TO GARLAND/DBS, INC. THROUGH OMNIA PARTNERS, A NATIONWIDE PURCHASING COOPERATIVE FOR AN AMOUNT NOT TO EXCEED \$720,000.00**

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**David Nisivoccia**  
**President and CEO**

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*Steven Morando*  
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**Steven Morando**  
**Director of Procurement  
and General Services**

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*Hector Martinez*  
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**Hector Martinez**  
**Director of Construction  
Services and Sustainability**

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6074, authorizing the award of a contract for roof repair and replacement at L. C. Rutledge Apartments to Garland/DBS, Inc. through OMNIA Partners, a Nationwide Purchasing Cooperative for an amount not to exceed \$720,000.00.

**FINANCIAL IMPACT:**

The current award recommendation for the roof repair and replacement at L.C. Rutledge Apartments is not expected to exceed an amount of \$720,000.00 to include a base bid amount of \$653,060.00 plus an approximate 10% contingency in the amount of \$66,940.00 that will only be used, if necessary. This project will be funded by the 2020 CFP grant.

**SUMMARY:**

The L. C. Rutledge Apartments is a Public Housing family community that was built in 1979. This community is located on the north east side of San Antonio, in Council District 10, with 66 one, two, three, and four-bedroom apartments. The buildings are wood framed, with a brick and siding facade and are all one story buildings. Due to the age, wear and tear, and condition of the roofs at this apartment community, SAHA requires the services of a roofing contractor to provide comprehensive roof replacement.

HUD encourages Housing Authorities to utilize cooperative and interagency agreements to simplify and expedite the procurement processes. Purchasing Cooperatives assign a lead agency for its solicitations to ensure that competitive bid requirements for most state and local government agencies are followed; therefore, SAHA is not required to issue its own competitive solicitation in cases where the use of available contracts are appropriate and in accordance with SAHA procurement policies.

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

**SAN ANTONIO HOUSING AUTHORITY****October 8, 2020**

On September 27, 2019, Racine County, Wisconsin (lead agency) entered into a contract, for Invitation For Bid #PW1925 with Garland/DBS, Inc. for Roofing Supplies and Services, Waterproofing and Related Products and Services, effective October 15, 2019, to October 14, 2024, with full renewal of one (1) additional five (5) year term.

Garland/DBS, Inc., general contractor for this project obtained bids for the roof replacement at L.C. Rutledge Apartments from three companies: Advantage USAA, Inc. (HABE), Superior Roofing and Metal Co., Inc., and Alamo Roofing and Metal Co., Inc. (MBE). Advantage USAA, Inc. provided the lowest cost to complete this project.

**COMPANY PROFILE:**

Garland/DBS, Inc. was founded in 1895 and is located in Cleveland, Ohio. They are a jointly-owned subsidiary of The Garland Company, Inc., and Design-Build Solutions, Inc., and are positioned throughout the United States, Canada and the United Kingdom providing public agencies and nonprofits a comprehensive selection of roofing material solutions and support services.

Design-Build Solutions, Inc. (DBS) is a full-service architectural, design, engineering, and general contracting firm. Their core competency is the construction, maintenance, and retrofit of complex roofing and building envelope projects. They incorporate design and engineering aspects into one contract as a turnkey design builder. DBS performs many types of projects including: roofing, masonry, windows, doors, waterproofing, HVAC, electrical, plumbing, lightning protection, and photovoltaic (energy generating). With the support and local service network of their sister company, The Garland Company, Inc., quality roofing solutions are provided for single and multi-property facilities.

The Garland Company, Inc. provides high-performance roofing materials and full-service roof asset management for a wide spectrum of public and private sector roofing applications, including, but not limited to: single ply, modified bitumen, built-up roofing (BUR), low-slope standing seam metal, low-slope flat-seam metal, steep-slope standing seam metal, slate, concrete tile, asphalt shingle, and clay tile. Their government projects include, but are not limited to: Jeffersonville Federal Center, Jeffersonville, Indiana; Warren Burger Federal Courthouse, St. Paul, Minnesota; Florida Air National Guard, Jacksonville Florida; Fort Devens; Building 667, Devens, Massachusetts; Fort Jackson Army Base, Fort Jackson, South Carolina; Scott Air Force Base, Scott, Illinois; City of Sugarland Police and Courts Buildings, Sugarland, Texas; Delaware County Courthouse, Delaware, Ohio; Montgomery Courthouse, Conroe, Texas; Westlake Recreation Center, Westlake Ohio; and Fine Art Museum of San Francisco, San Francisco, California.

**CONTRACTOR PERFORMANCE:**

This contractor has received prior awards from SAHA for the following projects and performed satisfactorily under all awards: roof and window replacement at Bella Claire Apartments, roof replacement at Cross Creek Apartments, roof repair and replacement at Escondida Apartments, roof replacement at Frank Hornsby Apartments, roof replacement at Francis Furey Apartments, roof replacement at Lincoln Heights Courts, roof and window replacement at Madonna Apartments, roof repair and replacement at Morris C. Beldon Apartments, roof replacement at Tarry Towne Apartments, and roof and HVAC replacement at Woodhill Apartments.

**CONTRACT OVERSIGHT:**

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

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

**STRATEGIC GOAL:**

Preserve and improve existing affordable housing resources and opportunities.

**ATTACHMENTS:**

Resolution 6074

Map

Pictures

**San Antonio Housing Authority  
Resolution 6074**

**RESOLUTION 6074, AUTHORIZING THE AWARD OF A CONTRACT FOR ROOF REPAIR AND REPLACEMENT AT L. C. RUTLEDGE APARTMENTS TO GARLAND/DBS, INC. THROUGH OMNIA PARTNERS, A NATIONWIDE PURCHASING COOPERATIVE FOR AN AMOUNT NOT TO EXCEED \$720,000.00**

**WHEREAS**, HUD encourages Housing Authorities to utilize cooperative and interagency agreements to simplify and expedite the procurement processes; and

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

**WHEREAS**, once the lead public agency has awarded a contract to the supplier, participating Public Agencies in need of similar products and services are able to make purchases through the OMNIA Partners contract; and

**WHEREAS**, on September 27, 2019, Racine County, Wisconsin (lead agency) entered into a contract, for Invitation For Bid #PW1925 with Garland/DBS, Inc. for Roofing Supplies and Services, Waterproofing and Related Products and Services, effective October 15, 2019, to October 14, 2024, with full renewal of one (1) additional five (5) year term; and

**WHEREAS**, the current award recommendation for the roof repair and replacement at L.C. Rutledge Apartments is not expected to exceed an amount of \$720,000.00 to include a base bid amount of \$653,060.00 plus an approximate 10% contingency in the amount of \$66,940.00 that will only be used, if necessary. This project will be funded by the 2020 CFP grant; and

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

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Commissioners of SAHA hereby:

- 1) Approves Resolution 6074, authorizing the award of a contract for roof repair and replacement at L. C. Rutledge Apartments to Garland/DBS, Inc. through OMNIA Partners, a Nationwide Purchasing Cooperative for an amount not to exceed \$720,000.00.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated with this contract.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia**  
President and CEO

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

**BOARD OF COMMISSIONERS**

**RESOLUTION 6075, AUTHORIZING THE AWARD OF CONTRACTS FOR BULK PICKUP SERVICES AGENCY WIDE TO BULK-AWAY, LLC (AABE) AND WILL-LUC ENTERPRISES DBA JUNK KING SAN ANTONIO (WBE, SECTION 3 BUSINESS) FOR AN ANNUAL CUMULATIVE AMOUNT NOT TO EXCEED 270,000.00; FOR A PERIOD OF ONE YEAR WITH THE OPTION TO RENEW UP TO FOUR ADDITIONAL ONE-YEAR TERMS**

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*David Nisivoccia*

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**David Nisivoccia**  
**President and CEO**

DocuSigned by:

*Kristi Baird*

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**Kristi Baird**  
**Director of Beacon Communities**

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*Steven Morando*

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**Steven Morando**  
**Director of Procurement and General Services**

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*Zachariah Woodard*

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**Zachariah Woodard**  
**Interim Director of Federal Housing Programs**

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6075, authorizing the award of contracts for Bulk Pickup Services agency wide to Bulk-Away, LLC (AABE) and Will-Luc Enterprises dba Junk King San Antonio (WBE, Section 3 Business) for an annual cumulative amount not to exceed \$270,000.00; for a period of one year with the option to renew up to four additional one-year terms.

**FINANCIAL IMPACT:**

The current award recommendation for bulk pickup services agency wide is not expected to exceed an annual cumulative amount of \$270,000.00; and will be funded by operating funds and/or available reserves.

**SUMMARY:**

SAHA requires the services of a vendor to provide bulk waste pickup services for all properties owned and managed by the agency. This service is a new contract for the agency that will be utilized to pick up items left in or around the trash dumpsters or at bulk waste areas that are too large to be accepted by SAHA's waste disposal and recycling company. Solid waste items to be picked up may include furniture, mattresses, tires, brush, wood, appliances, or construction materials. Regulated materials, such as household cleaners (bleach, drain cleaners), tires, or pesticides may need disposal on occasion and shall be disposed of in accordance with federal, state, and local laws, regulations, and ordinances. The contractor is required to engage in recycling efforts for paper, glass, metal, and plastic products and have procedures in place for the disposal of computers, monitors, TV's, refrigerators, stoves, etc. SAHA may also utilize this service to clear out resident units when items are left behind by the resident after the unit is vacated. The vendor may be engaged either by scheduled pick up or as needed call out service.

This award does not include the collection, transportation, or disposal of material generated in the event of a disaster, such as hurricane, tornado, flood, fire, governmental decree or action,

**SAN ANTONIO HOUSING AUTHORITY****October 8, 2020**

terrorism or other natural or manmade-disaster. In such an event, SAHA will request pricing and an estimated time frame for the removal of such debris.

On July 27, 2020, SAHA issued an Invitation For Bids (IFB) #2006-910-27-5036 for Bulk Pick-Up Services agency wide that closed on August 20, 2020. The IFB was published on the SAHA website, Electronic State Business Daily (ESBD), The Hart Beat, posted on NAHRO, Public Purchase and directly solicited to 29 vendors. A total of four bids were received in response to this solicitation: Bulk-Away, LLC (AABE), Just Junk Solutions, LLC (HAVE, WBE), R&C Landscape (ESBE, HABE, MBE, SBE, Section 3 Business), and Will-Luc Enterprises dba Junk King San Antonio (WBE, Section 3 Business). All bids were evaluated on the following criteria: purchase price, reputation of the bidder and their goods or services, quality of the goods or services, extent to which the goods or services meet SAHA's needs, total long term cost, and any relevant criteria contained in the solicitation document. Based on the above, we are recommending contract awards to Bulk-Away, LLC and Will-Luc Enterprises dba Junk King San Antonio; they are the lowest priced responsive and responsible bidders.

Bulk-Away, LLC was founded in 2018 and is headquartered in San Antonio, Texas. This vendor self-certifies as a AABE. They provide bulk waste removal services to include appliances, electronics, furniture and junk for multi-unit housing properties. Their multifamily property management clients include, but are not limited to: Cortland Partners, Diamond Management, Falkin Platnick, GMC Property Management, Greystar Property Management, Lantower Residential, MC Companies, Pinnacle Property Management, Roscoe Property Management, Sandalwood Management, TI Communities, and United Property Management.

Will-Luc Enterprises dba Junk King San Antonio was established in 2017 and is headquartered in San Antonio, Texas. This is a family owned business providing junk removal and bulk hauling services to San Antonio and the surrounding areas. Their client list includes, but is not limited to: Biodynamic Research Corporation (BRC), Office Furniture Liquidators, and Hitt Contracting and various multi-family properties, property managers, and realtors.

**CONTRACT OVERSIGHT:**

Contract oversight will be provided by Kristi Baird, Director of Beacon Communities, who will monitor the vendor's adherence to contract requirements and performance. The Procurement Department will be responsible to ensure the vendor submits the Contractor's Section 3 Compliance report on a monthly basis, monitor compliance with the vendor's SWMBE subcontractor good faith utilization plan, provide annual contract performance evaluation survey to end users, and assist departments in the contract renewal or new solicitation process.

**STRATEGIC GOAL:**

Preserve and improve existing affordable housing resources and opportunities.

**ATTACHMENTS:**

Resolution 6075  
Bid Tabulation  
Advertisement List

**San Antonio Housing Authority  
Resolution 6075**

**RESOLUTION 6075, AUTHORIZING THE AWARD OF CONTRACTS FOR BULK PICKUP SERVICES AGENCY WIDE TO BULK-AWAY, LLC (AABE) AND WILL-LUC ENTERPRISES DBA JUNK KING SAN ANTONIO (WBE) FOR AN ANNUAL CUMULATIVE AMOUNT NOT TO EXCEED \$270,000.00; FOR A PERIOD OF ONE YEAR WITH THE OPTION TO RENEW UP TO FOUR ADDITIONAL ONE-YEAR TERMS**

**WHEREAS**, on July 27, 2020, SAHA issued an Invitation For Bids (IFB) #2006-910-27-5036 for Bulk Pick-Up Services agency wide that closed on August 20, 2020; and

**WHEREAS**, four bids were received in response to this solicitation; and

**WHEREAS**, we are recommending contract awards to Bulk-Away, LLC and Will-Luc Enterprises dba Junk King San Antonio. They are the lowest priced responsive and responsible bidders; and

**WHEREAS**, the current award recommendation for bulk pickup services agency wide is not expected to exceed an annual cumulative amount of \$270,000.00; and will be funded by operating funds and/or available reserves; and

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

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Commissioners of SAHA hereby:

- 1) Approves Resolution 6075, authorizing the award of contracts for Bulk Pickup Services agency wide to Bulk-Away, LLC (AABE) and Will-Luc Enterprises dba Junk King San Antonio (WBE, Section 3 Business) for an annual cumulative amount not to exceed \$270,000.00; for a period of one year with the option to renew up to four additional one-year terms.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated with this contract.

**Passed and approved on the 8th day of October 2020.**

---

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

**Attested and approved as to form:**

---

**David Nisivoccia  
President and CEO**

**Advertisement List**  
**Solicitation # 2006-910-27-5036**  
**Bulk Pick-up Services Agency Wide**

Associations /Vendors	Contact Name	Email	Notes
<b>Associations Revised as of 2/7/2019</b>			
African American Chamber of Commerce of San Antonio	Lou Miller	blackchamber@aol.com	
Alamo Asian American Chamber of Commerce		<a href="mailto:info@alamo-aacc.org">info@alamo-aacc.org</a>	
Alamo City Black Chamber Of Commerce	Sherry Logan	info@alamocitychamber.org slogan@alamocitychamber.org	
American Council of Engineering Companies - San Antonio (ACEC-SA)	Anne Whittington	anne@acectx.org	
American Institute of Architects	Paula	paula@aiasa.org	
American Subcontractors Association	Jennifer Swinney	jennifer@asasanantonio.org	
Associated Builders and Contractors S. Texas Chapter	Steve Schultz	steve@abcsouthtexas.org	
Builders Exchange	Jeannette Olguin	jeannette@virtualbx.com	
Construct Connect		content@constructconnect.com	
CFMA		kimr@avacpa.com	
Goodwill Industries	Angelique de Oliveira	adeoliveira@goodwillsa.org	
Greater San Antonio Builders Association	Kristi Sutterfield	ksutterfield@sabuilders.com	
The San Antonio Chamber of Commerce	Dave Petersen	dpetersen@sachamber.org	
Hispanic Contractors Association de San Antonio	Clarissa Perez Dave Sanchez	exdir@hcadesa.org admin@hcadesa.org dave@hcadesa.org	
Home Depot Pro Accounts	Darren Friesenhahn	Darren_Friesenhahn@homedepot.com	
IEC	Julie Howard	jhoward@iecsanantonio.com	
MCA-SMACNA		mca-smacna@mca-smacna.org	
Minority Business Council	Hector Garcia	hector@hegarciacpa.com	
National Alliance of Craftsmen Association	Victor Landa	arvelasquez01@yahoo.com	
National Association of Women in Construction (NAWIC)	Sandee Morgan	nawicerin@gmail.com nawicsatx@gmail.com	
NAWBO San Antonio	Madeline Slay	Madeline@masarchitecture.com	
Plumbing Heating Cooling Contractors Association	Heidi Timble	Heidi@phcc-sanantonio.org	
Professional Engineers in Private Practice	Diane Hoskins	bexarpepp@sbcglobal.net	
Real Estate Council of San Antonio	Martha Mangum	martham@recsanantonio.com	

**Advertisement List**  
**Solicitation # 2006-910-27-5036**  
**Bulk Pick-up Services Agency Wide**

SAABE	Melodie	mg.assoc.mgmt@gmail.com	
San Antonio Board of Realtors	Suzanne	Suzanne@sabor.com	
SA Chapter of the Associated General Contractors	Dana Marsh	sanantonioagc@gmail.com	
San Antonio Hispanic Chamber of Commerce	Brianna Dimas	briannad@sahcc.org mariyaf@sahcc.org	
San Antonio Masonry Contractors Association	Debbie Mason	thesamca@gmail.com	
San Antonio Women's Chamber of Commerce	Cindy Libera	admin@sawomenschamber.org	
SmartApartmentData.com		constructionadmin@smartlocating.com	
South Central Regional Certification Agency	Charles Johnson	cjohnson@sctrca.org	
South San Antonio Chamber of Commerce	Al Arreola Jr	al@southsa.org	
Southwest Minority Supplier Diversity Council	Robert Casas	smsdc@smsdc.org gabrielle@smsdc.org	
Surety Association of South Texas, Inc.	Jim Swindle	jim@alamobonds.com	
Texas Society of Professional Engineers		jennifer@tspe.org	
TIBH Industries	Robert Olivo	robertolivo@tibh.org	
UTSA Minority Business Development Agency	Orestes Hubbard Jennifer Mort Jacqueline Jackson	orestes.hubbard@utsa.edu jennifer.mort@utsa.edu Jacqueline.Jackson@utsa.edu	
UTSA Procurement Technical Assistance Center	Terri Williams	ptac@utsa.edu	
West San Antonio Chamber of Commerce	Julie Jimenez	info@westsachamber.org julie@westsachamber.org	
Women's Business Enterprise	Avery Smith	bids@wbea-texas.org	
NAHRO	Web Site	http://nahro.economicengine.com	
Public Purchase	Web Site	www.publicpurchase.com	
Texas ESBID	Web Site	https://portal.cpa.state.tx.us/	
North San Antonio Chamber of Commerce	Web Site	https://northsachamber.chambermaster.com	
<b>Direct Solicits</b>			
	<b>HUBS on CMBL</b>		
ALAMO 1	Joseph Salas	frontdesk@alamo1.com	210-404-1220
LONE STAR JANITORIAL, LLC	Vernita Sneed	sneedv@callsj.com	210-360-1617
MLP VENTURES INC.	Liborio Perez	mlp@att.net	210-623-8172
TEJAS PREMIER BUILDING CONTRACTOR, INC.	Andrew Wallace, Chief Estimator	andrew@tejaspremierbc.com	210-821-5858
	<b>Section 3 Bidders</b>		
All Pro General Construction Inc.		<a href="mailto:rs@apgc.biz">rs@apgc.biz</a> <a href="mailto:jorge@apgc.biz">jorge@apgc.biz</a>	210 627 2563
Trevino Contractors		trevinocont@live.com	210-787-7223

**Advertisement List**  
**Solicitation # 2006-910-27-5036**  
**Bulk Pick-up Services Agency Wide**

EA Contractor		enrique@mtsconstructor.com	
Garcia Brothers Make Ready & Repairs		GBMR.REPAIRS@YAHOO.COM	
R&J Muniz Remodeling		munizjuan60@yahoo.com	
R&C Landscape		floresrudy@hotmail.com	
	<b>Direct Solicits</b>		
Bulk-Away	Cameron McCreary	cameron@bulk-away.com	844-571-2359
Fam Hauling Junk Removal	Allen Perez	<a href="mailto:Allen.perez67@yahoo.com">Allen.perez67@yahoo.com</a>	210-723-9209
HaulBrooks	Chester Bidmead	chester@haul-brooke.com	210-716-0000
Girls Can Too	April Gest	<a href="mailto:aprilgest@gmail.com">aprilgest@gmail.com</a>	210-909-1582
Junk King San Antonio		Dewitt.rote@junk-king.com	210-305-5248
Junk Medics			210-504-5400
JDog Junk Removal & Hauling		<a href="mailto:info@jdog.com">info@jdog.com</a>	844-438-5364
JL Junk Removal		JLjunkremoval16@gmail.com	210-683-3124
Junk Removal San Antonio		<a href="mailto:junkguyssanantonio@gmail.com">junkguyssanantonio@gmail.com</a>	210-853-2299
Junk Patrol		JunkPatrols@gmail.com	210-702-8262
Just Junk Solutions	Raul de la Torre	info@justjunksolutions.com	210-742-2100
Last Load Dumpster Service		lastloadadds@gmail.com	210-596-3100
Prestige Junk Removal and Hauling, LLC		prestigejunkremoval@gmail.com	210-753-6689
Texas Refuse	Marc Foster	Cheryl@texasrefuse.com	210-648-1427
River City Waste, Inc.	Kevin Jones	<a href="mailto:kevin@rivercitywaste.com">kevin@rivercitywaste.com</a>	210-633-0165
Ramirez Junk Removal Services		info@ramirezjunkremovalservices.com	210-251-1224
We Heart Junk		mike@weheartjunk.com	210-284-2413
Xtreme Junk Removal and Services		xtremejunkremoval@yahoo.com	830-200-0769
Waste Management	Christopher Cox	ccox6@wm.com	

## SAN ANTONIO HOUSING AUTHORITY

October 8, 2020

## BOARD OF COMMISSIONERS

**RESOLUTION 6076, AUTHORIZING THE AWARD OF A CONTRACT FOR CARPET CLEANING SERVICES TO MASTER CARPET CLEANING (HABE) FOR AN ANNUAL CUMULATIVE AMOUNT NOT TO EXCEED \$150,000.00; FOR A PERIOD OF ONE YEAR WITH THE OPTION TO RENEW UP TO FOUR ADDITIONAL ONE-YEAR TERMS**

<p>DocuSigned by: <i>David Nisivoccia</i> 5609927B75274DC...</p> <hr/> <p><b>David Nisivoccia</b> President and CEO</p>	<p>DocuSigned by: <i>Steven Morando</i> 5A099F08F5A422...</p> <hr/> <p><b>Steven Morando</b> Director of Procurement and General Services</p>	<p>DocuSigned by: <i>Kristi Baird</i> 3ABDA0373371411...</p> <hr/> <p><b>Kristi Baird</b> Director of Beacon Communities</p>
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**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6076, authorizing the award of a contract for carpet cleaning services to Master Carpet Cleaning (HABE) for an annual cumulative amount not to exceed \$150,000.00; for a period of one year with the option to renew up to four additional one-year terms.

**FINANCIAL IMPACT:**

The current award recommendation for carpet cleaning services is not expected to exceed an annual cumulative amount of \$150,000.00 and will be funded by the properties operating budgets or available reserves.

