



# SAN ANTONIO HOUSING FACILITY CORPORATION MEETING

**APR. 18  
2019**



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HOUSING AUTHORITY  
Opportunity Lives Here





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**BOARD OF DIRECTORS**

Morris A. Stribling, DPM Chairman	Charles Clack Director	Jo-Anne Kaplan Director	Gabriel L. Lopez Director	Sofia A. Lopez Director	Marie R. McClure Director	Jessica Weaver Director
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**SAN ANTONIO HOUSING FACILITY CORPORATION  
BOARD MEETING**

**818 S. Flores St., San Antonio, TX 78204  
2:00 p.m., Thursday, April 18, 2019**

**MEETING CALLED TO ORDER**

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

**MINUTES**

2. Minutes
  - Approval of the April 4, 2019, San Antonio Housing Facility Corporation Meeting minutes

**OPERATIONS**

3. Consideration and approval regarding Resolution 19FAC-04-18, authorizing Franklin Development LLC, as developer of Our Lady of Charity transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as the sole member of the general partnership and as prime contractor; (III) to enter into an agreement of limited partnership for Our Lady of Charity; (IV) obtaining Texas Department of Housing and Community Affairs tax credits, as well as, historic tax credits and all other funding required for the project; (V) and other matters in connection herewith (Timothy E. Alcott, Real Estate and Legal Services Officer; Lorraine Robles, Director of Development Services and Neighborhood Revitalization)
4. Adjournment

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

"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 FACILITY CORPORATION**  
**April 4, 2019**

**SCHEDULED: 1:00 p.m. Central Office of the San Antonio Housing Authority, 818 S. Flores, San Antonio, TX, 78204**

**COMMISSIONERS PRESENT:**

Morris A. Stribling, DPM, Chair  
Charles Clack, Director  
Jo-Anne Kaplan, Director  
Gabriel L. Lopez, Director  
Sofia A. Lopez, Director  
Marie R. McClure, Director  
Jessica Weaver, Director

**COMMISSIONERS ABSENT:**

None

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

**TRANSLATOR:** BCC Communications

**STAFF:**

David Nisiovocchia, President and CEO  
Muriel Rhoder, Chief Administrative Officer  
Ed Hinojosa, Chief Financial Officer  
Jo Ana Alvarado, Director of Innovative Technology  
Kristi Baird, Director of Beacon Communities  
Domingo Ibarra, Director of Security  
Aiyana Longoria, Director of Internal Audit  
Adrian Lopez, Director of Community Development Initiatives

Hector Martinez, Director of Construction Services and Sustainability  
Richard Milk, Director of Policy and Planning  
Steven Morando, Director of Procurement and General Services  
Brandee Perez, Director of Federal Housing Programs  
Michael Reyes, Director of Communications and Public Affairs  
Lorraine Robles, Director of Development Services and Neighborhood Revitalization  
Janie Rodriguez, Director of Human Resources  
Thomas Roth, Director of Asset Management

**Item 1:**           **Meeting called to order**  
Chair, Morris A. Stribling, DPM, called the meeting to order at 3:59 p.m.

**Item 2:**           **Minutes**

- Approval of the February 21, 2019, San Antonio Housing Facility Corporation Meeting minutes

**Motion:**           Director Kaplan moved to approve the February 21, 2019, minutes. Director Clack seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Morris A. Stribling, DPM, Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Gabriel L. Lopez, Director				X
Sofia A. Lopez, Director	X			
Marie R. McClure, Director	X			
Jessica Weaver, Director	X			

**Item 3: Consideration and approval regarding Resolution 19FAC-03-21, authorizing the Secretary/Treasurer to negotiate and enter into settlements on behalf of the San Antonio Housing Facility Corporation in certain limited circumstances and within certain parameters as described herein to eliminate unnecessary delay and complications in resolving small, non-employment matters asserted against the San Antonio Housing Facility Corporation**

Resolution 19FAC-03-21, corresponds with San Antonio Housing Authority Resolution 5924. Ms. Muriel Rhoder, Chief Administrative Officer, presented in Timothy E. Alcott's place, as he was in Austin attending a meeting, and reported that the request would authorize the Secretary/Treasurer to negotiate and enter into settlements on behalf of the San Antonio Housing Facility Corporation involving non-employment matters where third parties assert claims or pursue litigation of any kind that the Secretary/Treasurer can resolve for no more than \$10,000.00 per matter, regardless of the number of claims, lawsuits, etc. involved in the matter and regardless of the number of third parties bringing such claims, lawsuits, etc. The Secretary/Treasurer will ensure that the Board of Directors is informed at least monthly of all settlements the Secretary/Treasurer has concluded for that time period. These settlements will also be included in the Litigation Update presented to the Board of Directors on a quarterly basis. Ms. Rhoder also reported that there is no additional cost or financial impact to the San Antonio Housing Facility Corporation, as this procedure will merely streamline approvals required for settlements that would require Board of Director approval.

