

REAL ESTATE DEVELOPMENT COMMITTEE MEETING NOV. 19, 2020



BOARD OF COMMISSIONERS

Dr. Ana "Cha" Guzmán Chair	Jessica Weaver Vice Chair	Charles Clack Commissioner	Jo-Anne Kaplan Commissioner	Olga Kauffman Commissioner	Ignacio Perez Commissioner	Ruth Rodriguez Commissioner
-------------------------------	------------------------------	-------------------------------	--------------------------------	-------------------------------	-------------------------------	--------------------------------

PRESIDENT & CEO
David Nisivoccia

**SAN ANTONIO HOUSING AUTHORITY
REAL ESTATE DEVELOPMENT COMMITTEE or
**SPECIAL BOARD MEETING
TELECONFERENCE**

**Call In Phone Number: (346) 248-7799
Meeting ID: 93839434337# Passcode: 654170#
2:00 p.m., Thursday, November 19, 2020**

The Board of Commissioners will convene for a Committee, or Special Board meeting, by teleconference, for discussion on the following matters:

MEETING CALLED TO ORDER

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

Public Comment - Citizens are provided up to three minutes each to speak to any agenda items. Citizens wishing to speak to items posted on the agenda should access Phone Number: **(346) 248-7799** and enter Meeting ID: **93839434337#** Passcode: **654170#**, prior to **2:00 p.m.**

Now is the time for public comments. The Board asks the public to address concerns related to SAHA matters and policy and not include statements that may be considered defamatory of any individual. The Board encourages members of the public to direct specific concerns or problems to SAHA staff for more prompt resolution.

INDIVIDUAL ITEMS FOR CONSIDERATION

3. Consideration and appropriate action regarding Resolution 6090, San Antonio Housing Authority authorizes its affiliated entity, the San Antonio Housing Facility Corporation (SAHFC) to authorize the Potranco transaction, including the execution of all documentation necessary to carry out the transaction; authorizing the acquisition of the real property, the development and construction of the apartments and the ground lease of such real property to the public-private partnership entity; and authorizing the membership interest in SAHFC Potranco LP, LLC and authorizing the financing for such transaction; and other matters in connection therewith (Timothy E. Alcott, Chief Legal and Real Estate Officer)

4. Consideration and appropriate action regarding Resolutions 6078 and 20RSPFC-10-22, approving the refinance of the existing mortgage debt on Refugio Place Apartments using the FHA 223(f) program; authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith (Thomas Roth, Director of Asset Management)
5. Consideration and appropriate action regarding Resolutions 6079 and 20DEV-10-22, approving the refinance of the existing mortgage debt on Legacy at Science Park Apartments using the FHA 223(f) program; authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith (Thomas Roth, Director of Asset Management)
6. Consideration and appropriate action regarding Resolutions 6080 and 20DEV-10-23, approving the refinance of the existing mortgage debt on Legacy at O'Connor Road Apartments using the FHA 223(f) program; authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith (Thomas Roth, Director of Asset Management)
7. 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)

INDIVIDUAL ITEMS FOR DISCUSSION

8. Update and discussion on VIA Transit Oriented Development (T.O.D.) (Timothy E. Alcott, Chief Legal and Real Estate Officer)
9. Update and discussion regarding the Demolition/Disposition process
 - a. Application Process/Update
 - b. Building - Site Design Process/Update
 - c. Resident Process/Update
10. Discuss the proposed calendar for 2021

RESOURCES PROVIDED

- Schedule of Units Under Development
 - Real Estate Development Policy (most updated version)
 - CoSA Housing Affordability Criteria
11. 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.

**Note: If a quorum of the Board of Commissioners attends the Committee Meeting, this meeting becomes a Special Meeting of the Board, but no Board action will be taken other than recommendations to the full Board, unless the full Board is present.

**BOARD OF COMMISSIONERS
Real Estate Development Committee**

RESOLUTION 6090, SAN ANTONIO HOUSING AUTHORITY AUTHORIZES ITS AFFILIATED ENTITY, THE SAN ANTONIO HOUSING FACILITY CORPORATION (SAHFC) TO AUTHORIZE THE POTRANCO TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AUTHORIZING THE ACQUISITION OF THE REAL PROPERTY, THE DEVELOPMENT AND CONSTRUCTION OF THE APARTMENTS, AND THE GROUND LEASE OF SUCH REAL PROPERTY TO THE PUBLIC-PRIVATE PARTNERSHIP ENTITY; AND AUTHORIZING THE MEMBERSHIP INTEREST IN SAHFC POTRANCO LP, LLC AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

DocuSigned by:
Lorraine Robles
79ED7A250330420...
Timothy E. Alcott
Chief Legal and Real Estate Officer

REQUESTED ACTION:

Consideration and appropriate action regarding Resolution 6090, San Antonio Housing Authority authorizes its affiliated entity, the San Antonio Housing Facility Corporation (SAHFC) to authorize the Potranco transaction, including the execution of all documentation necessary to carry out the transaction; authorizing the acquisition of the real property, the development and construction of the apartments, and the ground lease of such real property to the public-private partnership entity; and authorizing the membership interest in SAHFC Potranco LP, LLC and authorizing the financing for such transaction; and other matters in connection therewith.