**SUMMARY:**

SAHA requires the services of a vendor to provide carpet cleaning services agency wide. The Contractor shall have truck mounted equipment capable of cleaning carpet and providing water extraction. All carpet cleaning equipment must be able to produce hot water of at least 170 degrees fahrenheit and must be capable of producing a suction of at least 250 inches of lift.

The services to be provided under this award will include pre-treating all areas that have spots, stains or heavily soiled areas; moving furniture (if necessary); water extraction to include removal and replacement of pad; sanitizing carpet against odor causing bacteria, mold and mildew; steam cleaning; blower and dehumidifier; and carpet stretching, if required. Cleaning Methods shall include, but are not limited to: steam cleaning, dry cleaning, spot cleaning and the vendor must use Scotchgard or equal for soil and stain resistant treatments.

On July 22, 2020, SAHA issued an Invitation For Bids (IFB) #2006-910-09-5030 for Carpet Cleaning agency wide that closed on August 19, 2020. The IFB was published on the SAHA website, Electronic State Business Daily (ESBD), The Hart Beat, posted on NAHRO, Public Purchase and direct solicited to 40 vendors. A total of two bids were received in response to this solicitation: Master Carpet Cleaning (HABE) and AV General Contracting (HABE). Both bids were evaluated on the following criteria: purchase price, reputation of the bidder and their goods or services, quality of the goods or services, extent to which the goods or services meet SAHA's needs, total long term cost, and any relevant criteria contained in the solicitation document. Based on the above, we are recommending a contract award to Master Carpet Cleaning. They

**SAN ANTONIO HOUSING AUTHORITY****October 8, 2020**

are the lowest priced responsive and responsible bidder.

**COMPANY PROFILE:**

Master Carpet Cleaning was established in 2006 and is headquartered in Live Oak, Texas. This vendor self-certifies as a HABE. They service multi-family, single family homes, and commercial properties providing services to include, but are not limited to: steam cleaning carpets, tiles, wood, laminate and area rugs; pre spot treatment before cleaning carpet; stain removal; carpet repairs; moving furniture; carpet stretching; carpet dyeing - per manufacturer's instructions and best industry practices; Scotchgard - per manufacturer's instructions and best industry practices; pet treatment; 24 hour emergency service within two hours after notification; water extraction services; removal and replacement of new carpet pad; treatment for mold and mildew; anti bacteria treatment; odor elimination; and they install blowers and dehumidifiers to dry areas per industry standards. Master Carpet has truck-mounted machines to ensure a higher cleaning standard. Their equipment generates water temperatures between 90 and 370 degrees Fahrenheit and produces a suction of 250 to 400 inches of lift to promote faster drying time. They only use non-toxic and non allergenic chemical solutions for effective removal of soils and stains. Their client list includes KB Homes, Allied Orion Group, and Alcove at Alamo Heights.

**CONTRACTOR PERFORMANCE:**

Master Carpet Cleaning has been SAHA's provider of this service for the last 10 years and has performed satisfactorily under each of the awarded contracts.

**CONTRACT OVERSIGHT:**

Contract oversight will be provided by Kristi Baird, Director of Beacon Communities, who will monitor the vendor's adherence to contract requirements and performance. The Procurement Department will be responsible to ensure the vendor submits the Contractor's Section 3 Compliance report on a monthly basis, monitor compliance with the vendor's SWMBE subcontractor good faith utilization plan, provide annual contract performance evaluation survey to end users, and assist departments in the contract renewal or new solicitation process.

**STRATEGIC GOAL:**

Preserve and improve existing affordable housing resources and opportunities.

**ATTACHMENTS:**

Resolution 6076  
Bid Tabulation  
Advertisement List

**San Antonio Housing Authority  
Resolution 6076**

**RESOLUTION 6076, AUTHORIZING THE AWARD OF A CONTRACT FOR CARPET CLEANING SERVICES TO MASTER CARPET CLEANING (HABE) FOR AN ANNUAL CUMULATIVE AMOUNT NOT TO EXCEED \$150,000.00; FOR A PERIOD OF ONE YEAR WITH THE OPTION TO RENEW UP TO FOUR ADDITIONAL ONE-YEAR TERMS**

**WHEREAS**, on July 22, 2020, SAHA issued an Invitation For Bids (IFB) #2006-910-09-5030 for Carpet Cleaning agency wide that closed on August 19, 2020; and

**WHEREAS**, two bids were received in response to the IFB; and

**WHEREAS**, we are recommending a contract award to Master Carpet Cleaning. They are the lowest priced responsive and responsible bidder; and

**WHEREAS**, the current award recommendation for carpet cleaning services is not expected to exceed an annual cumulative amount of \$150,000.00 and will be funded by the properties operating budgets or available reserves; and

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

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Commissioners of SAHA hereby:

- 1) Approves Resolution 6076, authorizing the award of a contract for carpet cleaning services to Master Carpet Cleaning (HABE) for an annual cumulative amount not to exceed \$150,000.00; for a period of one year with the option to renew up to four additional one-year terms.
- 2) Authorizes the President and CEO, or designee, to execute all necessary documents associated with this contract.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia**  
President and CEO

**Advertisement List**  
**Solicitation # 2006-910-09-5030**  
**Solicitation Title: Carpet Cleaning –Agency Wide**

Associations /Vendors	Contact Name	Email	Notes
<b>Associations Revised as of 2/7/2019</b>			
African American Chamber of Commerce of San Antonio	Lou Miller	blackchamber@aol.com	
Alamo Asian American Chamber of Commerce	Elva Adams	elva.adams@wellsfargo.com	
Alamo City Black Chamber Of Commerce	Sherry Logan	Slogan@alamocitychamber.org	
American Council of Engineering Companies - San Antonio (ACEC-SA)	Anne Whittington	anne@acectx.org	
American Institute of Architects	Paula	paula@aiasa.org	
American Subcontractors Association	Jennifer Swinney	jennifer@asasanantonio.org	
Associated Builders and Contractors S. Texas Chapter	Steve Schultz	steve@abcsouthtexas.org	
Builders Exchange	Jeannette Olguin	jeannette@virtualbx.com	
Construct Connect		content@constructconnect.com	
CFMA		kimr@avacpa.com	
Goodwill Industries	Angelique de Oliveira	adeoliveira@goodwillsa.org	
Greater San Antonio Builders Association	Kristi Sutterfield	ksutterfield@sabuilders.com	
The San Antonio Chamber of Commerce	Dave Petersen	dpetersen@sachamber.org	
Hispanic Contractors Association de San Antonio	Clarissa Perez	exdir@hcalesa.org admin@hcalesa.org	
Home Depot Pro Accounts	Darren Friesenhahn	Darren_Friesenhahn@homedepot.com	
IEC	Julie Howard	jhoward@iecsanantonio.com rvasquez@iecsanantonio.com	
MCA-SMACNA		mca-smacna@mca-smacna.org	
Minority Business Council	Hector Garcia	hector@hegarciacpa.com	
National Alliance of Craftsmen Association	Victor Landa	arvelasquez01@yahoo.com	
National Association of Women in Construction (NAWIC)	Sandee Morgan	nawicerin@gmail.com nawicsatx@gmail.com	
NAWBO San Antonio	Madeline Slay	Madeline@masarchitecture.com	
Plumbing Heating Cooling Contractors Association	Heidi Timble	Heidi@phcc-sanantonio.org	
Professional Engineers in Private Practice	Diane Hoskins	bexarpepp@sbcglobal.net	
Real Estate Council of San Antonio	Martha Mangum	martham@recsanantonio.com	
SAABE	Melodie	mg.assoc.mgmt@gmail.com	

**Advertisement List**  
**Solicitation # 2006-910-09-5030**  
**Solicitation Title: Carpet Cleaning –Agency Wide**

San Antonio Board of Realtors	Suzanne	Suzanne@sabor.com	
SA Chapter of the Associated General Contractors	Dana Marsh	sanantonioagc@gmail.com	
San Antonio Hispanic Chamber of Commerce	Brianna Dimas	briannad@sahcc.org mariyaf@sahcc.org	
San Antonio Masonry Contractors Association	Debbie Mason	thesamca@gmail.com	
San Antonio Women's Chamber of Commerce	Cindy Libera	admin@sawomenschamber.org	
SmartApartmentData.com		constructionadmin@smartlocating.com	
South Central Regional Certification Agency	Charles Johnson	cjohnson@sctrca.org	
South San Antonio Chamber of Commerce	Al Arreola Jr	al@southsa.org	
Southwest Minority Supplier Diversity Council	Robert Casas	smsdc@smsdc.org gabrielle@smsdc.org	
Surety Association of South Texas, Inc.	Jim Swindle	jim@alamobonds.com	
Texas Society of Professional Engineers		jennifer@tspe.org	
TIBH Industries	Robert Olivo	robertolivo@tibh.org	
UTSA Minority Business Development Agency	Orestes Hubbard Jennifer Mort Jacqueline Jackson	orestes.hubbard@utsa.edu jennifer.mort@utsa.edu Jacqueline.Jackson@utsa.edu	
UTSA Procurement Technical Assistance Center	Terri Williams	ptac@utsa.edu	
West San Antonio Chamber of Commerce	Julie Jimenez	info@westsachamber.org julie@westsachamber.org	
Women's Business Enterprise	Avery Smith	bids@wbea-texas.org	
NAHRO	Web Site	http://nahro.economicengine.com	
Public Purchase	Web Site	www.publicpurchase.com	
Texas ESBD	Web Site	https://portal.cpa.state.tx.us/	
North San Antonio Chamber of Commerce	Web Site	https://northsachamber.chambermaster.com	
<b>Direct Solicits as of 04/08/2020</b>			
	<b>HUBS on CMBL</b>		
461 Holdings	Janice Sioira	info@461eco-clean.com	
Alamo Landscaping and Building Maintenance	Steven Perez	Steve@alamobuildingmaintenance.com	210-559-9746
All Pro Commercial Janitorial	Steven Reyes	steve@allprojani.com	
Helping Hands Service Solutions	David ONeal	David.oneal@helpinghandssolutions.com	210-709-0201
Hygiene Merit	Richardo Gonzalez	richardo@hygienemerit.com	
Vericlean Services Corp.	Abdiel Vinas	Abdiel@vericleanservices.com	
S & S Cleaning	Valerie DeLeon	Valerie@sandsclean.com	
<b>Section 3 Bidders</b>			
Mr T Detail Service	Luis Trillo	Trillo0681@hotmail.com	

**Advertisement List**  
**Solicitation # 2006-910-09-5030**  
**Solicitation Title: Carpet Cleaning –Agency Wide**

TDC Services, Inc.	Dolores Amador	dolores@tdcservicesinc.com	
	<b>Direct Solicits</b>		
Yolie's Janitorial	Yolie Pineda	yp3743@gmail.com	
ACE Floor Solutions		pete@acefloors.org	
Admiral Chem Dry		admiralchemdry@sbcglobal.net	
Alamo Steam Team		jeremiah@alamosteamteam.com	210-559-9726
Alladin Cleaning and Restoration		bob@aladdincleans.com	
Amazing Carpet Care		info@amazingcarpetcare.com	210-909-6538
Best Carpet Cleaning Experts		Marktar65@gmail.com	
Blackmon Mooring – SA	Brian Stickel	bstickel@bmscat.com	210-394-5519
Chem-Dry San Antonio	Eugene Quintana	fiestacd@hotmail.com	
Dirt Free Carpet		info@dirtyfreecarpet.com	
Discovery Carpet Care	Haley Crater	Discovercarpetcare@gmail.com	210-385-1038
Endeavors Unlimited	Eliques Guerra	eguerra@endeavorsunlimited.org	
Fresh Air	Alex Nero	Alexnero109@hotmail.com	
Global Restoration Service		globalrestorationservices@yahoo.com	
Jani-King of San Antonio	Doug Tresnak Ed Ferris	dtresnak@janikingsan.com eferris@janikingsan.com	
<b>Knight Carpet Care</b>			<b>210-781-8730</b>
Knight Restoration Services	Jesse Purbis	jesse@knightsvcs.com	210-253-2648
Lone Star Carpet Care and Restoration		Paulwalker210@yahoo.com	210-609-9061
Master Carpet	Carlos Torres	mastercarpet@satx.rr.com	
Out of the Woods Industries	Torino Woods	torino@outofthewoodsindustries.com	
San Antonio Carpet Cleaning		sanantoniocarpetcleaners@gmail.com	
Servpro of Northeast SA	Stephen Pierce	spierce@servepronesa.com	210-653-4651
Stanley Steamer San Antonio	Jesse Araiza	Jesse.araiza@steamer.com	210-271-7687
Steam Master Cleaning		service@steamcleaneverything.com	
Steam Solutions Carpet Cleaning		Steamsolutionscarpetcleaning@yahoo.com	210-643-3812
Steamatic		steamaticchc@gmail.com	
Steamers Carpet Care		info@steamerscarpetcare.com	
Terra Klean Solutions		Tflores76@msn.com	
Trusted Care Carpet		trustedcarecarpet@yahoo.com	
Ultimate Carpet Cleaning		services@ultimatecarpetcleaningsa.com	
White Rock Services	Justin Gagner Dee Fischer	justin@whiterockservices.com dee@whiterockservices.com	



**#2006-910-09-5030**  
**Carpet Cleaning Services - Agency Wide**

		<b>Master Carpet Cleaning</b>	<b>ZV General Contracting</b>
<b>Cost for Cleaning Carpet</b>	Sq. Ft.	\$0.05	\$0.30
<b>Cost for Spot Cleaning Carpet</b>	Sq. Ft.	0.05	0.40
<b>Cost for Dying Carpet</b>	Sq. Ft.	0.10	0.45
<b>Cost for Water Extraction</b>	Sq. Ft.	0.90	4.50
<b>Cost for Scotchguard or Equal Treatment</b>	Sq. Ft.	0.03	0.20
<b>Cost for Elimination Treatment</b>	Sq. Ft.	0.05	1.25
<b>Cost for Pet Treatment</b>	Sq. Ft.	0.05	0.80

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

**BOARD OF COMMISSIONERS**

**RESOLUTION 6077, ADOPTING THE UPDATED HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO, TEXAS (SAHA) PROCUREMENT POLICY**

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

DocuSigned by:  
*Steven Morando*  
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**Steven Morando**  
Director of Procurement and General Services

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6077, adopting the updated Housing Authority of the City of San Antonio, Texas (SAHA) Procurement Policy.

**FINANCIAL IMPACT:**

None.

**SUMMARY:**

SAHA's current Procurement Policy was approved by the Board of Commissioners on February 1, 2018. We are recommending additional revisions to the Agency's Procurement Policy and Procedures, all of which require approval by SAHA's Board of Commissioners.

SAHA's revised comprehensive Procurement Policy complies with Federal, State and local laws and regulations; provides consistency, transparency, fairness, accountability and oversight; and optimizes competition and fostering economic opportunities for small, minority and women-owned businesses, as well as, Section 3 eligible residents.

Most of the changes are minimal and will not have any impact on SAHA's Procurement operations. The major revisions to the policy are identified below and redlined in the attached document:

1. Clarification of the delegated authority of the President and CEO, referred to as the Contracting Officer, includes the following:
  - a. Authority to execute contract documents will now include those involving real estate transactions not related to multi-family properties. The previous policy was silent to authority for these type transactions.
  - b. In establishing the Agency's Procurement procedures, the Contracting Officer will provide for processes that may differ for the expenditure of federal versus non-federal funds.
  - c. Authority to join Purchasing Cooperative Organizations, where membership is not conditional on an approved resolution from the Board of Commissioners.
  - d. The authority of the Contracting Officer or his/her designee will be increased from \$50,000 to \$250,000 per contract and will apply to fixed amount contracts and

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

those with future renewal options. This authority is limited to \$250,000 for the initial contract period and each subsequent renewal period, up to HUD's five year limit for contracts.

2. The Micro Purchase threshold amount was changed by HUD in 2019 to \$10,000, which represents an increase from our current \$3,000 amount. SAHA is unable to take advantage of the higher threshold, because it is subject to following the more stringent rules of either HUD, State or local laws and regulations. Our threshold for micro purchases will remain at \$3,000, as required by the State of Texas.
3. The acceptable methods for submitting sealed bids and RFP responses is being expanded to also accept responses through an automated bid submission system.
4. Language is being added in the Ethics for Public Contracting section that highlights there may be an appearance of impropriety, when staff and Commissioners are directly involved with the selection or use of contractors and engage them for private purposes.

Public Housing Authorities are also subject to Title 2 CFR part 200.317 through 200.326 and the HUD Handbook 7460.8, Revision 2.

Attached is the recommended policy with the replaced and requested changes shown in red.

**STRATEGIC GOAL:**

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

**ATTACHMENTS:**

Resolution 6077

Procurement Policy and Procedures

**San Antonio Housing Authority  
Resolution 6077**

**RESOLUTION 6077, ADOPTING THE UPDATED HOUSING AUTHORITY OF THE CITY OF SAN ANTONIO, TEXAS (SAHA) PROCUREMENT POLICY**

**WHEREAS**, SAHA was established as a Texas Housing Authority in 1937 in order to operate Public Housing in the City of San Antonio, Texas; and

**WHEREAS**, Public Housing Authorities are subject to Title 2 CFR part 200.317 through 200.326 and the HUD Handbook 7460.8, Revision 2; and

**WHEREAS**, U.S. Department of Housing and Urban Development (HUD) requires Public Housing Authorities to establish a written procurement policy; and

**WHEREAS**, the Commissioners of SAHA are responsible for the adoption of its policies under its Rules of Governance; and

**WHEREAS**, SAHA acknowledges that the public trust demands consistency, accountability, transparency and fairness in all procurements and as such requires the establishment of policies governing the purchase of goods, supplies and services; and

**WHEREAS**, SAHA's current Procurement Policy was approved by the Board of Commissioners on February 1, 2018. We are recommending additional revisions to the Agency's Procurement Policy and Procedures, all of which require approval by SAHA's Board of Commissioners; and

**WHEREAS**, SAHA's revised comprehensive Procurement Policy complies with Federal, State and local laws and regulations; provides consistency, transparency, fairness, accountability and oversight; and optimizes competition and fostering economic opportunities for small, minority and women-owned businesses, as well as, Section 3 eligible residents.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Commissioners of SAHA hereby:

Approves Resolution 6077, adopting the updated Housing Authority of the City of San Antonio, Texas (SAHA) Procurement Policy.

**Passed and approved the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia**  
**President and CEO**

# SAN ANTONIO HOUSING AUTHORITY PROCUREMENT POLICY AND PROCEDURES

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# **I. PROCUREMENT POLICY**

## **INTRODUCTION**

This Procurement Policy (Policy) is established for the Housing Authority of the City of San Antonio, Texas, hereafter referred to as SAHA, for the acquisition of goods, supplies, commodities, materials, professional services, management and maintenance and repair services, construction services, equipment, and insurance in accordance with and subject to all federal, state and local laws, rules, codes and regulations including but not limited to the Annual Contributions Contract (ACC) with the U.S. Department of Housing and Urban Development (HUD), HUD Handbook 7460.8, Rev. 2, "Procurement Handbook for Public Housing Agencies", HUD Handbook 1530.1, "Litigation Handbook", HUD Guidebook 7485. 3G, "Comprehensive Grant Program Guidebooks," the procurement standards of Title 2 Code of Federal Regulations, Part 200 (200.118 through 200.226), referred to as "2 CFR 200", American Recovery and Reinvestment Act, SAHA's Fraud Prevention Policy, Code of Ethics, Conflict of Interest Policies as well as various HUD Notifications of Funding Availability (NOFA), and State of Texas Government and Local Government Codes.

## **I. GENERAL PROVISIONS**

### **A. PURPOSE**

The purpose of this Policy is to:

1. Provide for the fair and equitable treatment of all persons or firms involved in purchasing by SAHA;
2. Assure that all goods, supplies, commodities, services, equipment, and insurance are procured legally, efficiently, effectively, and at the most favorable terms available to SAHA and consistent with good business practices;
3. Promote competition in contracting;
4. Provide safeguards and internal controls for maintaining a procurement system of the highest quality and integrity;
5. Provide consistency and transparency in all procurement activities;
6. Foster growth of small, minority and women-owned businesses;
7. Foster growth of Section 3 Business Enterprises;
8. Provide economic opportunities for extremely low, very-low and low income persons especially those residing in public housing, and
9. Ensure comprehensive planning for all procurements to include the drafting of scopes of work and specifications that are comprehensive in nature and address all foreseeable issues.

### **B. APPLICATION**

This Policy applies to all activities to the extent required by law for the procurement of goods, supplies, commodities, services, construction, insurance, and equipment by SAHA, its instrumentalities and affiliates. It shall apply to all expenditures of funds by SAHA for public purchasing regardless of the source of funds (to include grants), including contracts which do not involve an obligation of funds, such as concession type contracts and Purchasing and Travel cards; however, nothing in this policy shall prevent SAHA from complying with the terms and conditions of any grant, contract, gift, required reimbursement or bequest that is otherwise consistent with law. The term "procurement," as used in this Policy, includes contracts, modifications, amendments and change orders, as well as the purchase, lease or rental of supplies, goods, commodities, materials, equipment, construction, maintenance, and other services, including those covered under properly established interlocal agreements. This Policy shall not govern the following items: loan transactions and documents, employment contracts, limited partnership agreements, award of housing or other vouchers to non-profit agencies, and housing assistance payment contracts.

### **C. DELEGATED AUTHORITY**

In adopting this Policy, the Board of Commissioners authorizes the President and CEO, who shall be referred to as the Contracting Officer for SAHA, to execute all contract documents, to include, but not be limited to, those involving real estate transactions not related to multi-family properties, approve and implement appropriate procurement procedures that are consistent with this Policy. The President and CEO will ensure that procedures are implemented consistent with this Policy and all federal, state and local laws and ensure employees are held accountable for all violations of this Policy, laws, rules, regulations and the implemented procedures. In establishing those procedures, different rules and regulations will be addressed as they apply to the expenditure of federal versus non federal funds (such as Section 3 program requirements and Davis Bacon Prevailing Wage Rate laws). The President and CEO may delegate the Contracting Officer's responsibilities and authority; however, this must be documented in writing. The delegated authority will stay in effect until canceled or superseded in writing by the President and CEO. While the Board of Commissioners retains the authority to approve all contracts and all expenditures in excess of the Contracting Officer's delegated authority, the Contracting Officer or his/her designee is hereby authorized to enter into contracts or commit funds up to \$250,000 per contract. This amount will apply to fixed amount contracts and those with future renewal options, so long as they do not exceed the \$250,000 for each subsequent contract renewal period, up to HUD's maximum 5 year contract period. The Contracting Officer or his/her designee is hereby authorized to approve change orders to contracts and authorize the expenditure of additional funds up to \$50,000 per contract or 25% of the original contract value whichever is less. In no event shall changes to contracts exceed 25% as

limited by state law. The Contracting Officer or his/her designee will maintain a log of all executed change orders of Board approved awards indicating the amount and purpose of the change and report the information to the Board of Commissioners on a quarterly basis.

In addition, the Contracting Officer or his/her designee shall have the authority to approve and execute all real estate contracts not related to multi-family properties, contract modifications and contract amendments to include contract extensions of time and change orders not involving the expenditure of additional funds above and beyond the approved contract amount. In addition, the Contracting Officer or his/her designee shall have the authority to exercise options to renew contracts that he/she deems to be in the best interest of SAHA and/or was included in the original contract approval.