**Motion:** Director Gabriel L. Lopez moved to approve Resolution 19FAC-03-21. Director Clack seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Morris A. Stribling, DPM, Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Gabriel L. Lopez, Director	X			
Sofia A. Lopez, Director	X			
Marie R. McClure, Director	X			
Jessica Weaver, Director	X			

After approval of Resolution 19FAC-03-21, Mr. Doug Poneck, Counsel, advised that Closed Session was no longer necessary, due to the Board of Directors approving the



Secretary/Treasurer to negotiate and enter into settlements on behalf of the San Antonio Housing Facility Corporation in certain limited circumstances and within certain parameters as described herein to eliminate unnecessary delay and complications in resolving small, non-employment matters asserted against the San Antonio Housing Facility Corporation; therefore, discussion of proposed settlement of Fair Housing Complaint, HUD #06-18-1648-8, Linda Wallace vs. San Antonio Housing Facility Corporation et al, was not required to be discussed under Closed Session.

The Board of Directors then voted on the proposed settlement of Fair Housing Complaint, HUD #06-18-1648-8, Linda Wallace vs. San Antonio Housing Facility Corporation et al.

**Motion:** Director Kaplan moved to approve the settlement of the Fair Housing Complaint, HUD #06-18-1648-8, Linda Wallace vs. San Antonio Housing Facility Corporation et al. Director Clack seconded the motion. Approved.

Member	Aye	Nay	Absent At Time of Vote	Abstained
Morris A. Stribling, DPM, Chair	X			
Charles Clack, Director	X			
Jo-Anne Kaplan, Director	X			
Gabriel L. Lopez, Director	X			
Sofia A. Lopez, Director	X			
Marie R. McClure, Director	X			
Jessica Weaver, Director	X			

**Item 4: \*Closed Session:  
Consultation with Attorney**

Deliberate and obtain legal advice regarding legal issues pursuant to Texas Government Code Sec. 551.071 (1)(B)(settlement offer).offer)

- Discussion of proposed settlement of the Fair Housing Complaint, HUD #06-18-1648-8, Linda Wallace vs. San Antonio Housing Facility Corporation et al

Closed Session was not conducted and not required, due to the approval of the settlement as listed above on Item 3.

**Item 5: Adjournment.**

With no objections, Chair Stribling, DPM, adjourned at 4:02 p.m.

**ATTEST:**

\_\_\_\_\_  
**Morris A. Stribling, DPM**  
**Chair, Board of Directors**

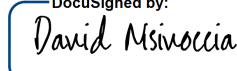
\_\_\_\_\_  
**Date**

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

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

**SAN ANTONIO HOUSING FACILITY CORPORATION****April 18, 2019****BOARD OF DIRECTORS**  
**San Antonio Housing Facility Corporation**

**RESOLUTION 19FAC-04-18, AUTHORIZING FRANKLIN DEVELOPMENT LLC AS DEVELOPER OF OUR LADY OF CHARITY TRANSACTION INCLUDING: (I) EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT TRANSACTION; (II) AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS THE SOLE MEMBER OF THE GENERAL PARTNERSHIP AND AS PRIME CONTRACTOR; (III) TO ENTER INTO AN AGREEMENT OF LIMITED PARTNERSHIP FOR OUR LADY OF CHARITY; (IV) OBTAINING TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS TAX CREDITS, AS WELL AS, HISTORIC TAX CREDITS AND ALL OTHER FUNDING REQUIRED FOR THE PROJECT; (V) AND OTHER MATTERS IN CONNECTION HERewith**

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

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

**REQUESTED ACTION:**

Consideration and appropriate action regarding Resolution 19FAC-04-18, authorizing Franklin Development LLC, as developer of Our Lady of Charity transaction including: (I) execution of all documentation necessary to carry out transaction; (II) authorizing the San Antonio Housing Facility Corporation to serve as sole member of the general partnership and as prime contractor; (III) to enter into an agreement of limited partnership for Our Lady of Charity; (IV) obtaining Texas Department of Housing and Community Affairs tax credits, as well as, historic tax credits and all other funding required for the project; (V) and other matters in connection herewith.