FINANCIAL IMPACT:

San Antonio Housing Authority's affiliated entity, the SAHFC, will be paid a \$250,000.00 closing fee and the greater of (a) 25% of the cash flow after debt service and preferred returns, or (b) 25% of the tax savings as a result of the property tax exemption as a preferred return. SAHFC will also be paid annually \$25,000.00 as an asset management fee. SAHFC will also receive 25% percent of net sales value of the transaction when Lynd exits the transaction in year five and 25% of the increase in value for each subsequent sale. It is estimated that the SAHFC will earn \$6,304,574.00 in their first five years after the completion of the Project.

SUMMARY:

The Lynd Company (Lynd), in conjunction with Santikos' affiliated entity Santikos Enterprises LLC, have proposed a public-private partnership with the San Antonio Housing Authority's affiliated entity, SAHFC, to construct the Potranco Development (Potranco). Lynd is both a real estate developer and property management company. Over the last ten years, Lynd has acquired, divested, managed, developed, underwritten, or brokered directly or indirectly over \$1.5 billion in residential properties. Over the last seven years, Lynd has developed approximately \$500M in new developments in San Antonio, Chicago, Denver, Miami, and Austin.

SAN ANTONIO HOUSING AUTHORITY**November 19, 2020**

The Potranco is a proposed 360-unit Class A multifamily rental housing development to be constructed off of Potranco Road and 1604. Total development costs for the Project are estimated to be \$50,681,729.00 and it will be composed of one-, two- and three-bedrooms units ranging in size from 533 square feet to 1,345 square feet. The Project will feature amenities similar to other Class A multifamily developments in the market, including a clubhouse, pool, and fitness center. Lynd, or an affiliate thereof, will (i) be the developer for the Project, (ii) will provide all financing and financial guarantees for the Project, and (iii) will market, lease, and manage the Project. Neither the SAHA, nor the SAHFC, will have any financial obligations with respect to the Project, except to obtain the property tax exemption.

The SAHFC will own the project and the purchase of the land will be funded by an upfront lease payment from the partnership. As the project is constructed by the Potranco partnership, it will become the property of the SAHFC. The SAHFC will, simultaneously with the closing of its acquisition of the real estate, enter into a 75-year lease to Potranco Apartments LP that is jointly owned by a Lynd affiliate. The SAHFC will have a 25% interest in the cash flow received by the project after the payment of preferred returns and debt service. At the end of the 75-year lease, the Project, including all the improvements located on the land, will revert back to the SAHFC, which will own 100% of the Project at that point.

By the SAHFC owning the Project in fee simple, the Project will be eligible to receive a 100% exemption from the payment of ad valorem taxes so long as at least 50% of the total units (130 units) are restricted for rental by residents earning less than 80% of area median income (AMI). Ten percent of the units in the Project will be restricted for residents earning less than 60% of AMI and their rents will be restricted to TDHCA rents adjusted for unit size.

The Project will be constructed pursuant to a construction contract from Potranco Apartments LP to SAHFC and a sub-general contract to Lynd. This enables the Project to obtain a sales tax exemption on the materials purchased for the Project.

SAHFC will also enter into a development agreement addressing the construction and operation of the Project.

STRATEGIC GOAL:

Strategically expand the supply of affordable housing.

ATTACHMENTS:

Resolution 6090

Resolution 20FAC-11-20

Map

Concept Drawings

CERTIFICATE FOR RESOLUTION 6090

The undersigned officer of the Housing Authority of the City of San Antonio, a Texas housing authority 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 December 3, 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 6090, SAN ANTONIO HOUSING AUTHORITY AUTHORIZES ITS AFFILIATED ENTITY, THE SAN ANTONIO HOUSING FACILITY CORPORATION (SAHFC) TO AUTHORIZE THE POTRANCO TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AUTHORIZING THE ACQUISITION OF THE REAL PROPERTY, THE DEVELOPMENT AND CONSTRUCTION OF THE APARTMENTS, AND THE GROUND LEASE OF SUCH REAL PROPERTY TO THE PUBLIC-PRIVATE PARTNERSHIP ENTITY; AND AUTHORIZING THE MEMBERSHIP INTEREST IN SAHFC POTRANCO LP, LLC AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; 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 SAHA.

SIGNED AND SEALED this 3rd day of December 2020.