During an emergency as defined below, the Contracting Officer or his/her designee may approve any procurement of goods, supplies, materials, services or equipment needed to mitigate the emergency regardless of the dollar amount provided that the nature and value of said purchases, if such purchases exceed delegated authority, shall be reported to the Board of Commissioners consistent with this Policy. The Contracting Officer shall have the authority to enter into intergovernmental/interlocal agreements not to exceed the delegated authority to purchase supplies and services deemed beneficial to SAHA as allowed by law. The Contracting Officer may allow SAHA to join cooperative purchasing organizations, unless the cooperative organization requires an official action, such as a Board Resolution, be provided as a condition of membership. In those instances, the Board must approve recommended membership in the organization. The Contracting Officer may delegate in writing any and all authority granted by the Board of Commissioners for procurement as he/she determines such delegation to be in SAHA's best interest. Such delegated authority shall not be reassigned without the written approval of the President/CEO.

#### **D. AMENDMENTS TO POLICY AND PROCEDURES**

While the Procurement Policy will be only amended through resolution and approval of the Board of Commissioners, the operational procurement procedures to execute the Procurement Policy shall be established by the President/CEO and do not require approval by the Board of Commissioners to establish and/or amend. In addition, a system of sanctions for violations of ethical standards and operational procurement procedures and all applicable laws, rules and regulations governing procurement shall be established and enforced. In the event an applicable law or regulation is modified or eliminated, or a new law or regulation is adopted, the revised law or regulation shall, to the extent inconsistent with this Policy, automatically supersede this Policy. Such changes shall be communicated

to the Board of Commissioners and the SAHA staff in a timely manner to ensure compliance.

**E. EMERGENCY PROCUREMENTS**

An emergency for the purposes of this Policy is defined as an event which requires immediate action in order to prevent a hazard to life, health, safety, welfare or property or to avoid undue additional cost to SAHA. By their nature, emergencies may restrict the agency's ability to follow normal procurement processes in a timely manner.

In case of an "emergency", as defined above, the Contracting Officer or his/her designee shall have the ability to conditionally override this Policy only to the extent necessary to ensure the continued operation of SAHA and mitigate the emergency. If expenditures to mitigate the emergency exceed the delegated authority of the Contracting Officer, the Contracting Officer shall seek ratification of such expenditures at the next regularly scheduled meeting of the Board of Commissioners. All such emergency procurements to the extent practical under the then existing circumstances shall be conducted in accordance with all laws, rules, regulations and codes.

**F. ETHICS IN PUBLIC CONTRACTING**

1. This Policy shall incorporate SAHA's adopted Fraud Prevention Policy, Code of Ethics and Conflict of Interest Policy with the following exception: in order to eliminate the potential appearance of impropriety in procurement activities, all employees assigned to the Procurement Department shall not receive anything of value from a Contractor or potential Contractor. The term value for purposes of this exception shall be liberally construed against the acceptance of any good or service. In the event there are any questions regarding this restriction, the Contracting Officer will provide direction to staff (e.g., gifts and food products provided during holidays, vendor sponsored events, etc.). To avoid an appearance of impropriety, staff members or Commissioners directly involved with the selection or use of contractors should not engage them for private purposes.
2. Prohibition against Contingent Fees: Contractors shall not retain a person to solicit or secure a SAHA contract for a commission, percentage, brokerage or contingent fee, except for bona fide employees or bona fide established commercial selling agencies.
3. Former employees:

- a. A former SAHA employee, officer, Commissioner or agent shall not knowingly act as a principal or agent for anyone other than SAHA in connection with any contract or claim in which said person participated personally and substantially through decision, approval, disapproval, recommendation, rendering of advice, investigation, or otherwise while a SAHA employee, officer or agent, where SAHA is a party or has a direct and substantial interest for a period of one year after employment ceases.
- b. A former SAHA employee, Commissioner or officer shall not engage in selling or attempting to sell goods, supplies, materials, services or equipment to SAHA for a period of one year after such employment ceases. The term “sell” means signing a bid or proposal; negotiating a contract; contacting any SAHA employee for the purpose of obtaining, negotiating or discussing changes in specifications, price, cost allowances or other terms of a contract; settling contract disputes; or any other liaison activity with a view toward the ultimate consummation of a sale, even if the actual contract is negotiated by another person.
- c. The Contracting Officer, in consultation with legal counsel, shall be responsible for reviewing and ruling on questions that arise from this section of the policy.

**G. OPEN RECORDS/RIGHT TO INSPECTION**

All information collected, acquired, submitted or prepared relating to a procurement after contract award shall be a matter of public record and open for inspection unless such information is reviewed and deemed proprietary, a trade secret, confidential by law, or exempted from disclosure by law.

**H. SANCTIONS AND PENALTIES**

This Policy and all procedures for its implementation establish standards of conduct for employees, Commissioners and Contractors that will assure the highest level of public service and promote transparency, accountability and fairness in the procurement process. Any violation of this Policy or procedure implementing this Policy will be subject to disciplinary actions up to and including the termination of employment consistent with SAHA’s Personnel Policy and Procedures and termination of any contracts held by the Contractor. When negotiating and drafting contracts, SAHA shall take all reasonable precautions to mitigate loss to the agency and ensure a contractor’s accountability. Such actions, as deemed appropriate under the circumstances then existing at the time of contract execution, may include but are not limited to the inclusion of liquidated damage clauses, and default provisions; however, at a minimum such actions must include clear performance standards for contractors. SAHA shall pursue all legal

remedies to include but not limited to bond forfeiture, withholding of funds, termination for cause, liquidated damages, arbitration, debarment, suspension and litigation to ensure Contractors remain accountable to the public trust.

**I. CAPITAL FUND STIMULUS GRANT POLICY**

In order to expedite and facilitate the use of capital funds under the American Recovery and Reinvestment Act, the following policy for the use only of those funds is established and is hereby labeled as the Capital Fund Stimulus Grant Procurement Policy. All procurements executed by SAHA using these funds shall follow all laws, rules and regulations referenced within this Policy with the following exceptions: Any requirements relating to the procurement of goods and services arising under state and local laws and regulations shall not apply to Capital Fund Stimulus Grants; The procurement policy and procedures relating to change orders and use of contingency funds shall apply to the expenditure of these funds, and The small purchase limit above which SAHA shall formally solicit competitive bids or proposals shall be \$100,000. (formal bid/proposal). The “Buy American requirements of Section 1605 of the Recovery Act” of 2009 shall be included as a part of any solicitation and award pertaining to procurements using Capital Fund Stimulus Grants.

**J. SELF-CERTIFICATION**

SAHA self-certifies that this Policy and its procurement system comply with all applicable Federal regulations; therefore, SAHA is exempt from prior HUD review and approval of individual procurement actions.

# PROCUREMENT PROCEDURES

## II. OPERATIONAL PROCUREMENT PROCEDURES

- A. PURPOSE:** In an effort to guide all procurement activity of SAHA and insure that such activity follows the Procurement Policy and all laws, rules and regulations, the President and CEO establishes these operational procurement procedures and shall from time to time amend such procedures.
- B. DEFINITIONS:** The following definitions shall be used as guidance when procuring goods and services for SAHA:
1. “Aggregate” - whole expenditure for goods and services purchased within a certain time frame out of a particular National Institute of Government Purchasers (NIGP) category.
  2. “Change Order” - A modification made to the contract by the Contracting Officer under the authority of the contract’s Changes or modification clause. Only the specific changes permitted by the particular Changes or modification clause may be made under a change order (e.g. modify the drawings, design, specifications, method of shipping or packaging, place of inspection, delivery, acceptance, or other such contractual requirement. All change orders must be within the scope of the contract. Change Orders shall be issued for only unforeseeable events not anticipated by the original contract but arise as a result of work performed under the contract.
  3. “Component purchases” - (a form of “bid splitting”) purchases of the component parts of an item that in normal purchasing practices would be purchased in one purchase. A prohibited practice when employed to avoid procurement related thresholds. This practice should never be done intentionally.
  4. “Contingency” - monetary reserve created in anticipation of foreseeable work within the scope of a project based upon experience and current conditions of the project but due to uncertainty, the total value of the work can not be accurately predicted at the time of drafting project specifications but unit prices for such work are included in contractor’s response to a solicitation. The anticipated amount should be included

when seeking approval from the Contracting Officer or the Board of Commissioners.

5. “Contract” – a mutually binding legal relationship obligating the seller to furnish the goods or services (including construction) and SAHA to pay for them. It includes all types of commitments that obligate an agency to an expenditure of funds and that, except as otherwise authorized, are in writing. In addition to bilateral instruments, contracts include: contract awards and notice of awards, job orders or task letters issued under basic ordering agreements, requirement contracts, or definite or indefinite-quantity contracts, letter contracts, orders such as purchase orders, under which the contract becomes effective by written acceptance or performance, bilateral (two-party) contract modifications and various cooperative and interagency agreements. Grants and cooperative agreements covered by 31 U.S.C. 6301, et seq are not contracts.
6. “Contract Modification” or “Amendment” - Any written alteration to a contract executed by the Contracting Officer.
7. “Contracting Officer” - The President/CEO or the person designated in writing by the President/CEO with the authority to make procurement related decisions as they relate to procurement methods, evaluation panel selections, change orders, other requests for procurement related actions, enter into and/or administer contracts and make related determinations and findings.
8. “Contractor”, “Vendor” and “Consultant” - As used herein means the person or entity entering into a contract with SAHA to perform all of the work required under the contract documents.
9. “Competitive Proposal” (RFP/RFQ) – A procurement method using the solicitation, evaluation, and negotiation of proposals instead of sealed bids. It is used for requirements exceeding SAHA’s small purchase threshold when conditions are not appropriate for sealed bidding due to the complexity of the required goods or services, the determination that factors other than price alone should be evaluated, the importance of qualifications or when required by laws. The agency can designate that bids be submitted in a sealed envelope or as part of its automated bid submission system, at its discretion.
10. “Cost Analysis” - cost breakdown where the individual cost elements and profit for a procurement including the complexity and risk of the work, the

contractor's investment and productivity, the amount of subcontracting, the quality of past performance and industry profit rates in the area of similar work are analyzed for reasonableness.

11. "Emergency" - an event which requires immediate action in order to prevent a hazard to life, health, safety, welfare or property or to avoid undue additional cost to SAHA.
12. "Formal Bid" (IFB) – A bid which must be advertised and forwarded in a sealed envelope and be in conformance with a prescribed format to be opened at a specified time. The requirement to conduct a formal bid process is currently \$50,000 and includes other advertising requirements that must be followed. The agency can designate that bids be submitted in a sealed envelope or as part of its automated bid submission system, at its discretion.
13. "Independent Cost Estimate" (ICE) - An estimate is generally prepared by SAHA prior to obtaining offers. The degree of analysis will depend on the size and complexity of the purchase. This serves as SAHA's yardstick as to the reasonableness of Contractor's price and costs.
14. "Instrumentality" – A subsidiary branch of SAHA through which functions or policies are implemented.
15. "Intergovernmental", "Interlocal" or "Interagency Agreement" - An agreement between SAHA and a Federal, State or local government agency (including other PHAs) for the provision of goods, supplies or services. The terms Cooperative Agreement, Intergovernmental Agreement, Consortium Agreement, Memorandum of Understanding (MOU) or Memorandum of Agreement are synonymous terms and may be used interchangeably.
16. "Labor surplus area business" – A business which, together with its immediate subcontractors, will incur more than 50% of the cost of performing the contract in an area of concentrated unemployment or underemployment, as defined by the DOL in 20 CFR Part 654, Subpart A, and in the list of labor surplus areas published by the Employment and Training Administration.
17. "Minority Business Enterprise" - A business which is at least 51% owned by one or more minority group members; or, in the case of a publicly-owned business, one in which at least 51% of its voting stock is owned by one or more minority group members, and whose management and daily

business operations are controlled by one or more such individuals. Minority group members include, but are not limited to, African/Black Americans, Hispanic/Latino Americans, Native Americans, Asian Pacific Americans, Asian Indian Americans and Hasidic Jewish Americans.

18. “Noncompetitive Proposals” – Procurement through solicitation of a proposal from only one source, or after solicitation of a number of sources, competition is determined to be inadequate.
19. “Price Analysis” – An evaluation of price based on comparison to market prices, catalog prices, historical data, or other services.
20. “Procurement” – The acquiring by contract of goods, supplies and services, including construction through purchase, lease or other means. It begins at the point when SAHA establishes a need and includes the description of requirements to satisfy agency needs, solicitation and selection of sources, award of contracts, contract financing, contract performance, contract administration, and those technical and management functions directly related to the process of fulfilling agency needs by contract.
21. “Separate purchases” - (a form of “bid splitting”) purchases, made separately, of items that in normal purchasing practices would be purchased in one purchase. A prohibited practice when employed to avoid procurement related thresholds. This practice should never be done intentionally.
22. “Sequential purchases” - (a form of “bid splitting”) purchases, made over a period, of items that in normal purchasing practices would be purchased in one purchase. A prohibited practice when employed to avoid procurement related thresholds. This practice should never be done intentionally.
23. “Small Purchase Procedures” and “Informal Purchase Procedures” – A simplified method for acquiring goods, supplies, materials and services that do not exceed SAHA’s small purchase threshold established by law. This is currently restricted to \$50,000 by state law, which is the most restrictive governing SAHA’s procurement activity, except for projects funded by the American Recovery and Reinvestment Act. Solicitations involving amounts less than the \$50,000 threshold are also referred to as “informal” and the methods chosen for these procurements (as approved by the Contracting Officer) may include email/phone quotes, and short solicitations (“Quick Quotes”).

24. “Small business” – A business, which is independently owned, not dominant in its field of operation and not an affiliate or subsidiary of a business dominant in its field of operation. The size standards set by applicable law shall be used unless SAHA determines that their use is inappropriate.
25. “Services” – Include labor, professional services, management consulting services, or a combination of services and supplies which shall include but are not limited to construction projects.
26. “Section 3 business concern” – Section 3 business concern means a business concern, as defined in this section— (1) That is 51 percent or more owned by Section 3 residents; or (2) Whose permanent, full-time employees include persons, at least 30 percent of whom are currently Section 3 residents, or within three years of the date of first employment with the business concern were Section 3 residents; or (3) That provides evidence of a commitment to subcontract in excess of 25 percent of the dollar award of all subcontracts to be awarded to business concerns that meet the qualifications set forth in (1) or (2) above.
27. “Section 3 Resident” - for the purposes of this policy, those individuals that are eligible for Section 3 status, but may or may not be currently residing in a public housing or Section 8 property.
28. “Women-owned business” – a business that is at least 51% owned by a woman or women who are U.S. citizens and also controls or operates the business.
29. “Automated Bid Submittal System” - A system made available by SAHA whereby respondents to any published solicitation can respond online in a secure environment and allow responses to be opened after the solicitation’s deadline.

**C. PROCUREMENT AUTHORITY AND RESPONSIBILITY**

While the President and CEO serves as the contracting officer, management and all employees are ultimately responsible and accountable for complying with this Policy and related procurement procedures that are adopted administratively by the President and CEO or his/her designee. Management and all employees shall ensure that all procurement activity of SAHA is conducted consistent with the best interest of SAHA and applicable laws, rules and regulations. Because planning is essential to managing the procurement function properly, all employees are responsible for periodically reviewing records of prior purchases, as well as future needs, to:

1. Identify patterns of procurement actions that could be performed more efficiently or economically;
2. Maximize competition and competitive pricing among contracts and decrease SAHA's procurement costs;
3. Reduce SAHA's administrative costs;
4. Ensure that supplies and services are obtained without any need for reprourement or the resolution of bid protests, and
5. Minimize errors that occur when there is inadequate lead time. In addition, all employees shall also consider storage, security and handling requirements when planning the most appropriate purchasing actions.

**1. RESPONSIBILITIES OF DEPARTMENT DIRECTORS**

All Department Directors are responsible for managing the procurement related activities of their departments, for ensuring staff compliance with the Policy and all implemented procedures, laws, rules and regulations, and for the following:

- a. Identifying a procurement need, communicating such need to SAHA's Procurement Department for solicitations, contracts, contract amendments, contract extensions, contract modifications and change orders, developing appropriate scopes of work and project specifications that are clear, objective, not restrictive of competition and comply with all adopted procedures and all laws, rules and regulations and reviewing proposed solicitations and contracting actions to ensure that they meet all identified needs;
- b. Developing an Independent Cost Estimate prior to solicitation, evaluating the most economical, equitable, and efficient approach to a procurement based upon this estimate and communicating such estimate to SAHA's Procurement Department;
- c. Establishing a contract administration system within his/her department to identify and document contractors' performance/conformance with the terms, conditions, and specifications of contracts and purchase orders and subsequently

communicating with SAHA's Procurement Department about such performance;

- d. Assigning a responsible party to each procurement and ensuring that he/she understands his/her responsibilities and roles in procurement including those related to budget management and regulatory compliance, and are provided with sufficient training and ongoing supervision;
- e. Providing clear policy direction to subordinates responsible for managing projects;
- f. Coordinating with SAHA's Finance and Accounting Department to ensure that sufficient funding is available to accomplish work desired;
- g. Inspecting goods and services provided to ensure compliance with contract terms and specifications;
- h. Ensuring the receipt of all requisitions in the JD Edwards computer system within 3 business days of satisfactory performance of a service or physical receipt of goods or that procurement is notified within 3 business days of disputes;
- i. Conducting a Cost Analysis or Price Analysis in accordance with the selected procurement method;
- j. Inputting requisitions and receiving purchase orders prior to the commencement of work or ordering goods unless such procurement is in response to an emergency. If the procurement is in response to an emergency, the requisition must be inputted into JD Edwards no later than the next business day;
- k. Informing the Director of Procurement or his/her designee about the existence of an emergency;
- l. Establishing quality control mechanisms for all procurement activities within his/her department; and
- m. Ensuring accountability in performance evaluations for employees engaged or overseeing procurement activities.
- n. Monitor activity and ensure that approved contract dollar amounts are not exceeded by their staff members.

**2. RESPONSIBILITIES OF CHIEF ADMINISTRATIVE OFFICER**

The Chief Administrative Officer (CAO) is responsible for the oversight of all procurement activity and enforcement of policies and procedures within SAHA and to ensure that all anticipated procurements are subject to an annual planning process to assure efficient and economical purchasing and establish expenditure patterns. Additionally, the CAO is responsible for performing all duties as the Contracting Officer, as delegated to them by the President and CEO.

**3. RESPONSIBILITIES OF THE DIRECTOR OF PROCUREMENT**

In cooperation with the various Executive employees, Department Directors and staff, the Director of Procurement or his/her designee shall be responsible for ensuring the following:

- a. Compliance with the Policy, implemented procedures, laws, rules and regulations by reviewing and approving solicitations and contracts for SAHA;
- b. All expenditures are within the approval authority level within SAHA;
- c. Independent Cost Estimates are prepared prior to the solicitation;
- d. A Cost or Price Analysis is performed consistent with the selected procurement method prior to contract award or change order;
- e. Solicitations, contracts and change orders are in writing and clearly specify the desired goods and services;
- f. Development of contracts, contract modifications, contract extensions, and change orders in cooperation with Project Managers, legal counsel and Department Directors. Any IT related purchases must be reviewed and approved by the Innovative Technology Director prior to submissions to the Procurement Department for solicitation;
- g. Contracts are supported by sufficient documentation regarding the procurement process, including, at a minimum, the method of procurement chosen and approved by the Contracting Officer; the solicitation documents, bids or proposals received, the rationale for selecting or rejecting bids or proposals and the basis for contract price;

H. Assist staff and Directors to avoid exceeding contract amounts.  
~~The dollar amount of a contract is not exceeded without authority;~~

i. Coordinating, hearing and recommending decisions to the Contracting Officer on all bidding and selection-related protests and appeals relating to procurement;

j. Maintaining the official and original solicitation and contract files for SAHA;

k. Establishment of an agency-wide vendor performance system, and

l. Auditing 10% of all purchase orders on a monthly basis to ensure compliance with all laws, rules and regulations, including the procurement policy and implemented procedures and directives.

**4. RESPONSIBILITIES OF DIRECTOR OF FINANCE AND ACCOUNTING**

The Director of Finance and Accounting or his/her designee in coordination with the various Department Directors is responsible for ensuring the following:

a. Sufficient funding exists to accomplish the desired work,

b. Expenditures are within Board-approved budgets and variances are reported to the Board of Commissioners, and

c. Payment of all approved invoices according to the contract terms.

### **III. PROCUREMENT METHODS**

**A. Selection of Method**

1. In order to directly purchase the required goods or services including construction and insurance, employees shall choose from the following procurement methods based upon the nature and anticipated dollar value of the total requirement. Purchases shall not be artificially divided so as to constitute component, sequential or separate purchases to avoid procurement requirements or requisition authority. The rationale for selection of the procurement unless obvious shall be stated in the procurement file.

2. During the procurement planning process if it is determined that the expenditure of any good, commodity, supply or service in the aggregate will exceed \$50,000 per calendar year, a formal procurement shall be conducted.
3. It shall be understood that credit cards or purchasing cards (P-cards) are not procurement methods but rather payment methods. All authorized users shall follow the procurement requirements stated within this procedure when making purchases with a credit card or purchasing card.
4. Ties in submitted proposals, bids or quotes shall be broken by casting lots as required by state law.

**B. Micro Purchases (not exceeding \$3,000 in the aggregate)**

**HUD's micro purchase limit is \$10,000 - SAHA must follow State of Texas for over \$3,000 purchase, which is more stringent than HUD guidelines.**

1. Employees are required to obtain a minimum one quote provided the quote is considered fair and reasonable. In most cases, it is encouraged that multiple quotes be obtained, based on the nature of the goods or services being obtained.
2. To the greatest extent feasible and to promote competition and support small, minority and women-owned businesses as well as Section 3 business concerns, purchases should be distributed among qualified sources. However, component, separate or sequential purchases shall not be allowed to circumvent any laws or SAHA's procurement policy or procedures.
3. Award shall be made to the qualified vendor that provides the "best value" to SAHA considering price and other rationally related factors deemed important such as experience and vendor's past performance .
4. The employee with assistance from SAHA's Procurement Department shall make a determination based upon recent research, experience or recent purchases that the price is fair and reasonable ~~and fair~~ prior to award.
5. Quotes may be obtained orally in person or by phone, by fax, in writing or email but must be documented and presented to the Procurement Department with purchase requisition or forwarded to the Procurement Department if purchased by credit card.

**C. Small Purchases (over \$3,000 but not exceeding \$50,000 in the aggregate)**

1. Employees shall obtain a reasonable number of quotes preferably three. Employees shall attempt to solicit at least two quotes from historically underutilized businesses (**outreach is the only requirement**) as listed by the Comptroller of the State of Texas.
2. To encourage competition and foster the growth of small and minority-owned businesses and Section 3 business concerns such purchases shall be distributed among qualified sources when feasible. However, component, separate or sequential purchases shall not be allowed to circumvent procurement policy or procedures.
3. Quotes may be obtained orally by telephone, fax, in writing or by email as allowed by law and regulations.
4. Award shall be made to the offeror providing the lowest acceptable quotation unless justified in writing based on price and other specified factors clearly identified in the solicitation.
5. The names, addresses and/or telephone numbers of the offerors and persons contacted, the date and amount of each quotations shall be documented and maintained as a public record unless otherwise provided in law or regulation. Such quotes shall be forwarded to Procurement Department with the purchase requisition.
6. Employees shall ensure that the price is reasonable and fair through a comparison of offers or by other means such as but not limited to prior purchases of the same nature, catalog prices, or personal knowledge.