**FINANCIAL IMPACT:**

The transaction does not currently propose any financial investment from the San Antonio Housing Facility Corporation (SAHFC), if awarded 9% low income housing tax credits, as well as historic tax credits. However, once financing has been determined, staff will bring the final transaction back for Board approval.

**SUMMARY:**

Franklin Development LLC, a San Antonio-based company, specializes in the development, construction and management of high quality multi-family and senior residential properties. The developer was procured by the San Antonio Housing Authority to assist in the transformation of The Convent, also known as Our Lady of Charity. A request for proposals #1901-909-57-4877 (Development Partner for 210 S. Grimes and 7.83 acres on the NE Quadrant of Hedges and Grimes Street) dated January 14, 2019, was issued, and the selected development partner for Our Lady of Charity was Franklin Development LLC.

Our Lady of Charity, an approximately \$15 million project, proposes a 72 unit affordable multi-family housing development located at 210 S. Grimes in San Antonio, Texas, utilizing 9%

**SAN ANTONIO HOUSING FACILITY CORPORATION**

**April 18, 2019**

and historic tax credits. The development will consist of seven buildings, four of which are deemed historic, and will provide studios, 1BR, 2BR, 3BR, and 4BR units for families earning 30%, 50% and 60% of area median income. The reconstruction of the historic buildings will include appropriate design considerations and amenities. Our Lady of Charity will represent the very best housing in terms of quality and sustainability in the marketplace today.

Franklin Development LLC will partner with the San Antonio Housing Authority, which will benefit both entities. The partnership will receive the benefit of the San Antonio Housing Facility Corporation's ad valorem tax exemption, as well as, its sales tax exemption, and the agency will add units to its affordable housing portfolio, enabling the agency to serve more residents and further its mission. All officers of the San Antonio Housing Authority may act on behalf of the San Antonio Housing Facility Corporation as Assistant Secretary/Treasurer with the exception of the President and CEO, who is the Secretary/Treasurer for the non-profit entity. Franklin Development LLC will provide ongoing guarantees and long term property management.

**STRATEGIC GOAL:**

Strategically expand the supply of affordable housing.

**ATTACHMENTS:**

Resolution 19FAC-04-18

Map

Site Plan Presentation



**San Antonio Housing Facility Corporation  
Resolution 19FAC-04-18**

**RESOLUTION 19FAC-04-18, AUTHORIZING FRANKLIN DEVELOPMENT LLC AS DEVELOPER OF OUR LADY OF CHARITY TRANSACTION INCLUDING: (I) EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT TRANSACTION; (II) AUTHORIZING THE SAN ANTONIO HOUSING FACILITY CORPORATION TO SERVE AS THE SOLE MEMBER OF THE GENERAL PARTNERSHIP AND AS PRIME CONTRACTOR; (III) TO ENTER INTO AN AGREEMENT OF LIMITED PARTNERSHIP FOR OUR LADY OF CHARITY; (IV) OBTAINING TEXAS DEPARTMENT OF HOUSING AND COMMUNITY AFFAIRS TAX CREDITS, AS WELL AS, HISTORIC TAX CREDITS AND ALL OTHER FUNDING REQUIRED FOR THE PROJECT; (V) AND OTHER MATTERS IN CONNECTION HEREWITH**

**WHEREAS**, Franklin Development LLC, has proposed a development for affordable, multi-family rental housing located at 210 S. Grimes St. in the City of San Antonio; and

**WHEREAS**, at the request of Franklin Development LLC, the San Antonio Housing Facility Corporation (SAHFC) agreed to serve as sole member of the General Partner of the Partnership, as well as, the general contractor, in connection with the financing; and

**WHEREAS**, Franklin Development LLC and the San Antonio Housing Authority have submitted an application to the Texas Department of Housing and Community Affairs for 2019 Competitive 9 percent Housing Tax Credits for Our Lady of Charity; and

**WHEREAS**, the Board of Directors has determined that it is in the public's interest and to the benefit of the citizens and residents of San Antonio for the various entities to enter into the transaction described above, so that the partners may construct the project; and

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

**WHEREAS**, all officers of the San Antonio Housing Authority may act on behalf of the San Antonio Housing Facility Corporation as Assistant Secretary/Treasurer, with the exception of the President and CEO, who is the Secretary/Treasurer for the non-profit entity.