**D. Purchases exceeding the \$50,000 small purchase threshold in the aggregate**

1. Sealed Bids: The preferred method for procuring goods, construction, supplies and non-complex service contracts. This method shall not be used when procuring Architectural and Engineering Services (A/E) or other excluded categories of professional services. Where deemed appropriate, multi-step bids may be utilized.
  - a. Conditions for use: Contracts shall be awarded based on competitive sealed bidding if the following conditions are present:
    - (1) a complete, adequate and realistic specification or purchase description is available;
    - (2) two or more responsible bidders are willing and able to compete effectively for the work;



evident on the face of the bid or the bidder submits convincing evidence that a mistake was made. All decisions to allow withdrawal of bids after opening shall be supported by a written determination signed by the Contracting Officer or his/her designee.

4. If a mistake is made at an extended cost in a bid, the unit price in the bid shall prevail.

e. Bonds:

1. For construction contracts exceeding \$100,000, the contractor must submit the following unless otherwise exempted by law or regulations:
  - (a) a bid guarantee at the time of bid submittal for 5% of the bid price, and
  - (b) an assurance of completion as evidenced by a performance and payment bond in a penal sum of 100% of the contract price, separate performance and payment bonds, each for 50% or more of the contract price, 20% cash escrow, or a 25% irrevocable letter of credit.
  - (c) All bonds must be obtained from guarantee or surety companies acceptable to the U.S. Treasury (listed in U.S. Treasury Circular 570, commonly referred to as the T-list) and authorized to do business in the State of Texas. Individual sureties shall not be considered.
2. For all public work projects as defined by state law over \$25,000, Contractors shall execute a payment bond in the full amount of the contract price. Such bonds must be in compliance with (1)(c) above.
3. The Contracting Officer may establish bonding requirements for other procurement activity if deemed to be in the best interest of SAHA and not unduly burdensome upon competition.

2. Competitive Proposals (preferred method for procuring professional services which allows for consideration of technical factors other than price, negotiations and withdrawal of proposal anytime prior to contract award)
  - a. Conditions for Use: Competitive Proposals including turnkey proposals for development may be used if there is an adequate method of evaluating technical proposals and if SAHA determines that conditions are not appropriate for the use of sealed bids. An adequate number of qualified sources shall be solicited.
  - b. Solicitation: Competitive proposals shall be solicited through a “Request for Proposals” (RFP) or Request for Qualifications (RFQ) issued by SAHA. The RFP shall clearly identify the relative importance of price and other evaluation factors and sub factors, including the weight given to each technical factor and sub factor. However, in RFQs price shall not be solicited in the proposal but shall be negotiated prior to award. A mechanism for fairly and thoroughly evaluating the technical and price proposals shall be established before the solicitation is issued. Proposals shall be handled so as to prevent disclosure of the number of offerors, identity of the offerors and the content of their proposals until contract award.
  - c. Evaluation: Proposals shall be evaluated only on the criteria stated in the RFP. The price factor may be assigned a specific weight in the evaluation or may be considered in conjunction with technical factors. Proposals shall be evaluated by a panel with expertise on the subject matter. The Contracting Officer shall establish criteria for selecting panel members including standards for ensuring that panelists have no conflicts of interest with past or future work with SAHA or conflicts related to the RFP. The Procurement Department in cooperation with the department requesting the solicitation and Human Resources shall make recommendations for panel members to the Contracting Officer. A written justification must be prepared if a person is disqualified from seating on a panel. The Procurement Department shall ensure that panel members are insulated in their evaluation activities from interference or input from others.

- d. **Negotiation:** All competitive proposals shall be subject to negotiations with offerors who submit proposals determined to have a reasonable chance of being selected for award, based on evaluation against the technical and price factors specified in RFP. Such offerors shall be accorded fair and equal treatment with respect to any opportunity for negotiation and revision of proposals. The purpose of negotiations shall be to seek clarification with regard to, and advise offerors of, the deficiencies in both the technical and price aspects of their proposals so as to assure full understanding of and conformance to the solicitation requirements. No offeror shall be provided information about any other offeror's proposal, and no offeror shall be assisted in bringing a proposal up to the level of any other proposal. Offerors shall not be directed to reduce their proposed prices to a specific amount in order to be considered for award. A common deadline for receipt of best and final offers shall be established. "Auctioning" (which is revealing one offeror's price in an attempt to get another offeror to lower their price) is prohibited.
- e. **Award:** After evaluation and negotiation, the contract shall be awarded to the responsive, responsible offeror whose qualifications, price and other factors are the most advantageous to SAHA.
- f. **Architect/Engineer Services:** These services are obtained by qualification based selection procedures (RFQ). Competitors' qualifications are evaluated based upon the criteria in the solicitation and the most qualified competitor is selected subject to the negotiation of fair and reasonable compensation. Price is not a factor in evaluation. Qualifications based selection procedures shall not be used to purchase other types of service even though architect/engineer firms are potential sources. Additional categories that must follow the RFQ process are established by law and may be revised from time-to-time.

### **3. NONCOMPETITIVE PROPOSALS**

- a. Conditions for use: Procurements shall be conducted competitively to the maximum extent possible.

Procurement by noncompetitive proposals may be used only when the award of a contract is not feasible using small purchase procedures, sealed bids or competitive proposals, and one of the following applies:

- (1) The item is available only from a single source based on a good faith review of available sources;
- (2) An emergency as defined in the Policy exists and competitive procurements can not address the need in the timeframe allowed;
- (3) HUD authorizes the use of non competitive proposals; or
- (4) After solicitation of a number of sources, competition is determined inadequate.

b. Justification: Each procurement based on non competitive proposals shall be supported by a written justification and approval in writing by the Contracting Officer or his/her designee. Such justification at a minimum shall include the following items:

- (1) Description of the requirement;
- (2) History of prior purchases and their nature (competitive vs. noncompetitive);
- (3) The specific exemption identified above that applies to this procurement;
- (4) Statement as to the unique circumstances that require award by non competitive proposals;
- (5) Description of the efforts made to find competitive sources (advertisement in trade journals or local publications, phone calls to local suppliers, issuance of written solicitation, etc);
- (6) Statement as to efforts that will be taken in the future to promote competition for the requirement; and

(7) Signature of the Contracting Officer or his/her designee authorizing the procurement.

c. Price Reasonableness: The reasonableness of the price shall be determined by performing a cost analysis.

**F. COST AND PRICE ANALYSIS**

1. General: A cost or price analysis shall be performed for all procurement actions, including contract modifications or change orders. The degree of analysis shall depend on the complexity of the procurement. The strength of competition will typically be sufficient to determine price reasonableness in sealed bidding and small purchases.
2. Submission of Cost or Price Information: If the procurement is based on noncompetitive proposals or when only one offer is received in sealed bidding, or for other procurements as deemed necessary, each offeror shall submit a cost breakdown showing projected costs and profit; commercial pricing and sales information sufficient to enable SAHA to verify the reasonableness of the proposed price such as catalogs, or documentation that the price is set by law or regulation.
3. Cost Analysis: Cost analysis shall be performed if an offeror is required to submit a cost breakdown as part of its proposal. When a cost breakdown is submitted, a cost analysis shall be conducted on the individual cost elements and profit shall be analyzed separately by examining the complexity and risk of the work, the contractor's investment and productivity, the amount of subcontracting, the quality of past performance and industry profit rates in the area of similar work. Costs shall be allowable only to the extent that they are consistent with applicable Federal cost principles. SAHA shall have a right to audit the contractor's books and records pertinent to such costs.

**G. CANCELLATION OF SOLICITATIONS**

1. Any solicitation may be cancelled before offers are due if SAHA no longer requires the goods, supplies, services, insurance or construction, SAHA can no longer reasonably expect funds to be available, proposed amendments to solicitation would be of such magnitude that a new solicitation would be desirable or other similar reasons.
2. A solicitation may be cancelled and all bids or proposals rejected if the need for the goods, supplies, services, insurance or construction no longer exists at SAHA, ambiguous or otherwise inadequate specifications were

part of the solicitation, the evaluation criteria did not include consideration of all factors significant to SAHA, prices exceed budgetary allocations and quantity can not be SAHA adjusted to come within available funds, bids or proposals were submitted in bad faith or were collusive in nature, or in the best interest of SAHA.

3. The reasons for cancellation shall be documented in the procurement file and all offerors shall be notified of such action and given an opportunity to compete on any resolicitation or future procurement of similar items.
4. If a solicitation is cancelled because all offers were unreasonable or after receipt of only one bid, SAHA may resolicit using other procurement methods

#### **H. COOPERATIVE PURCHASING**

SAHA may enter into Federal, State or local intergovernmental agreements to purchase or use common goods, insurance and services based upon economy and efficiency when contracts have been competitively awarded. All intergovernmental agreements shall stipulate who is authorized to purchase on behalf of the participating parties and shall specify inspection, acceptance, termination, payment and other relevant terms and conditions. SAHA is encouraged to use Federal and State excess and surplus property instead of purchasing new equipment, goods, supplies and property whenever such use is feasible and reduces project costs. The supplies, goods, equipment and services obtained under a cooperative purchasing agreement must have been procured in accordance with all laws, rules and regulations.

#### **I. CONTRACTING WITH RESIDENT ORGANIZATIONS**

Notwithstanding the provisions above pertaining to full and open competition in procurements, the Contracting Officer may authorize use of the “alternative procurement process” to limit competition to resident-owned businesses or contract on a non-competitive basis with a resident management corporation, to the extent such procurement is deemed reasonably priced and will assist SAHA in meeting its Section 3 goals.

#### **J. CONTRACTING FOR LEGAL SERVICES**

Contracting for legal services shall be conducted in accordance to all applicable laws, rules, regulations and policy guidelines.

## **IV. CONTRACTOR QUALIFICATIONS AND DUTIES**

### **A. CONTRACTOR RESPONSIBILITY**

Procurement shall be conducted only with responsible contractors, for example, those who have the technical and financial competence to perform and who have a satisfactory record of integrity and safety on the job. Before awarding a contract, SAHA shall review the proposed contractor's ability to perform the contract successfully by considering factors such as the contractor's integrity, compliance with public policy, record of past performance and financial and technical resources to perform the work in the timeframe required and according to the stated specifications and scope of work. If a contractor is found to be not responsible, a written justification for such finding must be placed in the procurement file.

**B. SUSPENSION AND DEBARMENT**

Contracts shall not be awarded to debarred, suspended or ineligible contractors under HUD-imposed limited denial of participation in accordance with federal and state laws, rules and regulations. All contractors shall be checked prior to award for failure to pay franchise tax to the State of Texas, inclusion on the excluded parties list, limited denial list and state of Texas debarment lists.

**C. ORGANIZATIONAL CONFLICTS OF INTEREST**

1. "Organizational conflict of interest" is a situation in which the nature of the work to be performed under a SAHA contract and a contractor's organizational, financial, contractual or other interest are such that the contractor possesses an unfair competitive advantage in competing for the contract, the award may result in an unfair competitive advantage for future work or the contractor's objectivity in performing the contract work may be impaired.
2. SAHA shall neutralize such conflicts by requiring contractors to disclose any such conflicts when they submit their offers and exclude contractors who provide services relating to studies or specification writing from competing for any subsequent contract which is based on such services.

**V. TYPES OF CONTRACTS, CLAUSES AND CONTRACT ADMINISTRATION**

**A. CONTRACT TYPES**

Pursuant to law, any type of contract which is appropriate to the procurement and which will promote the best interests of SAHA may be used with the exceptions of cost plus a percentage of cost and percentage of construction cost methods. The following are some examples of permissible type of contracts: requirement contracts, indefinite quantity contracts, definite quantity contracts and cost

reimbursement contracts if less costly and the contractor's accounting system can allocate costs based upon cost principles, and time and materials contracts that include a ceiling price.

**B. OPTIONS**

Options for additional quantities or performance periods may be included in contracts, provided that the option is contained in the solicitation, is a unilateral right of SAHA, the contract states a limit on the additional quantities and the overall term of the contract, the options are evaluated as part of the initial competition, the contract states the period within which the options may be exercised, the option may be exercised only at the price specified in the contract or reasonably determinable from the contract and may only be exercised if determined to be more advantageous to SAHA than conducting a new procurement. The Contracting Officer shall have the authority to execute such options.

**C. CONTRACT CLAUSES**

In addition to containing a clause identifying the contract type and pricing arrangements and pertinent terms and conditions, all contracts shall include any clauses either by attachment or incorporation required by federal statutes, executive orders, and their implementing regulations and state law.

**D. CONTRACT ADMINISTRATION**

SAHA shall maintain a contract administration system designed to ensure that contractors perform in accordance with their contracts. Operational procedures shall contain guidelines for inspection of supplies, services or construction, adherence to insurance requirements, as well as monitoring contractor performance, status reporting on construction contracts and similar matters to include compliance with the good faith utilization plan submitted by the contractor outlining subcontracting opportunities for small, minority and women-owned businesses and providing economic opportunities for Section 3 residents.

**E. CHANGE ORDERS and USE OF CONTINGENCY FUNDS**

Change orders and the use of contingency funds shall be minimized in all projects through adequate planning to include the drafting of scopes of work and specifications that are comprehensive in nature and address all foreseeable issues. Past experience with similar projects shall be one guiding mechanism as to whether or not a condition is foreseeable. All change orders and contract modifications shall comply with the Changes clause in HUD 5370, HUD 5370-C1 and HUD 5370-EZ if applicable to the procurement. Change orders do not include foreseeable work within the

scope of a project. Such foreseeable work shall be funded through contingency reserves.

All use of contingency funds must be pre-approved by the Contracting officer prior to commencement of work by the contractor. Change orders to contracts shall be administered in accordance with the following requirements:

1. All requests for change orders including orders for additional work and orders reducing work (credit change orders) submitted by Contractors or at the request of a Project Manager must be approved by Department Director or his/her designee, the Director of Procurement or his/her designee, Department Officer or his/her designee, the Chief Financial Officer for amounts over \$2,500, and the Contracting Officer or his/her designee.
2. If the amount of the submitted change order does not exceed the \$50,000 cap per contract, the Contracting Officer shall be the final approval.
3. If the amount of a change order increases a contract by more than \$50,000, the Board of Commissioners shall be the final approval.
4. This change order procedure shall be applicable to all SAHA contracts.
5. The original contract price may not be increased by more than 25%. If there is a decrease of more than 25%, approval of the contractor must be obtained.
6. A cost analysis must be performed and submitted to the Procurement Department with the request for a change order.
7. Change orders shall not be divided or split to avoid the dollar threshold for Board approval.

## **VI. APPEAL AND REMEDIES**

### **A. GENERAL**

It is SAHA's policy to resolve all contractual issues informally at SAHA's level without litigation. Disputes shall not be referred to HUD until all administrative remedies have been exhausted at SAHA. When appropriate,

SAHA may consider the use of informal discussions between the parties by individuals who did not participate substantially in the matter in dispute to help resolve the differences. HUD will only review protests in cases of violations of federal law or regulations or failure of SAHA to review a complaint or protest.

**B. BID PROTESTS**

Any actual or prospective contractor may protest the solicitation or award of a contract for material violation of SAHA's procurement policy. Any protest against a solicitation must be received before the due date for receipt of bids or proposals and any protest against the award of a contract must be received within ten calendar days after contract award or the protest will not be considered. All protests must be in writing and submitted to the Director of Procurement for a written decision. The Director of Procurement shall make a recommendation to the Contracting Officer who shall issue a written decision and findings to the Contractor within 30 days from receipt of the written protest. This decision is then appealable to the Board of Commissioners within 30 days of receipt of the written decision. Appeals which are not timely filed will not be considered and the decision becomes final.

**C. CONTRACT CLAIMS**

All claims by a contractor relating to performance of a contract shall be submitted in writing to the Director of Procurement. The contractor may request a conference on the claim. The Director of Procurement shall after investigation submit a recommendation to the Contracting Officer concerning the claim. The Contracting Officer shall inform the contractor in writing within 30 days of the conclusion of the investigation of his/her decision and inform the Contractor of his/her appeal right to the Board of Commissioners and to HUD. All appeals to the Board of Commissioners shall be received within 30 days of receipt of the written denial of the Contracting Officer or such claim will not be considered and the Contracting Officer's decision becomes final.

**VII. ASSISTANCE TO SMALL AND OTHER BUSINESSES INCLUDING SECTION 3 BUSINESS CONCERNS**

**A. REQUIRED EFFORTS**

1. In compliance with all laws, executive orders, rules and regulations, SAHA shall maximize all opportunities to ensure that small, minority-owned and woman-owned business enterprises, and individuals or firms located in or owned in substantial part by

persons residing in the area of SAHA's housing developments, participate in SAHA contracting. SAHA's efforts to foster economic growth shall include but are not limited to the following:

- a. Including such firms when qualified on solicitation mailing lists;
- b. Encouraging the participation of such firms through direct solicitation of bids or proposals whenever they are potential sources;
- c. Dividing total requirements when economically feasible into smaller tasks or quantities to permit maximum participation by such firms;
- d. Provide training opportunities and intensive outreach;
- e. Forming partnerships with community organizations with a commitment to assisting SAHA with this mission;
- f. Requiring all contractors to submit utilization plans in formal bids and competitive proposals detailing their good faith efforts in creating economic opportunities for these groups; and
- g. Requiring prime contractors, when subcontracting is anticipated, to also take the same steps outlined above to foster economic opportunities for these groups.

**B: GOALS AND TARGETS**

All procurement activities shall be periodically reviewed for participation by small businesses, minority-owned businesses, women-owned business enterprises, labor surplus area businesses, and Section 3 business concerns in SAHA prime contracts and subcontracting opportunities. In conjunction with the Board of Commissioners, SAHA will annually review its efforts in contracting with small, minority and women owned businesses and providing economic opportunities for Section 3 residents. Annual targets and aspirational goals for these programs shall be set in cooperation with the Board of Commissioners. A Contractor's performance to meet such established goals unless a written justification for such failure is acceptable by the Contracting Officer shall be considered poor performance and will be a factor that is considered for future awards.

## **VIII. DISPOSITION OF SURPLUS PROPERTY**

Personal and real property no longer necessary for SAHA's purposes shall be transferred, sold, or disposed of in accordance with applicable Federal, state and local laws and regulations. The Contracting Officer shall be granted the authority to utilize online auctions for such services if deemed to be in the best interest of SAHA.

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

**BOARD OF COMMISSIONERS**

**RESOLUTION 6065, ADOPTING THE SAN ANTONIO HOUSING AUTHORITY INTERNAL AUDIT PLAN FOR FISCAL YEAR 2020-2021**

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**David Nisivoccia**  
**President and CEO**

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**Muriel Rhoder**  
**Chief Administrative Officer**

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**Aiyana Longoria**  
**Director of Internal Audit**

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6065, adopting the San Antonio Housing Authority Internal Audit Plan for Fiscal Year 2020-2021.

**FINANCIAL IMPACT:**

None.

**SUMMARY:**

The 2020-2021 Internal Audit Plan is a risk-based plan developed to determine that the priorities of the Internal Audit department are consistent with The Institute of Internal Auditors, Inc. (IIA) Definition of Internal Auditing, Code of Ethics, and International Standards for the Professional Practice of Internal Auditing (Standards), as well as, the San Antonio Housing Authority’s (Housing Authority’s) strategic goals. The IIA Standard 2020, “Communication and Approval” requires the chief audit executive (CAE), i.e., the Director of Internal Audit, to communicate the internal audit activity’s plans and resource requirements to senior management and the Board for review and approval. The Housing Authority’s Internal Audit Plan is defined in the Housing Authority’s Internal Audit Charter and included as part of the comprehensive internal audit program established pursuant to the Housing Authority’s Internal Audit Policy. Internal Audit activities also align with the Housing Authority’s strategic goal to transform core operations to be a high performing and financially strong organization. Final approval of the Internal Audit Plan for 2020-2021, resides with the Board of Commissioners.

The IIA Standard 2010, “Planning,” requires the internal audit plan to be based on a documented risk assessment, undertaken at least annually, with input from senior management and the Board. The Housing Authority’s CAE issued risk assessment surveys to the members of the Board of Commissioners, the Board’s attorney, and to each member of senior management and multiple operational personnel. The results of these surveys were tabulated to identify the significant risk areas, which were then included as proposed audits for the 2020-2021 Internal Audit Plan.

Additionally, in accordance with the approved Internal Audit Charter: “At least twice a year, the Audit Committee will meet separately with the CAE to provide a status report on operations and to discuss any matters that the Audit Committee or the CAE believes should be discussed privately.”

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

**STRATEGIC GOAL:**

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

**ATTACHMENTS:**

Resolution 6065

Slide presentation: Internal Audit Plan - 2020-2021

**San Antonio Housing Authority  
Resolution 6065**

**RESOLUTION 6065, ADOPTING THE SAN ANTONIO HOUSING AUTHORITY INTERNAL AUDIT PLAN FOR FISCAL YEAR 2020-2021**

**WHEREAS**, internal auditing is an independent, objective assurance and consulting activity designed to add value and improve San Antonio Housing Authority (Housing Authority) operations; and

**WHEREAS**, internal auditing helps the Housing Authority accomplish its mission by bringing a systematic, disciplined approach to evaluate and improve the effectiveness of risk management, control, and governance processes; and

**WHEREAS**, internal audit activities align with the Housing Authority's strategic goal to transform core operations to be a high performing and financially strong organization; and

**WHEREAS**, the 2020-2021 internal audit plan is a risk-based plan developed to establish the priorities of the internal audit activity, consistent with The Institute of Internal Auditors, Inc. (IIA) Definition of Internal Auditing, Code of Ethics, and International Standards for the Professional Practice of Internal Auditing (Standards), as well as the Housing Authority's strategic goals; and

**WHEREAS**, IIA Standard 2020, entitled "Communication and Approval," requires the Chief Audit Executive, i.e., the Director of Internal Audit, to communicate the internal audit activity's plans and resource requirements to senior management and the Board for review and approval.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Commissioners of SAHA hereby:

Approves Resolution 6065, adopting the San Antonio Housing Authority Internal Audit Plan for Fiscal Year 2020-2021, as attached to this Resolution.

**Passed and approved the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia**  
President and CEO



# Internal Audit Plan 2020-2021

Presentation to Board of Commissioners  
October 08, 2020

# Objective and Background

## Objective

- Review and adoption of the proposed 2020-2021 Internal Audit Plan by the Board, to set the priorities of the internal audit function for the fiscal year.

## Background

- The Internal Audit Department adheres to The Institute of Internal Auditors, Inc. (IIA) Definition of Internal Auditing, Code of Ethics, and the following *International Standards for the Professional Practice of Internal Auditing* (Standards), as documented in the approved SAHA Internal Audit Policy and Internal Audit Charter.
- The IIA Standard 2010, “Planning,” Section A1, requires the following: “The internal audit activity’s plan of engagements must be based on a documented risk assessment, undertaken at least annually. The input of senior management and the board must be considered in this process.”
- The IIA Standard 2020, “Communication and Approval,” requires the following: “The chief audit executive must communicate the internal audit activity’s plans and resource requirements, including significant interim changes, to senior management and the board for review and approval. The chief audit executive must also communicate the impact of resource limitations.”