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

- 1) Confirms that it supports the proposed Our Lady of Charity located at 210 S. Grimes St. in San Antonio, TX, and that this formal action has been taken to put on record the opinion expressed by the San Antonio Housing Facility Corporation.
- 2) Approves Resolution 19FAC-04-18.

- 3) Authorizes the Secretary/Treasurer to execute all necessary documents and extensions.

**Passed and approved the 2nd day of May 2019.**

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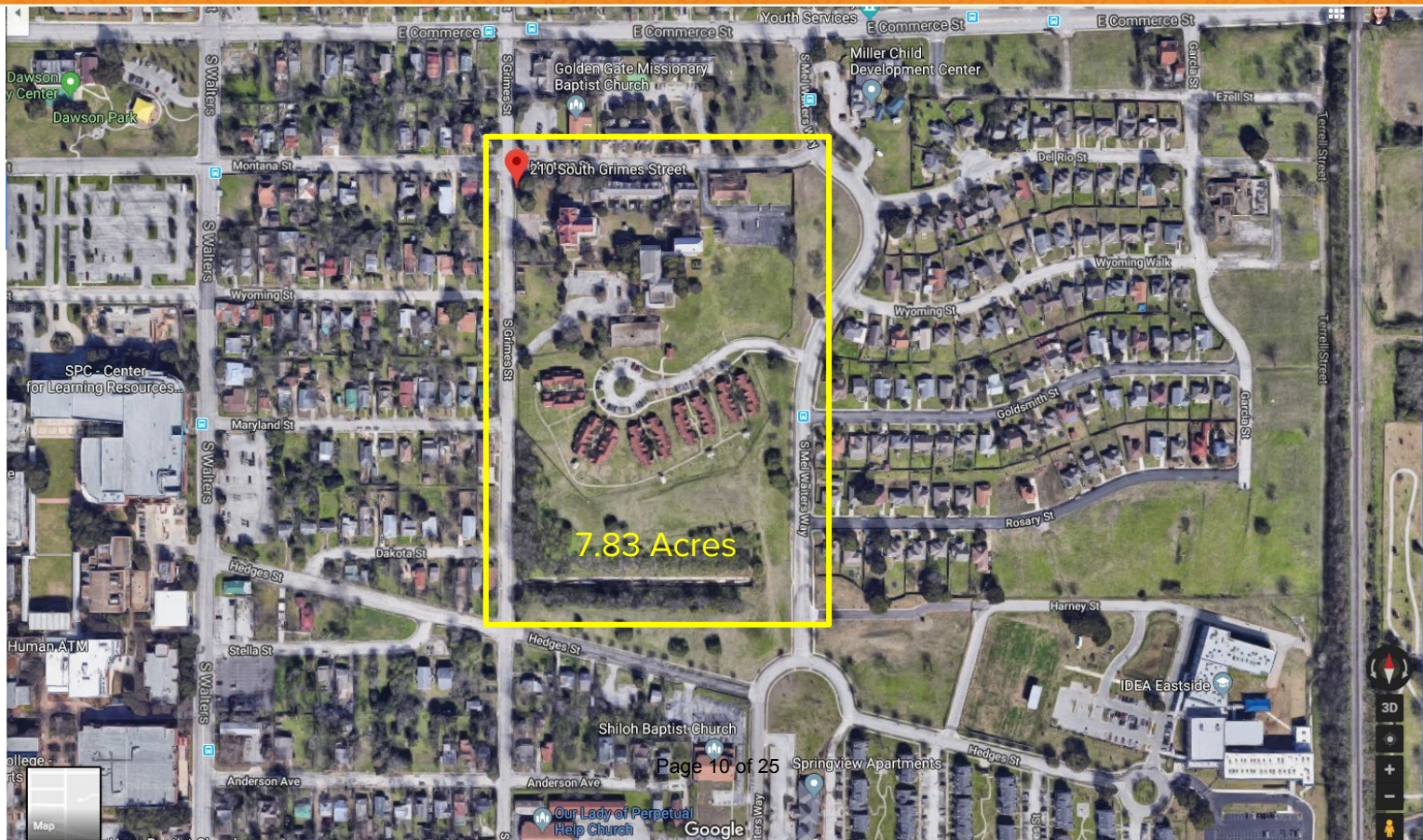
**Morris A. Stribling, DPM**  
**Chair, Board of Directors**

**Attested and approved as to form:**

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

# AERIAL MAP OF 210 S. GRIMES AND 7.83 ACRES

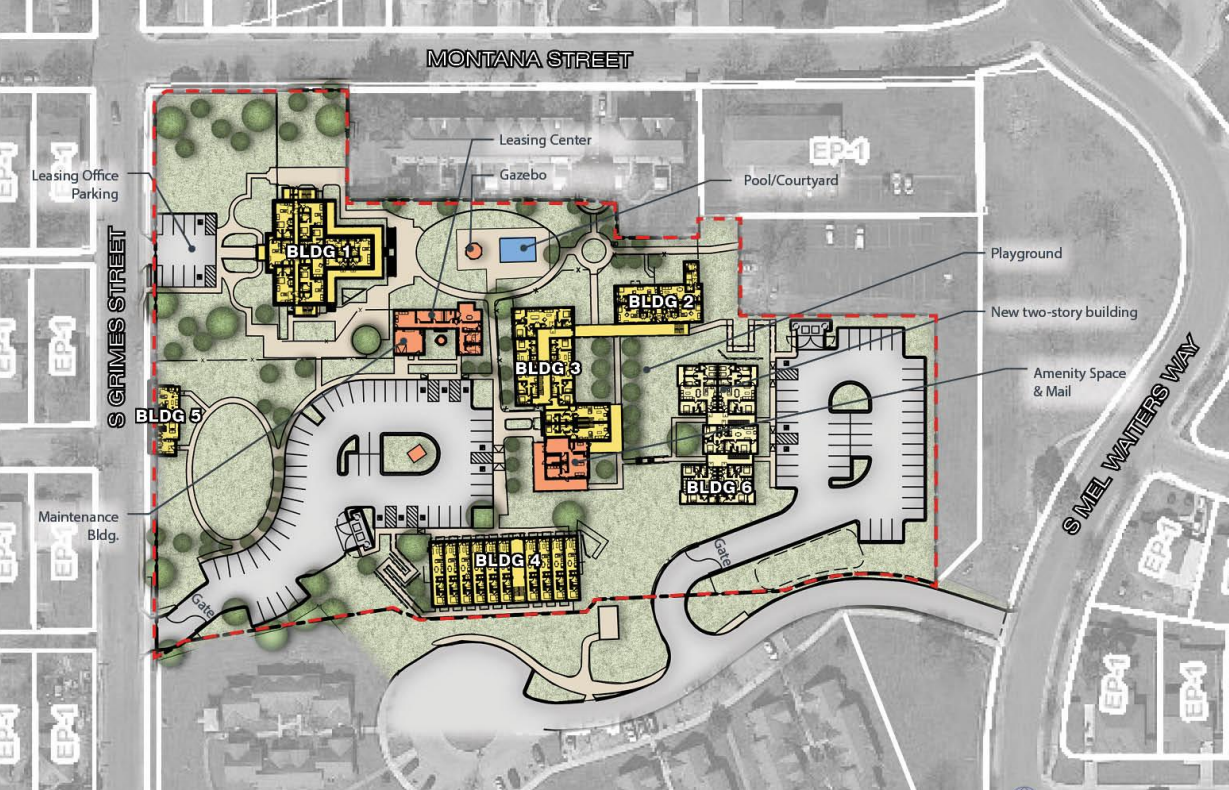






# OUR LADY OF CHARITY

# SITE PLAN



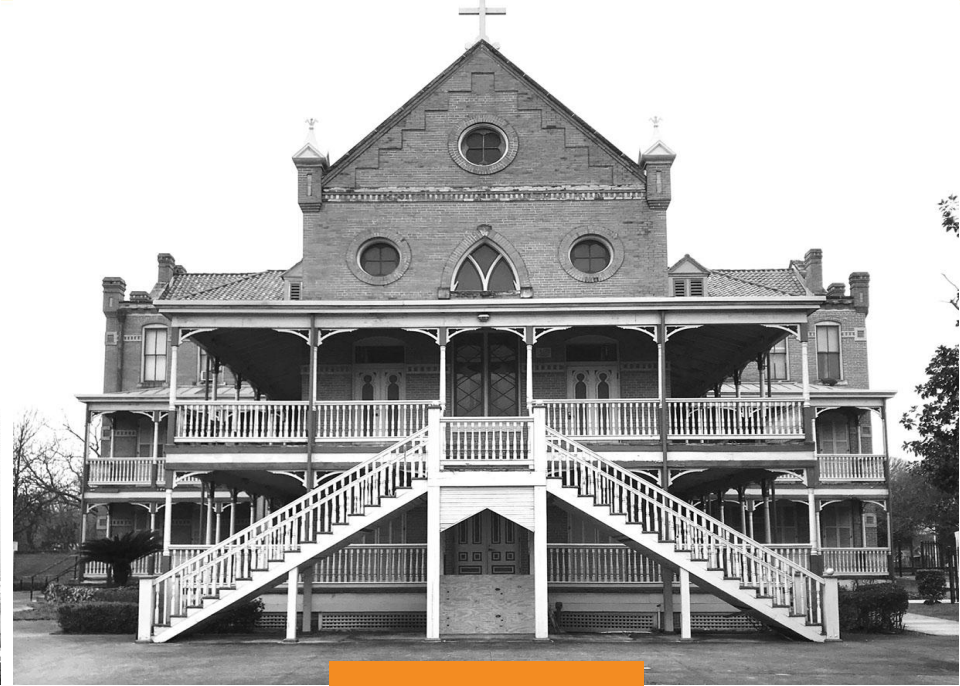


# HISTORIC BUILDING 1: CHAPEL

## WHAT WILL BE PRESERVED



CHAPEL WEST



CHAPEL EAST



# HISTORIC BUILDING 1: CHAPEL

## WHAT WILL BE PRESERVED



CHAPEL NORTH



CHAPEL SOUTH

# HISTORIC BUILDING 2

## WHAT WILL BE PRESERVED



**BUILDING 2 SOUTH**



**BUILDING 2 WEST**



# HISTORIC BUILDING 2

## WHAT WILL BE PRESERVED



**BUILDING 2 EAST**



**BUILDING 2 NORTH**



# BUILDING 3

## WHAT WILL BE PRESERVED



**BUILDING 3 SOUTH**



**BUILDING 3 EAST**

# BUILDING 3

## WHAT WILL BE PRESERVED





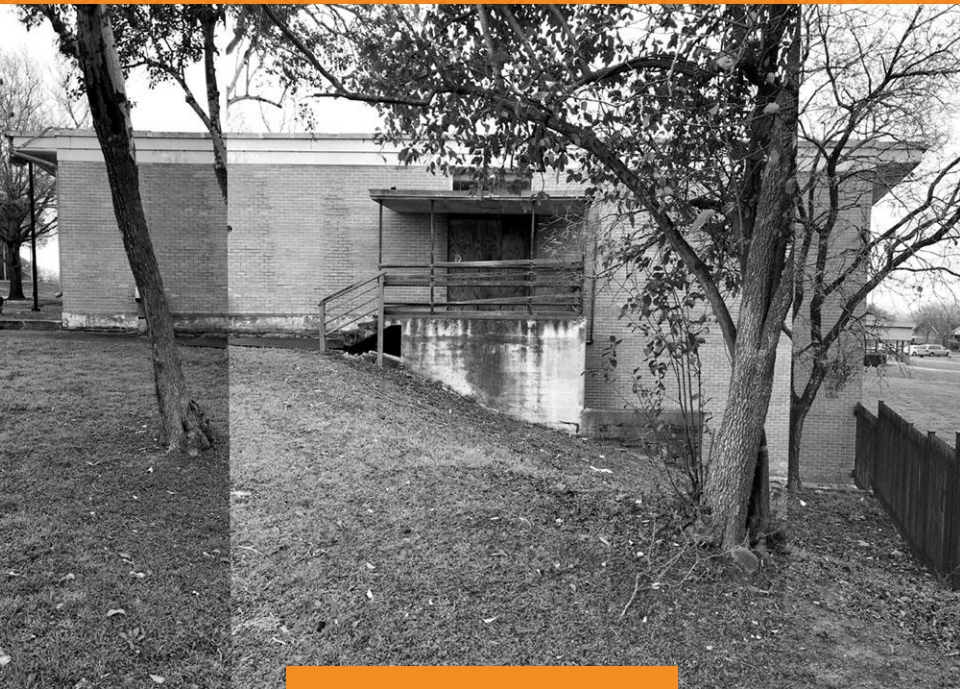