# Process for Developing the 2020-2021

## Internal Audit Plan

### Risk Assessment Survey conducted

- Key variables assessed:
  - Staff time used in the process
  - Public disclosure implications
  - Alignment with strategic objectives
  - Increased Senior Management/Commissioner interest over prior year
  - Recent changes in personnel/procedures
  - Internal and external compliance requirements

### Other considerations

- Oversight provided by other entities, including:
  - Independent Financial and Compliance Audit
  - Regulatory Audits and Reviews
  - Other Third-Party Reviews
- Time since last audit

## Internal Audit Plan, cont'd.

### Risk Assessment conducted

- Google Form and Interviews
- Risk Assessment Methodology was the same as that used for the 2019-2020 Audit Plan
- Risk Assessment Survey responses were received from the Board of Commissioners, SAHA Executive Leadership, and SAHA Staff
  - 94% response rate
- Feedback to format was positive, and future risk assessment will build upon feedback received
- A summary of the Risk Assessment results, and proposed audits were discussed with the CEO and Executive Leadership

# Risk Assessment Survey Results

## Board of Commissioners' Survey Results - Topics of Highest Interest

- Beacon Communities
  - Performing maintenance of properties
  
- Community Development Initiatives
  - Elderly and Disabled Case Management Services and administration of food and other programs
  - Self Sufficiency Programs (FSS, Jobs-Plus, ROSS) grant program operations and administration of financial incentives
  
- Development Services and Neighborhood Revitalization
  - Construction of new developments managed by third-parties
  
- Public Housing
  - Oversight of third party managed properties
  
- Safety and Security
  - Attend community Resident Council meetings and training, to address resident safety concerns and support on-site problem solving
  - Security Risk assessments

# Risk Assessment Survey Results, cont'd.

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Business Process	Board o Commissioners	Executive Leadership	Senior Leadership Team	Other Staff
<b>Assisted Housing Programs (AHP)</b> - Program exits process		X	X	X
<b>Community Development Initiatives (CDI)</b> - Elderly and disabled case management services and administration of food and other programs; Self-Sufficiency grant programs operations and administration of financial incentives; and MTW program operations initiatives.	X	X	X	X
<b>Construction Services and Sustainability</b> - Planning, development and design of repair, retrofit or modernization projects; and Administration, management and oversight of capital improvement repair, retrofit or modernization construction contracts.	X	X	X	X
<b>Development Services and Neighborhood Revitalization</b> - Construction of new developments managed by third parties; capital planning for new developments; and purchase of capital property for use by SAHA.	X	X	X	X
<b>Procurement</b> - Planning procurement related items for Board of Commissioners approval, and general services maintaining commercial property/non-residential facilities - operating systems, equipment and related structures.	X	X	X	
<b>Public Housing and Beacon Communities</b> - Eligibility and admissions, oversight of third party management properties, performing maintenance of properties, program exits process, and third party maintenance of properties.	X	X	X	X
<b>Safety and Security</b> - Attend community Resident Council meetings and training, to address resident safety concerns and support on-site problem solving; synchronize deployment of Law Enforcement and Private Security (LEAPS) with crime stats from SAPD Fusion Center & serve as Fusion Center Liaison Officer (FLO); and Security Risk assessments.	X	X	X	

# Proposed Internal Audit Plan for FY 2020-2021

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1st Qtr. (July - Sep)	2nd Qtr. (Oct. - Dec.)	3rd Qtr. (Jan. - March)	4th Qtr. (April - June)
<b>Internal Audits</b>			
<ul style="list-style-type: none"> <li>Process for Construction of New Developments</li> </ul>	<ul style="list-style-type: none"> <li>Process for Construction of New Developments</li> </ul>	<ul style="list-style-type: none"> <li>Security Risk Assessment Process for Public Housing Communities</li> </ul>	<ul style="list-style-type: none"> <li>Maintenance of Public Housing Properties</li> </ul>
<ul style="list-style-type: none"> <li>Waitlist and Tenant Selection Process for Public Housing at Third Party Managed Communities</li> </ul>	<ul style="list-style-type: none"> <li>Vendor Quality and Dispute Resolution Process</li> </ul>	<ul style="list-style-type: none"> <li>Elderly Disabled Services Program Administration</li> </ul>	<ul style="list-style-type: none"> <li>Family Self-Sufficiency Processing and Program Completion</li> </ul>

## Compliance Reviews

<ul style="list-style-type: none"> <li>Assisted Housing Program</li> </ul>			
<ul style="list-style-type: none"> <li>Beacon Communities/ Mixed Income</li> </ul>	<ul style="list-style-type: none"> <li>Beacon Communities/ Mixed Income</li> </ul>	<ul style="list-style-type: none"> <li>Beacon Communities/ Mixed Income</li> </ul>	<ul style="list-style-type: none"> <li>Beacon Communities/ Mixed Income</li> </ul>
<ul style="list-style-type: none"> <li>Public Housing</li> </ul>			
<ul style="list-style-type: none"> <li>TP/DPUY Funds</li> </ul>			

**Internal Audit also participates in various committees throughout the organization providing opinions on internal controls, and may conduct requested audits as needed.**

# QUESTIONS?

BOARD OF COMMISSIONERS

RESOLUTIONS SAHA 6072, 20LVPFC-09-11, and 20FAC-09-11, AUTHORIZING THE LAS VARAS PUBLIC FACILITY CORPORATION AND THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT BOND FINANCING FOR THE GRANADA APARTMENTS REHABILITATION PROJECT

DocuSigned by:  
*David Nisivoccia*  
5609927D75274DC...

David Nisivoccia  
President and CEO

DocuSigned by:  
*Timothy Alcott*  
B75AC7309C8B466...

Timothy E. Alcott  
Chief Legal and Real Estate Officer

REQUESTED ACTION:

Consideration and approval regarding Resolutions SAHA 6072, 20LVPFC-09-11 and 20FAC-09-11, authorizing the Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt bond financing for the Granada Apartments rehabilitation Project.

FINANCIAL IMPACT:

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

SUMMARY:

Today we are seeking authority to file applications relating to our proposed Granada Apartments 4% tax credit rehabilitation project. As you will recall, 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. We will apply for a volume cap, which may not be awarded until the end of the year, if any volume cap is available. We need to submit our applications as soon as we can. We will also have to apply for tax credits to the Texas Department of Housing and Community Development. Accordingly, we are asking you to authorize these actions so that we may get in line, but **we are not asking you to specifically approve or be bound to this project. These are non-binding Resolutions.** This will enable us to move forward, make applications for volume cap and tax credits and begin to put the financings together and negotiate the specific terms of the deals, which we will bring back to you for approval.

The Granada Apartments Project is a 249-unit rehabilitation project proposed by Mission Development Group located at 311 South St. Mary's Street. It is proposed that all 249 units be reserved for tenants whose incomes average 60% or less of average median income. Of those currently, 137 units are at 30% AMI, 45 units are at 40% AMI and 14 units are at 50% AMI and we will continue to serve residents at these AMIs. All units will have restricted rent and must accept Section 8 vouchers, and 94 of the units will be supported by Section 8 project-based vouchers. The total project cost is estimated to be approximately \$51,000,000.00. The rehabilitation will

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

take place on approximately 20% of the units at a time to eliminate tenant displacement outside the building.

Las Varas Public Facility Corporation will be the proposed issuer of the bonds. The San Antonio Housing Facility Corporation will own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership, which will own the project.

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

**STRATEGIC GOAL:**

Strategically expand the supply of affordable housing.

**ATTACHMENTS:**

Resolution 6072

Resolution 20LVPFC-09-11

Resolution 20FAC-09-11

Map

**CERTIFICATE FOR RESOLUTION 6072  
THE GRANADA**

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

1. In accordance with its bylaws, the Board of Commissioners of SAHA (Board) held a meeting on October 8, 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

**RESOLUTIONS SAHA 6072, 20LVFPC-09-11, and 20FAC-09-11, AUTHORIZING THE LAS VARAS PUBLIC FACILITY CORPORATION AND THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT BOND FINANCING FOR THE GRANADA APARTMENTS REHABILITATION PROJECT**

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

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

**SIGNED AND SEALED this 8th day of October 2020.**



\_\_\_\_\_  
David Nisivoccia  
President and CEO

**San Antonio Housing Authority  
Resolution 6072**

**RESOLUTIONS SAHA 6072, 20LVPFC-09-11, and 20FAC-09-11, AUTHORIZING THE LAS VARAS PUBLIC FACILITY CORPORATION AND THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT BOND FINANCING FOR THE GRANADA APARTMENTS REHABILITATION PROJECT**

**WHEREAS**, LIV Granada, LP, a Texas limited partnership (Partnership), and SAHA Granada GP, LLC, a Texas limited liability company and its general partner (General Partner), will be formed to acquire and rehabilitate an approximately 249-unit multifamily housing facility (Housing Facility) located at 311 South St. Mary's Street, San Antonio, Texas (Land, together with the Housing Facility, the Project); and

**WHEREAS**, at the request of the Partnership, San Antonio Housing Authority (SAHA), 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 General Partner of the Partnership in connection with the financing of the Project, (ii) acquire the Land and lease it to the Partnership pursuant to a Ground Lease (Ground Lease), and (iii) will serve as the general contractor for the Project (General Contractor); and

**WHEREAS**, the Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue its Multifamily Housing Revenue Bonds (The Granada Apartments) Series 2021 (Bonds) to finance the Project (Bond Financing); and

**WHEREAS**, the Issuer will issue the Bonds in an amount not to exceed \$30,000,000.00 and loan such proceeds to the Partnership; and

**WHEREAS**, in connection with the Bond Financing, the Partnership, the General Partner, and/or SAHA 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 (collectively, the Bond Documents); and

**WHEREAS**, the 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 Partnership, General Partner and/or SAHA will be required to execute, complete and deliver various applications, agreements, documents, certificates and instruments to TDHCA (TDHCA Documents); and

**WHEREAS**, the Partnership will contribute equity to the rehabilitation 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 Partnership, the General Partner, and/or SAHA 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 (collectively, the Equity Documents); and

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

**WHEREAS**, in connection with the Subordinate Loans, the Partnership, the General Partner, and/or SAHA 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 (collectively, the Subordinate Loan Documents); and

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

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana “Cha” Guzman	Chair and Commissioner
Jessica Weaver	Vice Chair and Commissioner
Jo-Anne Kaplan	Commissioner
Olga Kauffman	Commissioner
Ruth Rodriguez	Commissioner
Charles Clack	Commissioner
David Nisivoccia	President & CEO
Timothy E. Alcott	Chief Legal & Real Estate Officer
Ed Hinojosa	Chief Financial Officer
Muriel Rhoder	Chief Administrative Officer
Brandee Perez	Chief Operations Officer

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

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

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

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 Loans 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 rehabilitation 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 SAHA is 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 SAHA 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, SAHA, 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 SAHA, 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 SAHA and the Partnership and Developer have represented to SAHA, that in consideration of SAHA'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 Project costs that are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHA 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, rehabilitation, equipping, installation, operation, use, occupancy, maintenance or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of SAHA 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 SAHA reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHA 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 SAHA whatsoever as a result of any decision by SAHA 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 Bracewell LLP as counsel to the General Partner and SAHA, as well as bond counsel for this transaction.

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.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivocchia**  
**President and CEO**

**CERTIFICATE FOR RESOLUTION 20LVPFC-09-11  
THE GRANADA**

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

1. In accordance with the bylaws of the Issuer, the Board of Directors of the Issuer (Board) held a meeting on October 8, 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 20LVPFC-09-11, CONCERNING THE APPLICATION OF LIV GRANADA, LP RELATING TO THE PROPOSED FINANCING OF UP TO \$30,000,000.00 OF THE COSTS OF THE ACQUISITION, REHABILITATION, AND EQUIPPING OF THE GRANADA APARTMENTS, LOCATED AT 311 SOUTH ST. MARY'S STREET, SAN ANTONIO, TEXAS; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**SIGNED this 8th day of October 2020.**

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

**Las Varas Public Facility Corporation  
Resolution 20LVPFC-09-11**

**RESOLUTION 20LVPFC-09-11, CONCERNING THE APPLICATION OF LIV GRANADA, LP RELATING TO THE PROPOSED FINANCING OF UP TO \$30,000,000.00 OF THE COSTS OF THE ACQUISITION, REHABILITATION, AND EQUIPPING OF THE GRANADA APARTMENTS, LOCATED AT 311 SOUTH ST. MARY’S STREET, SAN ANTONIO, TEXAS; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

**WHEREAS**, the Issuer, on behalf of the Housing Authority, is empowered to finance the costs of residential ownership and development that will provide decent, safe, and sanitary housing at affordable prices for residents of the City by the issuance of housing revenue bonds; and

**WHEREAS**, LIV Granada, LP, a Texas limited partnership (User), has filed an Application (Application), requesting that (i) the Issuer finance the acquisition, rehabilitation, and equipping of a proposed 249-unit multifamily housing facility located at 311 South St. Mary’s Street and known as the Granada Apartments (Project); and (ii) the Issuer file a 2021 and/or 2022 Allocation Application (defined hereafter) and/or any carryforward applications associated with such Allocation Applications to the Texas Bond Review Board as described herein; and

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

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

**WHEREAS**, this Resolution shall constitute the Issuer’s commitment, subject to the terms hereof, to issue Bonds, or other obligations, pursuant to the Act in an amount prescribed by the User now contemplated not to exceed \$30,000,000.00 and to expend the proceeds thereof to pay Development Costs including costs of acquisition, rehabilitation, equipping, and improvement of the Project, funding a debt service or other reserve fund for the Project, and paying expenses and costs in connection with the issuance of the Bonds, including costs of obtaining credit enhancement, if any; and

**WHEREAS**, the Bonds are “private activity bonds” as that term is defined in Subchapter A, Section 1372.001 of Chapter 1372, Texas Government Code, as amended, including the rules promulgated pursuant thereto in 34 Texas Administrative Code, Sections 190.1 through 190.8

(together, the Allocation Act), and various provisions of the Internal Revenue Code of 1986, as amended (Code); and

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

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

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

**WHEREAS**, in order to satisfy, in part, the provisions of the Allocation Act, the Issuer must submit an “Application for Allocation of Private Activity Bonds” or a “Application for Carryforward for Private Activity Bonds” (Allocation Application) to the Texas Bond Review Board and adopt this Resolution authorizing the filing or refiling of the Allocation Application; and

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

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

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

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

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

**WHEREAS**, the members of the Board of Directors of Las Varas Public Facility Corporation (collectively, the Board) and their respective offices are as follows:

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana “Cha” Guzman	Chair and Director
Jessica Weaver	Vice Chair and Director
Jo-Anne Kaplan	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Charles Clack	Director
David Nisivoccia	Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary
Ed Hinojosa	Assistant Secretary

Muriel Rhoder  
Brandee Perez

Assistant Secretary  
Assistant Secretary

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

Section 1. Subject to the terms hereof, the Issuer agrees that it will

(a) subject to the negotiation of mutually acceptable agreements, issue the Bonds, in an amount not to exceed \$30,000,000.00;

(b) cooperate with the User with respect to the issuance of the Bonds, and, if arrangements therefore satisfactory to the User and the Issuer can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any contracts or agreements deemed necessary and desirable by the User or the Issuer in connection with the issuance of the Bonds (collectively, the Contracts), providing among other things for payment of the principal of, interest on, redemption premiums on, and paying agents' and trustee's fees and charges, if any, on the Bonds; payment of fees, charges, and expenses of the Issuer and the Housing Authority (including legal and financial advisory expenses); acquisition, rehabilitation, equipping, and improvement of the Project; and use, operation, and maintenance of the Project (and the execution of any necessary guaranty agreements), all as shall be authorized, required, or permitted by law and as shall be satisfactory to the Issuer, the Housing Authority, and the User;

(c) if the proceeds from the sale of the Bonds are insufficient to complete the acquisition, rehabilitation, equipping, and improvement of the Project, take such actions and execute such documents as may be necessary to permit the issuance from time to time in the future of additional bonds on terms which shall be set forth therein, whether on a parity with other series of bonds or otherwise, for the purpose of paying the costs of completing the acquisition, rehabilitation, equipping, and improvement of the Project, as requested by the User and within then applicable limitations; and

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

The Bonds shall specifically provide that neither the State of Texas (State), the Housing Authority, nor any political issuer, subdivision, or agency of the State shall be obligated to pay the same or the interest thereon and that neither the faith and credit nor the taxing power of the State, the Housing Authority, or any political issuer, subdivision, or agency thereof is pledged to the payment of the principal of, premium, if any, or interest on the Bonds.

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

(a) prior to or contemporaneously with the sale of the Bonds in one or more series or issues from time to time as the Issuer and the User shall hereafter agree to in writing, the User will enter into the Contracts with the Issuer under the terms of which the User will obligate itself, on a nonrecourse basis, to pay to the Issuer (or to a trustee, as the case may be) sums sufficient in the aggregate to pay the principal of, interest on, redemption premiums on, paying agents' and

trustee's fees and charges, if any, on the Bonds, as and when the same become due and payable, with such Contracts to contain the provisions described in Section 1 hereof and such other provisions as may be required or permitted by law and to be mutually acceptable to the Issuer and the User;

(b) the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of the Bonds and (2) at all times from and after the issuance of the Bonds, indemnify and hold harmless the Issuer and the Housing Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the issuance, offering, sale, or delivery of the Bonds, or the design, rehabilitation, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of the Issuer or the Housing Authority) and prior to or contemporaneously with the sale of the Bonds will agree to provide indemnification on terms satisfactory to the Issuer; and

(c) no Bonds will be issued without the approval of the Housing Authority.

Section 3. The User is hereby authorized to make all filings necessary to obtain and maintain tax credits on the Project.

Section 4. Except as expressly extended by the Issuer, it is understood by the Issuer and the User that all commitments of the Issuer with respect to the Project and the Bonds are subject to the condition that the Bonds shall have been issued no later than two years from the date of this Resolution.

Section 5. It is recognized and agreed by the Issuer that the User may exercise its rights and perform its obligations with respect to the financing of the Project either through (i) itself in its own name; (ii) any "related person" as defined in section 144(a)(3) of the Code; (iii) any legal successor thereto; (iv) an entity in which any of the above is a general partner or sole member; or (v) or any entity approved by the Issuer, provided that suitable guaranties necessary or convenient for the marketability of the Bonds shall be furnished, if required by the Issuer, and all references herein to the User shall be deemed to include the User acting directly through itself or any such approved entities.

Section 6. This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. The Allocation Application and this Resolution shall constitute an agreement between the Issuer and the User effective on the date that this Resolution is adopted. This Resolution is affirmative official action taken by the Issuer towards the issuance of the Bonds in order to comply with the requirements of the Code. **Neither the User nor any other party is entitled to rely on this Resolution as a commitment to issue bonds or loan funds, and the Issuer reserves the right not to issue the Bonds either with or without cause and with or without notice, and in such event the Issuer shall not be subject to any liability or damages of any nature. Neither the User nor any one claiming by, through or under the User, nor any investment banking firm or potential purchaser of the Bonds shall have any claim against the Issuer whatsoever as a result of any decision by the Issuer not to issue the Bonds.**

Section 7. The Issuer hereby adopts this Resolution in order to satisfy the requirements of the Allocation Act pertaining to the issuance of the Bonds and authorizes any officer or designee of the Issuer to prepare and file a 2021 and/or 2022 Allocation Application and/or any carryforward applications associated with such Allocation Application, together with all required attachments (including obtaining the Issuer's Certificate of Good Standing from the Comptroller of Public Accounts for the State of Texas) in the form required by the Texas Bond Review Board.

Section 8. The Issuer respectfully requests that the Allocation Application be accepted and approved by the Texas Bond Review Board.

Section 9. Any officer of the Issuer (or his designee) is hereby authorized to execute the Allocation Application, to pay (or cause the User to pay) the Application Fee of \$5,000 for each Allocation Application (submitted to the Issuer by the User) to the Texas Bond Review Board and to submit any additional information or to make any necessary corrections or revisions requested by the Texas Bond Review Board in order to satisfy the requirements of the Allocation Act in connection with the Allocation Application.

Section 10. The Board certifies that the Bonds are not being issued for the same stated purpose for which the Issuer has received sufficient carryforward during a prior year or for which there exists unexpended proceeds from a prior issue or issues of bonds issued by the Issuer.

Section 11. In connection with the issuance of the Bonds, the Board hereby authorizes its bond counsel to arrange for the publication of a notice of public hearing in the City of San Antonio, Texas regarding the Bonds for the purpose of complying with section 147(f) of the Code. The form of notice of such hearing and the date, place, and manner of its publication shall be acceptable to the Corporation's bond counsel. The hearing shall be held by the Corporation's bond counsel.

Section 12. Based upon representations from the User, the Issuer reasonably expects to reimburse the Expenditures with proceeds of the Bonds in a principal amount that will not exceed \$30,000,000.00. This Resolution shall constitute a declaration of official intent under the Treasury Regulation Section 1.150-2.

Section 13. The Board authorizes the President, Vice President, Secretary, Treasurer or any Assistant Secretary of the Board to execute any documents or certificates necessary to seek the approval of the Bonds by the Texas Attorney General.

Section 14. 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 15. 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 16. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of

such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 17. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 18. This Resolution shall be in force and effect from and after its passage.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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

**CERTIFICATE FOR RESOLUTION 20FAC-09-11  
THE GRANADA**

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

1. In accordance with its bylaws, the Board of Directors of SAHFC (Board) held a meeting on October 8, 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-09-11, INDUCING THE GRANADA APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH TRANSACTION; AND AUTHORIZING ALL FILINGS AND AGREEMENTS WITH TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS IN CONNECTION WITH APPLICATIONS FOR LOW INCOME HOUSING TAX CREDITS; AND OTHER MATTERS IN CONNECTION THEREWITH**

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 8th day of October 2020.**



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

**San Antonio Housing Facility Corporation  
Resolution 20FAC-09-11**

**RESOLUTION 20FAC-09-11, INDUCING THE GRANADA APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH TRANSACTION; AND AUTHORIZING ALL FILINGS AND AGREEMENTS WITH TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS IN CONNECTION WITH APPLICATIONS FOR LOW INCOME HOUSING TAX CREDITS; AND OTHER MATTERS IN CONNECTION THEREWITH**

**WHEREAS**, LIV Granada, LP, a Texas limited partnership (Partnership), and SAHA Granada GP, LLC, a Texas limited liability company and its general partner (General Partner), will be formed to acquire and rehabilitate an approximately 249-unit multifamily housing facility (Housing Facility) located at 311 South St. Mary's Street, San Antonio, Texas (Land, together with the Housing Facility, the Project); and

**WHEREAS**, at the request of the Partnership, San Antonio Housing Facility Corporation (SAHFC), 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 General Partner of the Partnership in connection with the financing of the Project, (ii) acquire the Land and lease it to the Partnership pursuant to a Ground Lease (Ground Lease), and (iii) will serve as the general contractor for the Project (General Contractor); and

**WHEREAS**, the Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue its Multifamily Housing Revenue Bonds (The Granada Apartments) Series 2021 (Bonds) to finance the Project (Bond Financing); and

**WHEREAS**, the Issuer will issue the Bonds in an amount not to exceed \$30,000,000.00 and loan such proceeds to the Partnership; and

**WHEREAS**, in connection with the Bond Financing, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements, including but not limited to a 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 (collectively, the Bond Documents); and

**WHEREAS**, the 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 Partnership, General Partner and/or SAHFC will be required to execute, complete and deliver various applications, agreements, documents, certificates and instruments to TDHCA (TDHCA Documents); and

**WHEREAS**, the Partnership will contribute equity to the rehabilitation 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 Partnership, the General Partner, and/or SAHFC 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 (collectively, the Equity Documents); and

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

**WHEREAS**, in connection with the Subordinate Loans, the Partnership, the General Partner, and/or SAHFC 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 (collectively, the Subordinate Loan Documents); and

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

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana “Cha” Guzman	Chair and Director
Jessica Weaver	Vice Chair and Director
Jo-Anne Kaplan	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Charles Clack	Director
David Nisivoccia	Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary
Ed Hinojosa	Assistant Secretary
Muriel Rhoder	Assistant Secretary
Brandee Perez	Assistant Secretary

**WHEREAS**, the Board has determined that it is in the public interest and to the benefit of the citizens and residents of San Antonio for the various entities to enter into the transactions described above so that the Partnership may rehabilitate the Project; and

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

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the San Antonio Housing 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 Loans 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 rehabilitation 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 SAHFC is 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 SAHFC 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, SAHFC, 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 SAHFC, and approval of the terms of any of the documents by such officers and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 4. It is understood by SAHFC and the Partnership and Developer have represented to SAHFC, that in consideration of SAHFC'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 Project costs that are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHFC 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, rehabilitation, equipping, installation, operation, use, occupancy, maintenance or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of SAHFC or the 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 SAHFC reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHFC shall not be subject to any liability or damages of any nature. Neither the 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 SAHFC whatsoever as a result of any decision by SAHFC 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 Bracewell LLP as counsel to the General Partner and SAHFC for this transaction.

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.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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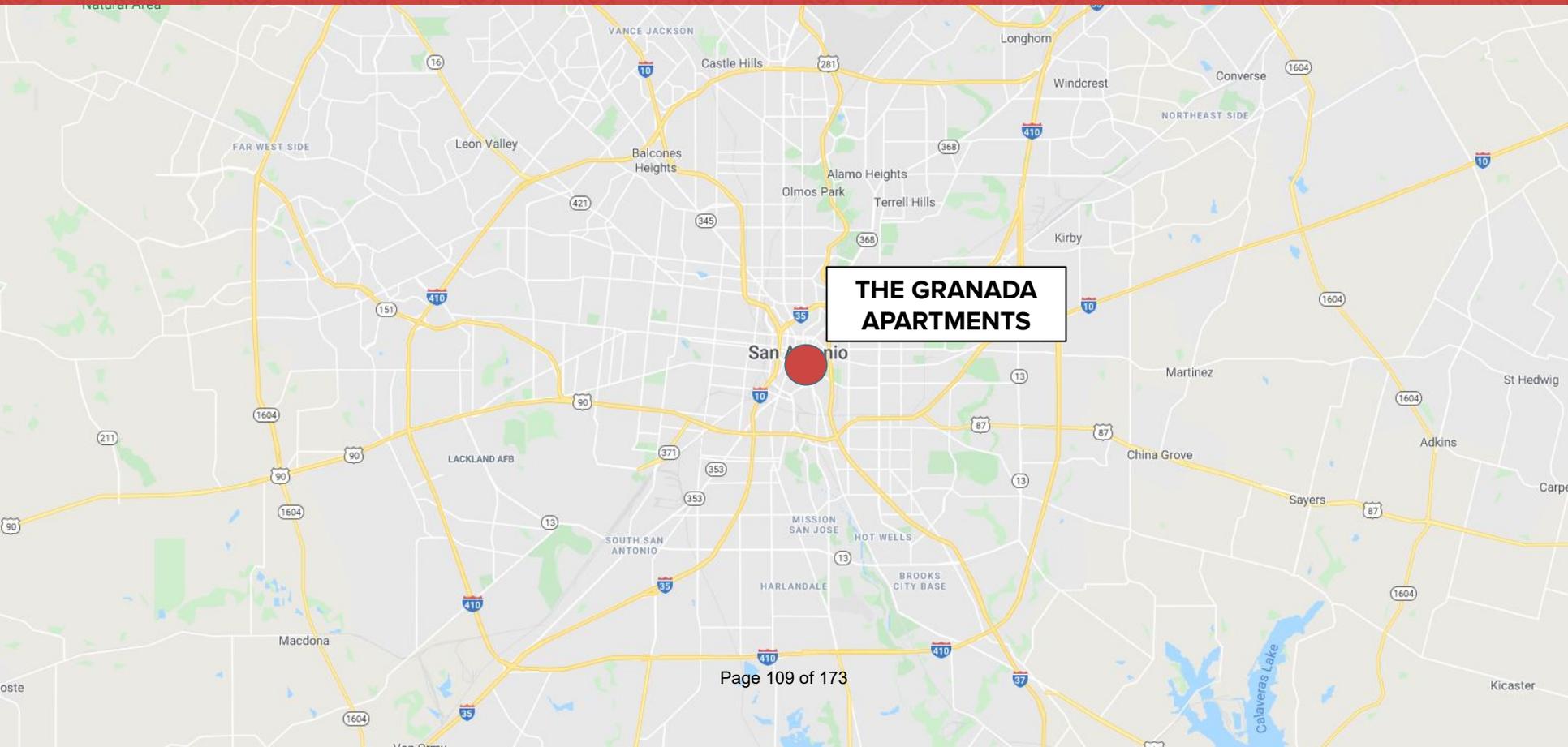
**David Nisivoccia**  
**Secretary/Treasurer**



# The Granada Apartments

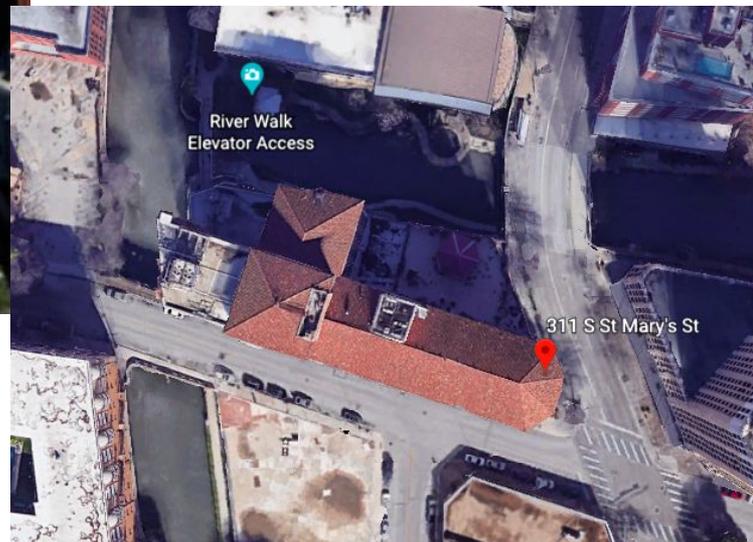
Timothy Alcott, Chief Legal and Real Estate Officer  
Lorraine Robles, Director of Development Services  
and Neighborhood Revitalization

# MAP



**THE GRANADA  
APARTMENTS**

# LOCATION



# QUESTIONS?

## SAN ANTONIO HOUSING AUTHORITY

October 8, 2020

## BOARD OF COMMISSIONERS

**RESOLUTIONS SAHA 6073, 20LVPFC-09-12 AND 20FAC-09-12, AUTHORIZING THE LAS VARAS PUBLIC FACILITY CORPORATION AND THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT BOND FINANCING FOR THE SOMERSET RANCH APARTMENTS PROJECT**

DocuSigned by:  
  
 5809927B75274DC

**David Nisivoccia**  
 President and CEO

DocuSigned by:  
  
 B75AC7309C8B466

**Timothy E. Alcott**  
 Chief Legal and Real Estate Officer

**REQUESTED ACTION:**

Consideration and approval regarding Resolutions SAHA 6073, 20LVPFC-09-12 and 20FAC-09-12 authorizing the Las Varas Public Facility Corporation and the San Antonio Housing Facility Corporation to approve inducement resolutions for proposed tax credits and tax exempt bond financing for the Somerset Ranch Apartments Project.

**FINANCIAL IMPACT:**

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

**SUMMARY:**

Today we are seeking authority to file applications relating to our proposed Somerset Ranch 4% tax credit projects. As you will recall, 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. We will be applying for volume cap which may not be awarded until the end of the year, if any volume cap is available. We need to submit our applications as soon as we can. We will also have to apply for the tax credits to the Texas Department of Housing and Community Development. Accordingly, we are asking you to authorize these actions so that we may get in line, but ***we are not asking you to specifically approve or be bound to these projects. These are non-binding Resolutions.*** This will enable us to move forward, make applications for volume cap and tax credits and begin to put the financings together and negotiate the specific terms of the deals, which we will bring back to you for approval.

The Somerset Ranch Project is a 348-unit project proposed by Poppoon Development to be located at the southwest corner of Somerset Road and Fischer Road. It is proposed that all 348 units will be reserved for tenants earning 60% or less of median income. All units will have restricted rent and must accept Section 8 vouchers. The total project cost is estimated to be approximately \$57,000,000.00.

Las Varas Public Facility Corporation will be the proposed issuer of the bonds. The San Antonio Housing Facility Corporation will own the land and create a single member limited liability company to serve as the general partner of the tax credit partnership which will own the project.

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

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

**STRATEGIC GOAL:**

Strategically expand the supply of affordable housing.

**ATTACHMENTS:**

Resolution 6073

Resolution 20LVPFC-09-12

Resolution 20FAC-09-12

Map

**CERTIFICATE FOR RESOLUTION 6073  
SOMERSET RANCH**

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

1. In accordance with its bylaws, the Board of Commissioners of SAHA (Board) held a meeting on October 8, 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 6073 AUTHORIZING THE LAS VARAS PUBLIC FACILITY CORPORATION AND THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT BOND FINANCING FOR THE SOMERSET RANCH APARTMENTS PROJECT**

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

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

**SIGNED AND SEALED this 8th day of October 2020.**



\_\_\_\_\_  
**David Nisivoccia**  
**President and CEO**

**San Antonio Housing Authority  
Resolution 6073**

**RESOLUTION 6073, AUTHORIZING THE LAS VARAS PUBLIC FACILITY CORPORATION AND THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE INDUCEMENT RESOLUTIONS FOR PROPOSED TAX CREDITS AND TAX EXEMPT BOND FINANCING FOR THE SOMERSET RANCH APARTMENTS PROJECT**

**WHEREAS**, Somerset SA Apartments, LP, a Texas limited partnership (Partnership), and SAHA Somerset Ranch GP, LLC, a Texas limited liability company and its general partner (General Partner), will be formed to acquire and construct an approximately 348-unit multifamily housing facility (Housing Facility) to be located at the southwest corner of Somerset Road and Fisher Road, San Antonio, Texas (Land, together with the Housing Facility, the Project); and

**WHEREAS**, at the request of the Partnership, San Antonio Housing Authority (SAHA), 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 General Partner of the Partnership in connection with the financing of the Project, (ii) acquire the Land and lease it to the Partnership pursuant to a Ground Lease (Ground Lease), and (iii) will serve as the general contractor for the Project (General Contractor); and

**WHEREAS**, the Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue its Multifamily Housing Revenue Bonds (Somerset Ranch Apartments) Series 2021 (Bonds) to finance the Project (Bond Financing); and

**WHEREAS**, the Issuer will issue the Bonds in an amount not to exceed \$40,000,000.00 and loan such proceeds to the Partnership; and

**WHEREAS**, in connection with the Bond Financing, the Partnership, the General Partner, and/or SAHA 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 (collectively, the Bond Documents); and

**WHEREAS**, the 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 Partnership, General Partner and/or SAHA will be required to execute, complete and deliver various applications, agreements, documents, certificates and instruments to TDHCA (TDHCA Documents); and

**WHEREAS**, the Partnership will contribute equity to the construction 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 Partnership, the General Partner, and/or SAHA 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 (collectively, the Equity Documents); and

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

**WHEREAS**, in connection with the Subordinate Loans, the Partnership, the General Partner, and/or SAHA 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 (collectively, the Subordinate Loan Documents); and

**WHEREAS**, the members of the Board of Directors of SAHA (collectively, the Board) and their respective offices are as follows:

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana Guzman	Chair and Commissioner
Jessica Weaver	Vice Chair and Commissioner
Jo-Anne Kaplan	Commissioner
Olga Kauffman	Commissioner
Ruth Rodriguez	Commissioner
Charles Clack	Commissioner
David Nisivoccia	President & CEO
Timothy E. Alcott	Chief Legal & Real Estate Officer
Ed Hinojosa	Chief Financial Officer
Muriel Rhoder	Chief Administrative Officer
Brandee Perez	Chief Operations Officer

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

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

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

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 Loans 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 SAHA is 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 SAHA 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, SAHA, 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 SAHA, 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 SAHA and the Partnership and Developer have represented to SAHA, that in consideration of SAHA'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 Project costs that are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHA 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 Project (other than claims arising from the gross negligence or willful misconduct of SAHA 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 SAHA reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHA 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 SAHA whatsoever as a result of any decision by SAHA 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 Bracewell LLP as counsel to the General Partner and SAHA, as well as bond counsel for this transaction.

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.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia**  
**President and CEO**

**CERTIFICATE FOR RESOLUTION 20LVPFC-09-12  
SOMERSET RANCH**

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

1. In accordance with the bylaws of the Issuer, the Board of Directors of the Issuer (Board) held a meeting on October 8, 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 20LVPFC-09-12, CONCERNING THE APPLICATION OF SOMERSET SA APARTMENTS, LP RELATING TO THE PROPOSED FINANCING OF UP TO \$40,000,000.00 OF THE COSTS OF THE ACQUISITION, CONSTRUCTION, AND EQUIPPING OF THE SOMERSET RANCH APARTMENTS, TO BE LOCATED AT THE SOUTHWEST CORNER OF SOMERSET ROAD AND FISCHER ROAD, SAN ANTONIO, TEXAS; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**SIGNED this 8th day of October 2020.**

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

**Las Varas Public Facility Corporation  
Resolution 20LVPCF-09-12**

**RESOLUTION 20LVPCF-09-12, CONCERNING THE APPLICATION OF SOMERSET SA APARTMENTS, LP RELATING TO THE PROPOSED FINANCING OF UP TO \$40,000,000.00 OF THE COSTS OF THE ACQUISITION, CONSTRUCTION, AND EQUIPPING OF THE SOMERSET RANCH APARTMENTS, TO BE LOCATED AT THE SOUTHWEST CORNER OF SOMERSET ROAD AND FISCHER ROAD, SAN ANTONIO, TEXAS; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

**WHEREAS**, the Issuer, on behalf of the Housing Authority, is empowered to finance the costs of residential ownership and development that will provide decent, safe, and sanitary housing at affordable prices for residents of the City by the issuance of housing revenue bonds; and

**WHEREAS**, Somerset SA Apartments, LP, a Texas limited partnership (User), has filed an Application (Application), requesting that (i) the Issuer finance the acquisition, construction, and equipping of a proposed 348-unit multifamily housing facility to be located at the southwest corner of Somerset Road and Fischer Road and known as the Somerset Ranch Apartments (Project); and (ii) the Issuer file a 2021 and/or 2022 Allocation Application (defined hereafter) and/or any carryforward applications associated with such Allocation Applications to the Texas Bond Review Board as described herein; and

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

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

**WHEREAS**, this Resolution shall constitute the Issuer's commitment, subject to the terms hereof, to issue Bonds, or other obligations, pursuant to the Act in an amount prescribed by the User now contemplated not to exceed \$40,000,000.00 and to expend the proceeds thereof to pay Development Costs including costs of acquisition, construction, equipping, and improvement of the Project, funding a debt service or other reserve fund for the Project, and paying expenses and costs in connection with the issuance of the Bonds, including costs of obtaining credit enhancement, if any; and

**WHEREAS**, the Bonds are "private activity bonds" as that term is defined in Subchapter A, Section 1372.001 of Chapter 1372, Texas Government Code, as amended, including the rules

promulgated pursuant thereto in 34 Texas Administrative Code, Sections 190.1 through 190.8 (together, the Allocation Act), and various provisions of the Internal Revenue Code of 1986, as amended (Code); and

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

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

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

**WHEREAS**, in order to satisfy, in part, the provisions of the Allocation Act, the Issuer must submit an “Application for Allocation of Private Activity Bonds” or a “Application for Carryforward for Private Activity Bonds” (Allocation Application) to the Texas Bond Review Board and adopt this Resolution authorizing the filing or refiling of the Allocation Application; and

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

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

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

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

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

**WHEREAS**, the members of the Board of Directors of Las Varas Public Facility Corporation (collectively, the Board) and their respective offices are as follows:

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana “Cha” Guzman	Chair and Director
Jessica Weaver	Vice Chair and Director
Jo-Anne Kaplan	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Charles Clack	Director
David Nisivoccia	Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary

Ed Hinojosa  
Muriel Rhoder  
Brandee Perez

Assistant Secretary  
Assistant Secretary  
Assistant Secretary

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

Section 1. Subject to the terms hereof, the Issuer agrees that it will

(a) subject to the negotiation of mutually acceptable agreements, issue the Bonds, in an amount not to exceed \$40,000,000.00;

(b) cooperate with the User with respect to the issuance of the Bonds, and, if arrangements therefore satisfactory to the User and the Issuer can be made, take such action and authorize the execution of such documents and take such further action as may be necessary or advisable for the authorization, execution, and delivery of any contracts or agreements deemed necessary and desirable by the User or the Issuer in connection with the issuance of the Bonds (collectively, the "Contracts"), providing among other things for payment of the principal of, interest on, redemption premiums on, and paying agents' and trustee's fees and charges, if any, on the Bonds; payment of fees, charges, and expenses of the Issuer and the Housing Authority (including legal and financial advisory expenses); acquisition, construction, equipping, and improvement of the Project; and use, operation, and maintenance of the Project (and the execution of any necessary guaranty agreements), all as shall be authorized, required, or permitted by law and as shall be satisfactory to the Issuer, the Housing Authority, and the User;

(c) if the proceeds from the sale of the Bonds are insufficient to complete the acquisition, construction, equipping, and improvement of the Project, take such actions and execute such documents as may be necessary to permit the issuance from time to time in the future of additional bonds on terms which shall be set forth therein, whether on a parity with other series of bonds or otherwise, for the purpose of paying the costs of completing the acquisition, construction, equipping, and improvement of the Project, as requested by the User and within then applicable limitations; and

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

The Bonds shall specifically provide that neither the State of Texas (the "State"), the Housing Authority, nor any political issuer, subdivision, or agency of the State shall be obligated to pay the same or the interest thereon and that neither the faith and credit nor the taxing power of the State, the Housing Authority, or any political issuer, subdivision, or agency thereof is pledged to the payment of the principal of, premium, if any, or interest on the Bonds.

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

(a) prior to or contemporaneously with the sale of the Bonds in one or more series or issues from time to time as the Issuer and the User shall hereafter agree to in writing, the User will enter into the Contracts with the Issuer under the terms of which the User will obligate itself, on a nonrecourse basis, to pay to the Issuer (or to a trustee, as the case may be) sums sufficient

in the aggregate to pay the principal of, interest on, redemption premiums on, paying agents' and trustee's fees and charges, if any, on the Bonds, as and when the same become due and payable, with such Contracts to contain the provisions described in Section 1 hereof and such other provisions as may be required or permitted by law and to be mutually acceptable to the Issuer and the User;

(b) the User will (1) pay all Project costs which are not or cannot be paid or reimbursed from the proceeds of the Bonds and (2) at all times from and after the issuance of the Bonds, indemnify and hold harmless the Issuer and the Housing Authority against all losses, costs, damages, expenses, and liabilities of whatsoever nature (including but not limited to reasonable attorneys' fees, litigation and court costs, amounts paid in settlement, and amounts paid to discharge judgments) directly or indirectly resulting from, arising out of or related to the issuance, offering, sale, or delivery of the Bonds, or the design, construction, equipping, installation, operation, use, occupancy, maintenance, or ownership of the Project (other than claims arising from the gross negligence or willful misconduct of the Issuer or the Housing Authority) and prior to or contemporaneously with the sale of the Bonds will agree to provide indemnification on terms satisfactory to the Issuer; and

(c) no Bonds will be issued without the approval of the Housing Authority.

Section 3. The User is hereby authorized to make all filings necessary to obtain and maintain tax credits on the Project.

Section 4. Except as expressly extended by the Issuer, it is understood by the Issuer and the User that all commitments of the Issuer with respect to the Project and the Bonds are subject to the condition that the Bonds shall have been issued no later than two years from the date of this Resolution.

Section 5. It is recognized and agreed by the Issuer that the User may exercise its rights and perform its obligations with respect to the financing of the Project either through (i) itself in its own name; (ii) any "related person" as defined in section 144(a)(3) of the Code; (iii) any legal successor thereto; (iv) an entity in which any of the above is a general partner or sole member; or (v) or any entity approved by the Issuer, provided that suitable guaranties necessary or convenient for the marketability of the Bonds shall be furnished, if required by the Issuer, and all references herein to the User shall be deemed to include the User acting directly through itself or any such approved entities.

Section 6. This Resolution shall be deemed to constitute the acceptance of the User's proposal that it be further induced to proceed with providing the Project. The Allocation Application and this Resolution shall constitute an agreement between the Issuer and the User effective on the date that this Resolution is adopted. This Resolution is affirmative official action taken by the Issuer towards the issuance of the Bonds in order to comply with the requirements of the Code. **Neither the User nor any other party is entitled to rely on this Resolution as a commitment to issue bonds or loan funds, and the Issuer reserves the right not to issue the Bonds either with or without cause and with or without notice, and in such event the Issuer shall not be subject to any liability or damages of any nature. Neither the User nor any one claiming by, through or under the User, nor any investment banking firm or potential purchaser of the Bonds shall have any claim against the Issuer whatsoever as a result of any decision by the Issuer not to issue the Bonds.**

Section 7. The Issuer hereby adopts this Resolution in order to satisfy the requirements of the Allocation Act pertaining to the issuance of the Bonds and authorizes any officer or designee of the Issuer to prepare and file a 2021 and/or 2022 Allocation Application and/or any carryforward applications associated with such Allocation Application, together with all required attachments (including obtaining the Issuer's Certificate of Good Standing from the Comptroller of Public Accounts for the State of Texas) in the form required by the Texas Bond Review Board.

Section 8. The Issuer respectfully requests that the Allocation Application be accepted and approved by the Texas Bond Review Board.