# HISTORIC BUILDING 4

## WHAT WILL BE PRESERVED



# HISTORIC BUILDING 4

## WHAT WILL BE PRESERVED



**BUILDING 4 WEST**



**BUILDING 4 EAST**

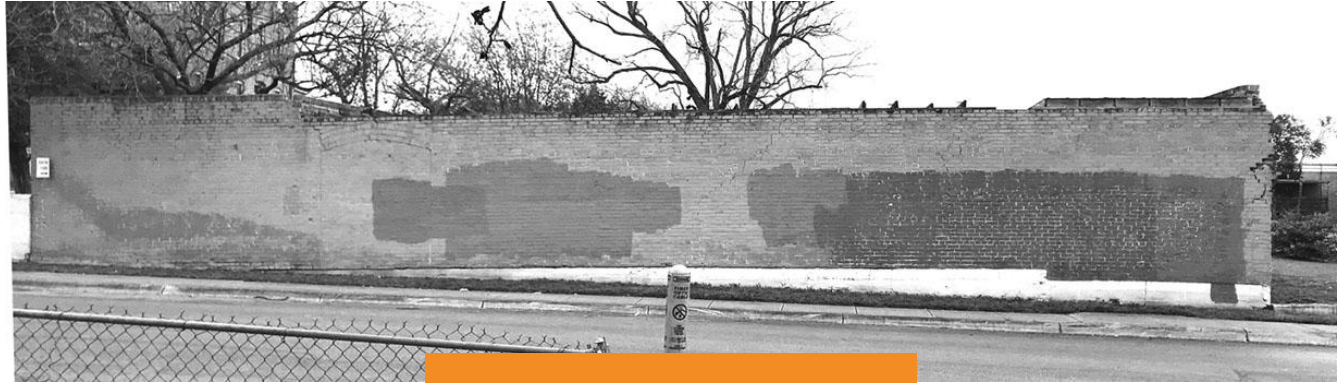


# HISTORIC BUILDING 5: CARRIAGE HOUSE

## WHAT WILL BE PRESERVED



**CARRIAGE HOUSE SOUTH**



**CARRIAGE HOUSE WEST**



# HISTORIC BUILDING 5: CARRIAGE HOUSE

## WHAT WILL BE PRESERVED



CARRIAGE HOUSE EAST



CARRIAGE HOUSE NORTH

# UNIT MIX BY BEDROOM & AMI

- **72 Mixed-Income, Affordable Multi-family Units**
- **Units Size and Types**
  - **53** — Studios
  - **1** — One Bedroom
  - **4** — Two Bedrooms
  - **10** — Three Bedrooms
  - **4** — Four Bedrooms
- **Units by Average Median Income (AMI)**
  - **9** = 30% AMI
  - **29** = 50% AMI
  - **34** = 60% AMI
- **The total development will cost approximately \$15 Million**

# TIMELINE

**March 2019**

**TDHCA - 9 Percent Tax Credit  
Round Application**

**May 2019**

**Scoring of Competitive  
Applications**

**July 2019**

**Final Awards Announced**

**August 2019**

**Begin Final Development  
Process**

**January 2020**

**Construction Drawings Completed  
Begin Relocation *(If funding approved)***

**March 2020**

**Complete Relocation of All Residents**

**April 2020**

**Financial Closing**

**May 2020**

**Begin Construction**

**December 2021**

**Construction Completion**

**January 2022**

**Begin Leasing**

# RELOCATION PROCESS

## IF FUNDING IS OBTAINED

**January 2019**

**1<sup>st</sup> Resident Meeting**

**March 2019**

**2<sup>nd</sup> Resident Meeting**

**September 2019**

**3<sup>rd</sup> Resident Meeting — Funding Status**

**January 2020**

**Begin Relocation (*If funding approved*)**  
**Issue 90-Day Notice**

**March 2020**

**Complete Relocation of All Residents**

**May 2020**

**Begin Construction**