Section 9. Any officer of the Issuer (or his designee) is hereby authorized to execute the Allocation Application, to pay (or cause the User to pay) the Application Fee of \$5,000.00 for each Allocation Application (submitted to the Issuer by the User) to the Texas Bond Review Board and to submit any additional information or to make any necessary corrections or revisions requested by the Texas Bond Review Board in order to satisfy the requirements of the Allocation Act in connection with the Allocation Application.

Section 10. The Board certifies that the Bonds are not being issued for the same stated purpose for which the Issuer has received sufficient carryforward during a prior year or for which there exists unexpended proceeds from a prior issue or issues of bonds issued by the Issuer.

Section 11. In connection with the issuance of the Bonds, the Board hereby authorizes its bond counsel to arrange for the publication of a notice of public hearing in the City of San Antonio, Texas regarding the Bonds for the purpose of complying with section 147(f) of the Code. The form of notice of such hearing and the date, place, and manner of its publication shall be acceptable to the Corporation's bond counsel. The hearing shall be held by the Corporation's bond counsel.

Section 12. Based upon representations from the User, the Issuer reasonably expects to reimburse the Expenditures with proceeds of the Bonds in a principal amount that will not exceed \$40,000,000.00. This Resolution shall constitute a declaration of official intent under the Treasury Regulation Section 1.150-2.

Section 13. The Board authorizes the President, Vice President, Secretary, Treasurer or any Assistant Secretary of the Board to execute any documents or certificates necessary to seek the approval of the Bonds by the Texas Attorney General.

Section 14. 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 15. 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 16. If any provision of this Resolution or the application thereof to any person or circumstance shall be held to be invalid, the remainder of this Resolution and the application of

such provision to other persons and circumstances shall nevertheless be valid, and the Board hereby declares that this Resolution would have been enacted without such invalid provision.

Section 17. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 18. This Resolution shall be in force and effect from and after its passage.

**Passed and approved the 8th day of October 2020.**

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

**Attested and approved as to form:**

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

**CERTIFICATE FOR RESOLUTION 20FAC-09-12  
SOMERSET RANCH**

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

1. In accordance with its bylaws, the Board of Directors of SAHFC (Board) held a meeting on October 8, 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-09-12 INDUCING THE SOMERSET RANCH APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH TRANSACTION; AND AUTHORIZING ALL FILINGS AND AGREEMENTS WITH TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS IN CONNECTION WITH APPLICATIONS FOR LOW INCOME HOUSING TAX CREDITS; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**SIGNED AND SEALED this 8th day of October 2020.**



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

**San Antonio Housing Facility Corporation  
Resolution 20FAC-09-12**

**RESOLUTION 20FAC-09-12, INDUCING THE SOMERSET RANCH APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO OBTAIN THE FINANCING FOR SUCH TRANSACTION; AND AUTHORIZING ALL FILINGS AND AGREEMENTS WITH TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS IN CONNECTION WITH APPLICATIONS FOR LOW INCOME HOUSING TAX CREDITS; AND OTHER MATTERS IN CONNECTION THEREWITH**

**WHEREAS**, Somerset SA Apartments, LP, a Texas limited partnership (Partnership), and SAHA Somerset Ranch GP, LLC, a Texas limited liability company and its general partner (General Partner), will be formed to acquire and construct an approximately 348-unit multifamily housing facility (Housing Facility) to be located at the southwest corner of Somerset Road and Fischer Road, San Antonio, Texas (Land, together with the Housing Facility, the Project); and

**WHEREAS**, at the request of the Partnership, San Antonio Housing Facility Corporation (SAHFC), 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 General Partner of the Partnership in connection with the financing of the Project, (ii) acquire the Land and lease it to the Partnership pursuant to a Ground Lease (Ground Lease), and (iii) will serve as the general contractor for the Project (General Contractor); and

**WHEREAS**, the Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue its Multifamily Housing Revenue Bonds (Somerset Ranch Apartments) Series 2021 (Bonds) to finance the Project (Bond Financing); and

**WHEREAS**, the Issuer will issue the Bonds in an amount not to exceed \$40,000,000.00 and loan such proceeds to the Partnership; and

**WHEREAS**, in connection with the Bond Financing, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements, including but not limited to a 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 (collectively, the Bond Documents); and

**WHEREAS**, the 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 Partnership, General Partner and/or SAHFC will be required to execute, complete and deliver various applications, agreements, documents, certificates and instruments to TDHCA (TDHCA Documents); and

**WHEREAS**, the Partnership will contribute equity to the construction 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 Partnership, the General Partner, and/or SAHFC 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 (collectively, the Equity Documents); and

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

**WHEREAS**, in connection with the Subordinate Loans, the Partnership, the General Partner, and/or SAHFC 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 (collectively, the Subordinate Loan Documents); and

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

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana Guzman	Chair and Director
Jessica Weaver	Vice Chair and Director
Jo-Anne Kaplan	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Charles Clack	Director
David Nisivoccia	Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary
Ed Hinojosa	Assistant Secretary
Muriel Rhoder	Assistant Secretary
Brandee Perez	Assistant Secretary

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

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

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors of the San Antonio Housing 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 Loans 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 SAHFC is 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 SAHFC 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, SAHFC, 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 SAHFC, and approval of the terms of any of the documents by such officers and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 4. It is understood by SAHFC and the Partnership and Developer have represented to SAHFC, that in consideration of SAHFC'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 Project costs that are not or cannot be paid or reimbursed from the proceeds of any debt and (2) indemnify and hold harmless SAHFC 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 Project (other than claims arising from the gross negligence or willful misconduct of SAHFC 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 SAHFC reserves the right not to enter into the proposed transaction either with or without cause and with or without notice, and in such event SAHFC shall not be subject to any liability or damages of any nature. Neither the 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 SAHFC whatsoever as a result of any decision by SAHFC 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 Bracewell LLP as counsel to the General Partner and SAHFC for this transaction.

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.

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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



# Somerset Ranch

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



# MAP



# SITE PLAN



# QUESTIONS?

**SAN ANTONIO HOUSING AUTHORITY**

October 8, 2020

**BOARD OF COMMISSIONERS**

**PUBLIC HEARING AND RESOLUTION 6071, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2020 (BONDS); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 20LVPFC-09-10 AUTHORIZING THE BONDS; (III) THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE RESOLUTION 20FAC-09-10 AUTHORIZING ITS PARTICIPATION IN THE KITTY HAWK FLATS APARTMENTS; AND (IV) OTHER MATTERS IN CONNECTION THEREWITH**

DocuSigned by:

*David Nisivoccia*

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**David Nisivoccia**  
President and CEO

DocuSigned by:

*Timothy Alcott*

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**Timothy E. Alcott**  
Chief Legal and Real Estate Officer

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6071, authorizing (i) the Las Varas Public Facility Corporation (LVPFC) Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2020 (Bonds); (ii) the Las Varas Public Facility Corporation to approve Resolution 20LVPFC-09-10 authorizing the bonds; (iii) the San Antonio Housing Facility Corporation (SAHFC) to approve Resolution 20FAC-09-10 authorizing its participation in the Kitty Hawk Flats Apartments; and (iv) other matters in connection therewith.

**FINANCIAL IMPACT:**

To authorize the transaction for Kitty Hawk Flats for the development of a new tax credit project. 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 212 family units, all of which will be low income housing tax credit units serving families whose incomes average 60% AMI, located on the east side of San Antonio. There are currently 22 units at 30% AMI, 135 units at 60% AMI and 55 units at 70% AMI. Construction is projected to begin October of 2020, with completion in May of 2022. The Board is being asked to authorize all of the actions necessary to finance and construct the project.

The total project cost is expected to be approximately \$41,526,258.00 or \$196,000.00 per unit. The developer is NRP. NRP will give all required guarantees. At the end of the 15 year tax credit compliance period, SAHFC (SAHA) will have the right to buy the property by assuming the outstanding debt and paying any exit taxes.

The total developer fee is \$4,414,000.00 and subsequent cash flow will be shared between SAHA and NRP.

**SUMMARY:**

The land will be purchased by SAHFC, which will lease it to Kitty Hawk Flats Ltd., who will pay SAHFC an upfront lease payment sufficient to acquire the land. Up to \$28,000,000.00 of tax-exempt bonds will be issued by LVPFC and purchased by KeyBank, and equity contributions from an affiliate of U.S. Bancorp Community Development Corporation (USBCDC), as an investor

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

limited partner, will be used to finance the construction and long-term operations. USBCDC has issued a commitment to purchase the project tax credits at an equity price of \$93.50 cents per credit dollar, for a total projected equity contribution of \$12,628,743.00. The interest rate on the bonds will be set at closing at LIBOR plus 275 basis points for the construction period and a rate not to exceed 5% for the permanent period.

We are targeting a closing date of October 9, 2020, as funding must close by October 16, 2020, or we will lose the allocated volume cap from the Texas Bond Review Board.

**STRATEGIC GOALS:**

Strategically expand the supply of affordable housing.

**ATTACHMENTS:**

- Resolution SAHA 6071
- Resolution 20LVPFC-09-10
- Resolution 20FAC-09-10
- Map

**CERTIFICATE FOR RESOLUTION 6071  
KITTY HAWK FLATS APARTMENTS**

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

1. In accordance with its bylaws, the Board of Commissioners of SAHA (Board) held a meeting on October 8, 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

**PUBLIC HEARING AND RESOLUTION 6071, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2020 (BONDS); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 20LVFPC-09-10 AUTHORIZING THE BONDS; (III) THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE RESOLUTION 20FAC-09-10 AUTHORIZING ITS PARTICIPATION IN THE KITTY HAWK FLATS APARTMENTS; AND (IV) OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**SIGNED AND SEALED this 8th day of October 2020.**



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**David Nisivoccia**  
President and CEO

**San Antonio Housing Authority  
Resolution 6071**

**PUBLIC HEARING AND RESOLUTION 6071, AUTHORIZING (I) THE LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2020 (BONDS); (II) THE LAS VARAS PUBLIC FACILITY CORPORATION TO APPROVE RESOLUTION 20LVPFC-09-10 AUTHORIZING THE BONDS; (III) THE SAN ANTONIO HOUSING FACILITY CORPORATION TO APPROVE RESOLUTION 20FAC-09-10 AUTHORIZING ITS PARTICIPATION IN THE KITTY HAWK FLATS APARTMENTS; AND (IV) OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**WHEREAS**, the Issuer has been requested to issue its "Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2020" in the aggregate principal amount not to exceed \$28,000,000.00 (Bonds), the proceeds of which will be used to finance the cost of acquiring, constructing, and equipping a proposed 212-unit multifamily apartment facility to be known as the Kitty Hawk Flats Apartments, to be located at approximately the north corner of Kitty Hawk Road and O'Connor Road, San Antonio, Texas (Project) for Kitty Hawk Flats Ltd., a Texas limited partnership (Borrower); and

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

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

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

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

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

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

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

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

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

Section 1. The proposed development and the terms of the Bonds, the Indenture, the Financing Agreement, the Note, the Regulatory Agreements and the Assignments are hereby authorized and approved.

Section 2. The Chairman, any Vice Chairman, the Secretary, the Treasurer, the Executive Director, and each Assistant Secretary, or any of them, are authorized and directed to execute and deliver (or to accept, as the case may be) any documents and other instruments upon the conditions therein described or necessary or desirable in connection with the issuance of the Bonds and the financing of the Project or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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

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

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

Section 7. The Board hereby approves Resolution 20LVPFC-09-10, and authorizes the bonds to be issued in connection with the Project.

Section 8. The Board hereby approves Resolution 20FAC-09-10, authorizing the transactions for the Projects and the participation of SAHFC or an affiliate thereof in the Project.

Section 9. If any section, paragraph, clause, or provision of this Resolution shall be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution. In case any obligation of the Issuer authorized or established by this Resolution or the Bonds is held to be in violation of law as applied to any person or in any circumstance, such obligation shall be deemed to be the obligation of the Issuer to the fullest extent permitted by law.

Section 10. The recitals of this Resolution are hereby found to be true and are incorporated herein for all purposes.

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

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

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia**  
**President and CEO**

**CERTIFICATE FOR RESOLUTION 20LVPFC-09-10  
KITTY HAWK FLATS APARTMENTS**

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

1. In accordance with the bylaws of the Issuer, the Board of Directors of the Issuer (Board) held a meeting on October 8, 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 20LVPFC-09-10, AUTHORIZING LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLATS APARTMENTS) SERIES 2020; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**SIGNED this 8th day of October 2020.**

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David Nisivoccia  
Secretary/Treasurer

**Las Varas Public Facility Corporation  
Resolution 20LVPFC-09-10**

**RESOLUTION 20LVPFC-09-10, AUTHORIZING LAS VARAS PUBLIC FACILITY CORPORATION MULTIFAMILY HOUSING REVENUE NOTE (KITTY HAWK FLAT APARTMENTS) SERIES 2020; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

**WHEREAS**, the Issuer has been requested to issue its “Multifamily Housing Revenue Bonds (Kitty Hawk Flats Apartments) Series 2020” in the aggregate principal amount not to exceed \$28,000,000.00 (Bonds), the proceeds of which will be used to finance the cost of acquiring, constructing, and equipping a proposed 212-unit multifamily apartment facility to be known as Kitty Hawk Flats Apartments, to be located at north corner of Kitty Hawk Road and O’Connor Road, in San Antonio, Texas, San Antonio, Bexar County, Texas (Project) for Kitty Hawk Flats Ltd., a Texas limited partnership (Borrower);

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

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

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

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

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

**WHEREAS**, the members of the Board of Directors of Las Varas Public Facility Corporation (collectively, the Board) and their respective offices are as follows:

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana “Cha” Guzman	Chair and Director
Jessica Weaver	Vice Chair and Director
Jo-Anne Kaplan	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Charles Clack	Director
David Nisivoccia	Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary
Ed Hinojosa	Assistant Secretary
Muriel Rhoder	Assistant Secretary
Brandee Perez	Assistant Secretary

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

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

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

Section 3. The Bonds, in the aggregate principal amount of not to exceed \$28,000,000.00, with a variable interest rate during construction and a permanent an interest rate (not including applicable premium) not to exceed 5.0% as set forth in the Indenture, and with a maturity date not to exceed December 31, 2041, in substantially the form and substance set forth in the Loan Agreement, are hereby approved, and the President, the Vice President, the Secretary, the Treasurer, and each Assistant Secretary, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Bonds or have their facsimile signatures placed upon them, and such officers are hereby authorized and directed to deliver the Bonds, and the seal of the Issuer is hereby authorized and directed to be affixed or placed by facsimile on the Bonds. Authentication of the Bonds upon the terms and conditions and in the manner described in the Indenture as the same may be modified is authorized by this Resolution. The final principal amounts, interest rates, maturity dates (not to exceed the amounts, the rates,

and the maximum term set forth above), and final redemption dates and prices for the Bonds shall be set forth in the final form of the Indenture, and the execution and delivery of the any agreements relating to the purchase of the Bonds by the Bond Purchaser by the President, the Vice President, the Secretary, the Treasurer, each Assistant Secretary, or any of them, shall constitute approval of the agreed final principal amounts of, interest rates on the Bonds, maturity dates of the Bonds, and the final redemption dates and prices for the Bonds. The proceeds of the Bonds are hereby authorized to be utilized as set forth herein and in the Loan Agreement and the Indenture.

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

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

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

Section 7. All action and resolutions, not inconsistent with provisions of this Resolution heretofore taken by this Board and the officers of the Issuer directed toward the financing of the Project and the issuance of the Bonds shall be and the same hereby is extended, ratified, approved, and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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

Section 10. The Bonds shall not constitute an indebtedness, liability, general, special, or moral obligation or a pledge or loan of the faith or credit or taxing power, within the meaning of any constitutional or statutory provision whatsoever, of the United States of America or any agency or instrumentality thereof, the State of Texas, the City, or any other political subdivision or governmental unit.

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

Section 12. If any section, paragraph, clause, or provision of this Resolution shall be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution. In case any obligation of the Issuer authorized or established by this Resolution or the Bonds is held to be in violation of law as applied to any person or in any circumstance, such obligation shall be deemed to be the obligation of the Issuer to the fullest extent permitted by law.

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

**Passed and approved on the 8th day of October 2020.**

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

**Attested and approved as to form:**

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

**CERTIFICATE FOR RESOLUTION 20FAC-09-10  
KITTY HAWK FLATS APARTMENTS**

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 October 8, 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-09-10, AUTHORIZING KITTY HAWK FLATS APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND AUTHORIZING ALL FILINGS AND AGREEMENTS WITH TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS IN CONNECTION WITH APPLICATIONS FOR LOW INCOME HOUSING TAX CREDITS; AND AUTHORIZING THE PURCHASE OF THE LAND FOR THE TRANSACTION AND THE LEASE OF SUCH LAND FOR THE TRANSACTION; AND AUTHORIZING THE ACQUISITION OF THE MEMBERSHIP INTEREST IN KITTY HAWK FLATS GP LLC; AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; AND AUTHORIZING SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS THE GENERAL CONTRACTOR; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

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

**SIGNED AND SEALED this 8th day of October 2020.**



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David Nisivoccia  
Secretary/Treasurer

**San Antonio Housing Facility Corporation  
Resolution 20FAC-09-10**

**RESOLUTION 20FAC-09-10, AUTHORIZING KITTY HAWK FLATS APARTMENTS TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND AUTHORIZING ALL FILINGS AND AGREEMENTS WITH TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS IN CONNECTION WITH APPLICATIONS FOR LOW INCOME HOUSING TAX CREDITS; AND AUTHORIZING THE PURCHASE OF THE LAND FOR THE TRANSACTION AND THE LEASE OF SUCH LAND FOR THE TRANSACTION; AND AUTHORIZING THE ACQUISITION OF THE MEMBERSHIP INTEREST IN KITTY HAWK FLATS GP LLC; AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; AND AUTHORIZING SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS THE GENERAL CONTRACTOR; AND OTHER MATTERS IN CONNECTION THEREWITH**

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

**WHEREAS**, at the request of the Partnership, San Antonio Housing Facility Corporation (SAHFC) has agreed to (i) serve as the sole member of the General Partner of the Partnership in connection with the financing of the Project, (ii) acquire the Land and lease it to the Partnership pursuant to a Ground Lease (Ground Lease), and (iii) serve as the general contractor for the Project; and

**WHEREAS**, the Partnership has requested that the Las Varas Public Facility Corporation (Issuer) issue (i) its tax-exempt Multifamily Housing Revenue Note (Kitty Hawk Flats Apartments) Series 2020 (Bonds) to finance the Project (Bond Financing); and

**WHEREAS**, the Issuer will issue the Tax-Exempt Bonds in an amount not to exceed \$28,000,000.00 and loan all such proceeds to the Partnership; and

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

**WHEREAS**, the Developer, on behalf of the Partnership, has applied for approximately \$13,000,000.00 in 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 Partnership, General Partner and/or SAHFC will be required to execute, complete and deliver various

applications, agreements, documents, certificates and instruments to TDHCA (TDHCA Documents); and

**WHEREAS**, the Partnership will contribute approximately \$12,628,743.00 of equity to the construction of the Project, which will be raised from the sale of tax credits to U.S. Bancorp Community Development Corporation or an affiliate of such entity (Equity Financing); and

**WHEREAS**, in connection with the Equity Financing, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements, including, but not limited to, an Amended and Restated Agreement of Limited Agreement, a Development Services Agreement, Property Management Agreement, a Right of First Refusal Agreement, and closing certificates (collectively, the Equity Documents); and

**WHEREAS**, the Developer, on behalf of the Partnership, has applied for a bridge loan from KeyBank, National Association in an approximate amount of \$7,450,000.00 (Bridge Loan) for the Project; and

**WHEREAS**, in connection with the Bridge Loan, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements, including, but not limited to, loan agreements, partnership interest pledge agreements, assignments, notes, and subordination agreements (collectively, the Bridge Loan Documents); and

**WHEREAS**, in order to provide additional funding for the Project, the Developer has agreed to provide a loan to the Partnership in an approximate amount of \$2,300,000.00 with an interest rate not to exceed 5.0% (NRP Loan) for the Project; and

**WHEREAS**, in connection with the NRP Loan, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements, including, but not limited to, loan agreements, partnership interest pledge agreements, assignments, notes, and subordination agreements (collectively, the NRP Loan Documents); and

**WHEREAS**, in order to provide additional funding for the Project, the Partnership may enter into one or more subordinate loans, including, but not limited to, a HOME funds loan from Bexar County in the amount of approximately \$260,000.00 (HOME Loan); and

**WHEREAS**, in connection with the Subordinate Loan, the Partnership, the General Partner, and/or SAHFC will be required to enter into certain agreements required in connection with the HOME program, including, but not limited to, a program agreement, a real estate lien note, a deed of trust, an assignment of leases and rentals and restrictive covenants and any other ancillary agreements (collectively, the HOME Loan Documents); and

**WHEREAS**, to reduce the cost of the Project by eliminating sales tax on the construction of the Project, SAHFC will serve as the general contractor and enter into any required construction contracts and ancillary documents (Construction Documents); and

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

<u>Name of Director/Officer</u>	<u>Position</u>
Dr. Ana "Cha" Guzman	Chair and Director
Jessica Weaver	Vice Chair and Director
Jo-Anne Kaplan	Director
Olga Kauffman	Director
Ruth Rodriguez	Director
Charles Clack	Director
David Nisivoccia	Secretary/Treasurer
Timothy E. Alcott	Assistant Secretary
Ed Hinojosa	Assistant Secretary
Muriel Rhoder	Assistant Secretary
Brandee Perez	Assistant Secretary

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

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

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

Section 1. The Project, the various forms of financing contemplated for the Project, including, but not limited to, the Bond Financing, the Equity Financing, the Bridge Loan, the NRP Loan, the HOME Loan and the terms of the Bond Documents, the Equity Documents, the Bridge Loan Documents, the NRP Loan Documents, the HOME Loan Documents, the Construction Documents and the TDHCA Documents, are hereby authorized and approved.

Section 2. The President, any Vice President, the Secretary, the Treasurer, the Executive Director, any Assistant Secretary, or any of them, are hereby authorized to execute any and all documentation required for the financing and construction of the Project, including, but not limited to, the Bond Documents, the Equity Documents, the Bridge Loan Documents, the NRP Loan Documents, the HOME Loan Documents, the Construction Documents, the TDHCA Documents, the Lease covering the Land, and all other documents relating to the Bond Financing, the Equity Financing, the Bridge Loan, the NRP Loan and the HOME Loan to which the Partnership, the General Partner, and/or SAHFC is a party.

Section 3. The purchase of the Land, the lease of the Land, the acquisition of membership interest in the General Partner by SAHFC, and the role of SAHFC as the general contractor for the Project are approved and the President, any Vice President, the Secretary, the Treasurer, the Executive Director, and any Assistant Secretary, or any of them, are hereby authorized to execute the documents required to be executed by SAHFC in order to effect such transactions.

Section 4. The President, any Vice President, the Secretary, the Treasurer, and the Executive Director, 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 SAHFC are authorized and directed to modify, execute and deliver any of the documents to be signed by or consented to by SAHFC, and any and all certificates and other instruments necessary to carry out the intent thereof and hereof. The President, any Vice President, the Secretary, the Treasurer, the Executive Director, 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 SAHFC, and approval of the terms of any of the documents by such officers and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 5. 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 6. 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 7. 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 8. 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 9. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 10. This Resolution shall be in force and effect from and after its passage.

**Passed and approved the 8th day of October 2020.**

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

**Attested and approved as to form:**

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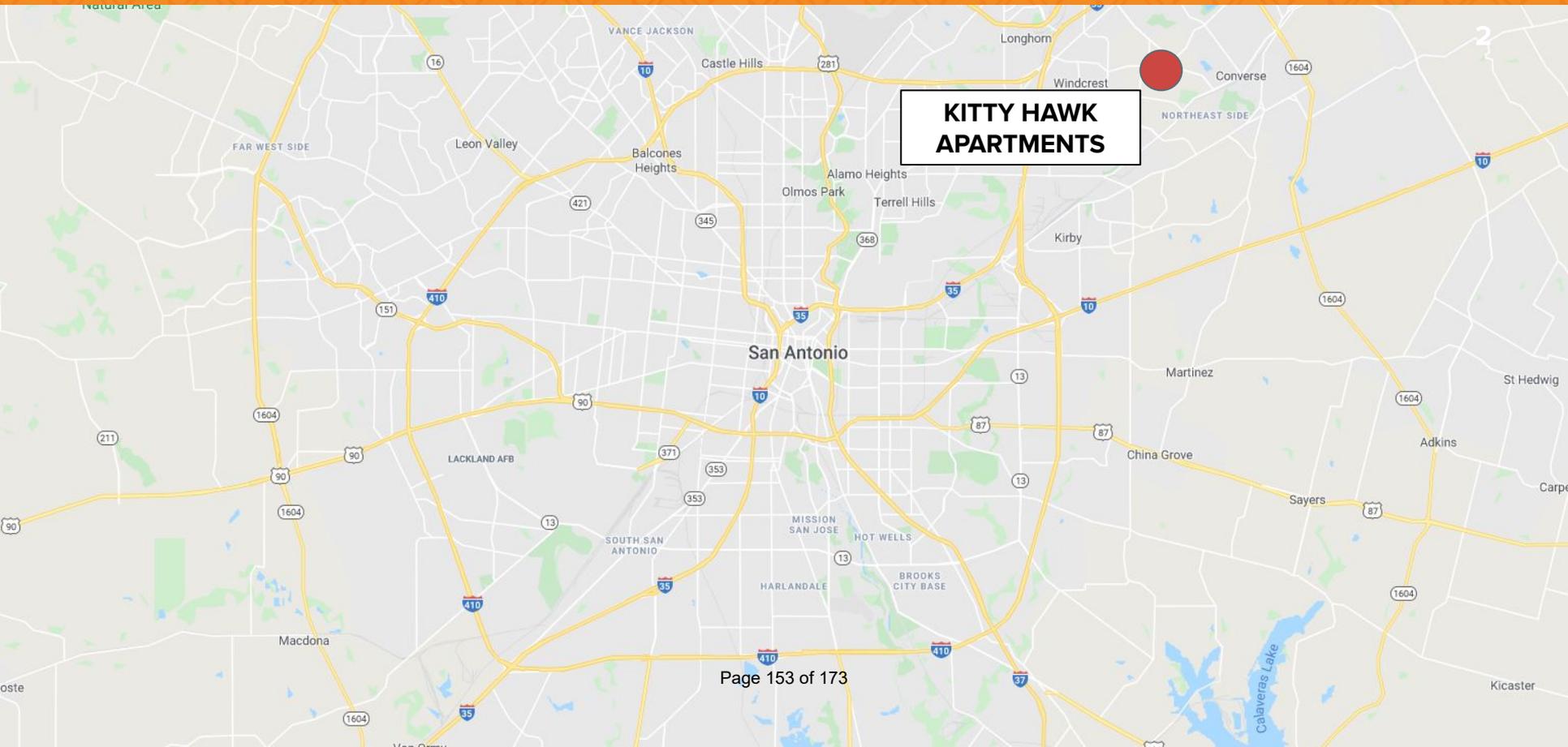
**David Nisivoccia**  
**Secretary/Treasurer**



# Kitty Hawk

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

# MAP



**KITTY HAWK  
APARTMENTS**

# DESIGN



# QUESTIONS?

**BOARD OF COMMISSIONERS**

**RESOLUTION 6070, AUTHORIZING THE PRESIDENT AND CEO TO APPROVE AND PROCEED WITH A SELF-FUNDED, THIRD-PARTY PROVIDER OF SAHA EMPLOYEE MEDICAL AND DENTAL PLANS PLUS FULLY INSURED VISION, SHORT TERM DISABILITY, LONG TERM DISABILITY, LIFE INSURANCE AND ANCILLARY BENEFIT PLANS AND AN ELECTRONIC BENEFITS ENROLLMENT PLATFORM FOR CALENDAR YEAR 2021, AT A TOTAL COST NOT TO EXCEED \$5,506,781.00**

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*David Nisivoccia*  
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**David Nisivoccia**  
**President and CEO**

DocuSigned by:  
*Muriel Rhoder*  
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**Muriel Rhoder**  
**Chief Administrative Officer**

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*Janie Rodriguez*  
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**Janie Rodriguez**  
**Director of Human Resources**

**REQUESTED ACTION:**

Consideration and approval regarding Resolution 6070, authorizing the President and CEO to approve and proceed with a self-funded, third-party provider of SAHA employee medical and dental plans plus fully insured vision, short term disability, long term disability, life insurance and ancillary benefit plans and an electronic benefits enrollment platform for calendar year 2021, at a total cost not to exceed \$5,506,781.00.

**FINANCIAL IMPACT:**

The total proposed cost for the SAHA self-funded (self-insured) medical and dental plans for January 1, 2021, through December 31, 2021, is projected to be \$5,115,528.00. Included in this projected cost is the annual administrative fee for the operation of the self-funded plan of \$35,346.00, projected claims costs of \$4,051,791.00, and an estimated stop loss premium of \$1,028,391.00.

In 2020, SAHA implemented programs to control costs in the area of prescriptions by moving to a Balanced Formulary and the addition of Step Therapy and Prior Authorization. SAHA 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 2021.

The total proposed cost for SAHA’s fully insured programs of vision, employer paid life/accidental death and disability, short term and long term disability and the Employee Assistance Plan is \$309,200.00. The agency will maintain Avesis as the carrier for vision coverage. In 2020, SAHA chose Dearborn National Life Insurance Company, which is affiliated with Blue Cross Blue Shield, for the Employer Paid Life and Accidental Death & Disability (1X Base Salary), plus Short Term Disability and Long Term Disability. SAHA also added options for Critical Illness and Accident Insurance. This partnership also allowed for the ability to provide third party services for the management of FMLA and ADA claims. The bundling of these products resulted in a \$15,000.00 discount on administrative fees for 2020, 2021, and 2022.

**SAN ANTONIO HOUSING AUTHORITY****October 8, 2020**

An additional \$15,000.00 was offered as a discount and provided in the form of a reimbursement for health and wellness related expenses. To date, SAHA has used these monies for the SAHA logo masks and is working with BCBS on reviewing other reimbursable items.

A continuation of these products, as well as the MetLife Legal plan, allows employees to participate in a program that includes access to a network of attorneys to assist with identity theft, estate planning and elder care issues.

Since 2018, SAHA has utilized an electronic benefits enrollment system (SmartBen) and an electronic system (Accord), for issuing required forms under the Affordable Care Act. The two programs have a combined cost of \$34,097.00.

These costs are reflected in the approved FY 2020 - 2021 budget and represent a total increase of 5.58% from the 2020 budget projections.

**SUMMARY:**

In 2008, SAHA moved to a self-funded (self-insured) plan to help control the rising costs of health care. Two PPO plans are offered to employees: a standard (lower cost) PPO plan and a richer (higher cost) PPO plan for which the employee bears a larger share of the cost. There are currently 411 employees in the plans; 309 are enrolled in the low PPO plan and 102 are enrolled in the high PPO plan.

McGriff, Seibels & Williams of Texas, Inc. (MSW) is the current Benefits Consultant. MSW put out a Request for Proposals on SAHA's behalf for 2020 for a carrier for Life Insurance (Basic, Voluntary and Accidental Death and Dismemberment), Short Term Disability, Long Term Disability and other Voluntary Products.

The BCBS medical and dental plans are under a rate guarantee for 2021. SAHA annually reviews benefits and funding of the plan. There will be no increase to employee contributions nor SAHA's funding level for 2021. There will be a decrease from \$75.00 to \$50.00 for the Urgent Care copay.

A stop-loss premium increase of 8.47% is included in the 2021 projections. Stop-Loss proposals require additional claims experience before costs can be finalized. Final Stop Loss costs are expected to be available by December 1, 2020.

SAHA remains highly competitive and favorable in comparison to other employers with an employer contribution of 85% compared to the 15% 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
- Annual health and safety fairs - *Subject to CDC Guidelines*
- Monthly vitamin shot clinics - *Subject to CDC Guidelines*
- Spring event with exercise demonstrations and various fitness activities - *Subject to CDC Guidelines*

**SAN ANTONIO HOUSING AUTHORITY**

**October 8, 2020**

- SAHA's wellness program received a bronze award from the San Antonio Business Group on Health in Spring 2020.

The proposed benefits program for SAHA employees in 2021 will include the most competitive:

- health care carrier as the third-party provider of employee medical and dental plans
- provider for the employee vision plan
- third-party 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 GOAL:**

Invest in our greatest resource - our employees - and establish a track record for integrity, accountability, collaboration and strong customer service.

**ATTACHMENTS:**

Resolution 6070

SAHA Benefit Comparison - Medical

SAHA Benefit Comparison - Dental

Projected Benefit Expense for 2021

Presentation

**San Antonio Housing Authority  
Resolution 6070**

**RESOLUTION 6070, AUTHORIZING THE PRESIDENT AND CEO TO APPROVE AND PROCEED WITH A SELF-FUNDED, THIRD-PARTY PROVIDER OF SAHA EMPLOYEE MEDICAL AND DENTAL PLANS PLUS FULLY INSURED VISION, SHORT TERM DISABILITY, LONG TERM DISABILITY, LIFE INSURANCE AND ANCILLARY BENEFIT PLANS AND AN ELECTRONIC BENEFITS ENROLLMENT PLATFORM FOR CALENDAR YEAR 2021, AT A TOTAL COST NOT TO EXCEED \$5,506,781.00**

**WHEREAS**, the San Antonio Housing Authority (SAHA) desires to provide a wide range of insurance benefits for its employees; and

**WHEREAS**, the current employee self-insured administration contracts will terminate on December 31, 2020; and

**WHEREAS**, the total cost for the SAHA self-funded (self-insured) medical and dental plans for January 1, 2021, through December 31, 2021, is projected to be \$5,115,528.00; and

**WHEREAS**, included in this projected cost is the total annual administrative fee paid to Blue Cross Blue Shield for the operation of the self-funded plan of \$35,346.00, the stop loss fee of \$1,028,391.00, and a projected claims amount of \$4,051,791.00; and

**WHEREAS**, SAHA will fund a program to support extended diabetes care at a cost of \$50,340.00 and nicotine cessation at \$650.00 per year; and

**WHEREAS**, the total proposed cost for SAHA's fully insured programs of vision, life, short term, and long term disability, employee assistance plan, and flex spending accounts is \$309,200.00, and SAHA proposes to maintain Dearborn National Life Insurance Company as the carrier for Basic Life and Accidental Death and Dismemberment, Short Term Disability and Long Term Disability. Dearborn will offer other Voluntary products to include Critical Illness and Accident Coverage; and

**WHEREAS**, the addition of Dearborn National Life Insurance Company will result in second year savings of \$15,000.00 and the ability to utilize third party services in the administration of Family and Medical Leave Act (FMLA) and Americans with Disability Act (ADA) claims. These services are projected to cost \$11,967.00; and

**WHEREAS**, the proposed approximate annual cost for an electronic benefits enrollment platform, and a third party provider of tax forms required per the Affordable Care Act is \$34,097.00; and

**WHEREAS**, the costs are within the Board approved FY 2020-2021 operating budget; and

**WHEREAS**, staff requests the Board of Commissioners 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 SAHA hereby:

- 1) Approves Resolution 6070, authorizing the President and CEO to approve and proceed with a self-funded, third-party provider of SAHA employee medical and dental plans plus fully insured vision, short term disability, long term disability, and life insurance and ancillary benefit plans, an electronic benefits enrollment platform for calendar year 2021, and third party providers for administrative services at a total cost not to exceed \$5,506,781.00.
- 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 8th day of October 2020.**

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

**Attested and approved as to form:**

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**David Nisivoccia  
President and CEO**

## SAHA 2021 Proposed Dental Benefits

SAHA 2021 Proposed Dental Benefits		
	SAHA Dental PPO 2020	SAHA Dental PPO 2021
<b>Calendar Year Deductible</b>	<b>PPO</b>	<b>PPO</b>
Individual	\$50	\$50
Family	\$150	\$150
	----	----
<b>Preventive (ded. waived)</b>	100%	100%
<b>Basic</b>	80%	80%
<b>Major</b>	80%	80%
<b>Calendar Year Maximum</b>	\$2,500	\$2,500
<b>Orthodontia (child only)</b>	50%	50%
<b>Orthodontia deductible</b>	None	None
<b>Orthodontia Lifetime Maximum</b>	\$2,000	\$2,000
	<b>2020</b>	<b>2021</b>
<b>Monthly Employee Contributions</b>		
Employee Only	\$13.01	\$13.01
Employee + Spouse	\$28.33	\$28.33
Employee + Child(ren)	\$35.51	\$35.51
Employee + Family	\$51.27	\$51.27

Benefits	2020 Benefits				2021 Benefits			
	SAHA BCBS Low PPO Plan		SAHA BCBS High PPO Plan		SAHA BCBS Low PPO Plan		SAHA 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)	\$35 copay	n/a	\$40 copay	n/a	\$35 copay	n/a	\$40 copay	n/a
Urgent Care Center Services	\$75 copay	70% after ded.	\$75 copay	70% after ded.	\$50 copay	70% after ded.	\$50 copay	70% after ded.
Emergency Health Services	\$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						
Level 1, Level 2 & Level 3	2x retail		2x retail		2x retail		2x retail	
New for 2020: Rx Balanced Formulary, Step Therapy and Rx Prior Authorization; Diabetes Management Program (Livongo); Smoking Cessation Program								

	Rates	Enrollment	Rates	Enrollment	Rates	Enrollment	Rates	Enrollment
Employee	\$565.23	110	\$603.43	42	\$565.23	110	\$603.43	42
Employee + Spouse	\$1,121.45	47	\$1,197.23	21	\$1,121.45	47	\$1,197.23	21
Employee + Child(ren)	\$1,065.76	67	\$1,137.79	18	\$1,065.76	67	\$1,137.79	18
Family	\$1,790.24	78	\$1,911.24	22	\$1,790.24	78	\$1,911.24	22
<b>Total Enrolled</b>	Total	302	Total	103	Total	302	Total	103
	<b>ER Contribution</b>	<b>EE Contribution</b>						
Employee	\$486.10	\$79.13	\$494.80	\$108.63	\$486.10	\$79.13	\$494.80	\$108.63
Employee + Spouse	\$964.45	\$157.00	\$972.16	\$225.07	\$964.45	\$157.00	\$972.16	\$225.07
Employee + Child(ren)	\$916.55	\$149.21	\$923.90	\$213.89	\$916.55	\$149.21	\$923.90	\$213.89
Family	\$1,539.61	\$250.63	\$1,551.93	\$359.31	\$1,539.61	\$250.63	\$1,551.93	\$359.31

Projected Benefit Expense for January 1, 2021 through December 31, 2021			
<b>SELF FUNDED</b>	BCBS Medical & Dental		
		Medical Claims	\$3,798,348.55
		Medical Admin Fee	\$14,480.64
		Stop Loss Estimate	\$1,028,391.05 <i>(8.47% Increase Over 2020 Projection)</i>
		<b>Subtotal Medical</b>	<b>\$4,841,220.24</b>
		Dental Claims	\$253,441.97
		Admin Fee	\$20,865.60
		<b>Subtotal Dental</b>	<b>\$274,307.57</b>
		<b>TOTAL MEDICAL &amp; DENTAL</b>	<b>\$5,115,527.81</b>
	New Treatment Programs		
		Livongo Diabetes Treatment	\$50,340.00
		<i>Estimate 60 Employees</i>	
		Tobacco Cessation	\$650.00
		<i>.11 cents PEPM</i>	
		<b>TOTAL TREATMENT EXPENSE</b>	<b>\$50,990.00</b>
	Fees for Admin Support		
		3rd Party FMLA Administration	\$7,323.00
		3rd Party ADA Administration	\$4,644.00
		<b>TOTAL ADMIN SUPPORT</b>	<b>\$11,967.00</b>
		<b>EXPENSE BEFORE SAVINGS</b>	<b>\$5,178,484.81</b>
	Product Savings		
		2nd Year Discount for Bundled Package	\$15,000.00
			<b>-\$15,000.00</b>
		<b>TOTAL SELF FUNDED EXPENSE</b>	<b>\$5,163,484.81</b>
<b>FULLY INSURED</b>			
	Avesis Vision	<i>June Inv = \$3,821.84</i>	\$15,287.36
	Employer Paid Basic Life & AD&D	<i>June Inv = Life \$1,930 + ADD \$444</i>	\$28,488.00
	Employer Paid STD	<i>June Inv = \$10,984</i>	\$131,808.00
	Employer Paid LTD	<i>June Inv = \$9,004</i>	\$108,048.00
	Logical Management Solutions	<i>July Inv = \$1,099.56 + 10%</i>	\$14,514.19
	MSW Flex Spending	<i>June Inv = \$921.20</i>	\$11,054.40
		<b>TOTAL FOR FULLY INSURED</b>	<b>\$309,199.95</b>
<b>ELECTRONIC ENROLLMENT</b>	SmartBen	<i>July Inv = \$2,337.72</i>	\$28,052.64
<b>ACA COMPLIANCE</b>	Accord	<i>March Inv = \$6,025.70 + .03%</i>	\$6,043.77
		<b>TOTAL FOR ENROLLMENT &amp; ACA</b>	<b>\$34,096.41</b>
		<b>PROJECTED GRAND TOTAL</b>	<b>\$5,506,781.17</b>



**SAHA** | SAN ANTONIO  
HOUSING AUTHORITY  
Opportunity Lives Here

# RESOLUTION 6070

Board Meeting - October 8, 2020

# Cost of Benefits to Include Self Funded and Fully Insured Plans

2

<b>Fiscal Year</b>	<b>Cost</b>	<b>Increase / Decrease</b>
Unaudited FY 20	\$3,800,000.00	5.00% Decrease
FY 19	\$4,000,000.00	5.26% Increase
FY 18	\$3,800,000.00	24.00% Decrease
FY 17	\$5,000,000.00	

# Cost of Self Insured Plans - Excludes Employee Contribution

3

- ❑ Self Insured Plans: Medical and Dental
- ❑ Carrier: Blue Cross Blue Shield

<b>Calendar Year</b>	<b>Cost</b>	<b>Increase / Decrease</b>
2019	\$3,600,000.00	12.50% Increase
2018	\$3,200,000.00	25.58% Decrease
2017	\$4,300,000.00	

# Claims Cost Per Employee Per Month (PEPM)

## Medical and Pharmacy

<b>Calendar Year</b>	<b>PEPM</b>	<b>Increase / Decrease</b>
YTD 2020	\$683.93	2.52% Decrease
2019	\$701.58	0.49% Decrease
2018	\$705.02	7.95% Decrease
2017	\$765.87	

# Comparison of Costs

- ❑ Reduction in Urgent Care Co-Pay From \$75.00 to \$50.00
- ❑ Reduced cost to both Employee and Employer

Condition	Emergency Room Cost	Urgent Care Cost
Allergies	\$345	\$97
Acute Bronchitis	\$595	\$127
Earache	\$400	\$110
Sore Throat	\$525	\$94
Pink Eye	\$370	\$102
Sinusitis	\$617	\$112
Strep Throat	\$531	\$111
Upper Respiratory Infection	\$486	\$111
Urinary Tract Infection	\$665	\$112

Source: Debt.org, Medica Choice Networks, Nov 12, 2019

# Next Steps

- ❏ Rate Guarantees for 2021
- ❏ Open Enrollment Dates
  - ❏ Late October to Early November
  - ❏ Virtual Employee Meetings
  - ❏ Electronic Enrollment

# QUESTIONS?



# PRESIDENT'S REPORT

## OCTOBER 2020

### SAHA 2025 RESIDENT WORKING GROUPS

The San Antonio Housing Authority is preparing SAHA 2025, its five-year strategic plan to create affordable housing for San Antonio. In an effort to obtain feedback from SAHA residents and the community, SAHA is conducting resident working group and community meetings throughout October. SAHA is hosting virtual community discussions and engaging residents to actively participate to gather ideas and best practices to help build new affordable housing for San Antonio. For more information, visit [saha.org/SAHA2025](https://saha.org/SAHA2025).

### 100<sup>TH</sup> BIRTHDAY CELEBRATION

The San Antonio Housing Authority had the honor of celebrating Le Chalet Apartments resident Mary Ruth Robinson's 100<sup>th</sup> birthday during an outdoor birthday celebration on Friday, Sept. 18. SAHA joined Mary's family and church friends at Mt. Zion First Baptist Church during the celebration, where Mary was showered with balloons, flowers, and love on her special day.





## WORKFORCE JOB TRAINING

The City of San Antonio has partnered with Workforce Solutions Alamo, Alamo Colleges, Project Quest, and other workforce development agencies to offer free workforce training and education to San Antonio residents who have been financially impacted by the COVID-19 pandemic. Interested residents will complete a skills and career assessment to begin high school equivalency preparation, short-term, long-term, or on-the-job training. Qualified participants are eligible to receive a stipend of \$15 an hour (*at 6 hours minimum and 30 hours maximum per week*) for actual time spent in an approved training program to earn up to \$450 a week.

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## HEALTH PROFESSION TRAINING

The San Antonio Housing Authority in partnership with Alamo Colleges is offering free health profession training to residents beginning on **Nov. 2, 2020**. The free, six-month training will be held online and offers paid tuition, child care assistance, free books and supplies, transportation assistance, emergency assistance, and job placement to those who qualify.

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## VICTORIA COMMONS UPDATE

SAHA and the Catellus Development Corporation provided an opportunity for community input on the Conceptual Master Plan for new developments being considered for the Victoria Commons neighborhood, during a virtual community meeting on Sept. 22. Catellus is assisting SAHA complete a conceptual master plan for 11.5 acres, including Artisan Park Townhomes Phase IIB., and reclaim stormwater detention ponds constructed in the first redevelopment phase for additional mixed-income rental housing. The Victoria Commons neighborhood is located south of Hemisfair Park, with E. Cesar Chavez Blvd as the northern boundary, Labor Street to the west, and I-37 to the east. For more information, visit [saha.org/victoriacommons](http://saha.org/victoriacommons).



## BOOK DONATION

September was National Literacy Month and to help celebrate, 9-year-old McKenzie shared her love for reading by donating books to the San Antonio Housing Authority. McKenzie met a need in our community and shared her love for reading with others by donating books that have brought her joy growing up. Through her act of kindness, McKenzie hopes to encourage others to read and explore the opportunity to trade places with the characters in books.