David Nisivocchia
President and CEO

**San Antonio Housing Authority
Resolution 6090**

RESOLUTION 6090, SAN ANTONIO HOUSING AUTHORITY AUTHORIZES ITS AFFILIATED ENTITY, THE SAN ANTONIO HOUSING FACILITY CORPORATION (SAHFC) TO AUTHORIZE THE POTRANCO TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AUTHORIZING THE ACQUISITION OF THE REAL PROPERTY, THE DEVELOPMENT AND CONSTRUCTION OF THE APARTMENTS AND THE GROUND LEASE OF SUCH REAL PROPERTY TO THE PUBLIC-PRIVATE PARTNERSHIP ENTITY; AND AUTHORIZING THE MEMBERSHIP INTEREST IN SAHFC POTRANCO LP, LLC AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, SAHA's affiliated entity, SAHFC, and The Lynd Company (Lynd) propose to enter into a public-private partnership in the form of a limited partnership (Partnership) to acquire and construct an approximately 360-unit Class A multifamily rental housing development to be known as the Potranco Development (Housing Facility) to be constructed at Potranco Road and 1604 (Land, together with the Housing Facility, the Project); and

WHEREAS, in connection with the Project, SAHFC will form a limited liability company, which shall be a Partnership limited partner (SAHFC Potranco LLC); and

WHEREAS, at the request of the Partnership, the SAHFC Potranco LLC has agreed to serve as a limited partner of the Partnership, and San Antonio Housing Facility Corporation (SAHFC) has agreed to (i) serve as the sole member of SAHFC Potranco LLC in connection with the financing of the Project, (ii) acquire the Land and own the Project 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, in connection with the financing of the Project, the Partnership will enter into a loan transaction (Loan); and

WHEREAS, in connection with the execution of the Loan, the Partnership, the SAHFC Potranco LLC and/or SAHFC will be required to enter into certain agreements, which may include, but are not limited to, a Promissory Note, a Construction Loan Agreement, a Deed of Trust, together with a Joinder of Deed of Trust and various assignments and certificates (collectively, the Loan Documents); and

WHEREAS, the Partnership will raise and contribute equity to construct the Project (Equity Financing); and

WHEREAS, in connection with the Equity Financing, the Partnership, the SAHFC Potranco LLC, and/or SAHFC will be required to enter into certain agreements, including, but not limited to, a Limited Partnership Agreement, and closing certificates (collectively, the Equity 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 Board has determined that it is in the public interest and to the benefit of the citizens and residents of San Antonio, and the community that SAHA serves, for the various entities to enter into the transactions described above so that the Partnership may construct the Project; and

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

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

Section 1. The Project, the various forms of financing contemplated for the Project, including, but not limited to, the Equity Financing, the Loan, and the terms of the Equity Documents, the Construction Documents, and the Loan Documents, are hereby authorized and approved, when such documents are approved by the officers signing them.

Section 2. The President, any Vice President, the Secretary, the Treasurer, any Assistant Secretary of SAHFC 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 Equity Documents, the Construction Documents, the Loan Documents, indemnity agreements and guaranties covering the Land or the Project, and all other documents relating to the Equity Financing, and the Loan to which the Partnership, the SAHFC Potranco LLC, 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 SAHFC Potranco LLC by SAHFC, the acquisition of the partnership interest in the Partnership, 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 SAHFC, 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 any Assistant Secretary of SAHFC, 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, any Assistant Secretary or SAHFC, 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/or 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 3rd day of December 2020.

Ana M “Cha” Guzman
Chair, Board of Commissioners

Attested and approved as to form:

David Nisivoccia
President and CEO

CERTIFICATE FOR RESOLUTION 20FAC-11-20

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 December 3, 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-11-20, SAN ANTONIO HOUSING AUTHORITY AUTHORIZES ITS AFFILIATED ENTITY, THE SAN ANTONIO HOUSING FACILITY CORPORATION (SAHFC) TO AUTHORIZE THE POTRANCO TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AUTHORIZING THE ACQUISITION OF THE REAL PROPERTY, THE DEVELOPMENT AND CONSTRUCTION OF THE APARTMENTS AND THE GROUND LEASE OF SUCH REAL PROPERTY TO THE PUBLIC-PRIVATE PARTNERSHIP ENTITY; AND AUTHORIZING THE MEMBERSHIP INTEREST IN SAHFC POTRANCO LP, LLC AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; 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 3rd day of December 2020.



David Nisivocchia
Secretary/Treasurer

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

RESOLUTION 20FAC-11-20, SAN ANTONIO HOUSING AUTHORITY AUTHORIZES ITS AFFILIATED ENTITY, THE SAN ANTONIO HOUSING FACILITY CORPORATION (SAHFC) TO AUTHORIZE THE POTRANCO TRANSACTION, INCLUDING THE EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AUTHORIZING THE ACQUISITION OF THE REAL PROPERTY, THE DEVELOPMENT AND CONSTRUCTION OF THE APARTMENTS AND THE GROUND LEASE OF SUCH REAL PROPERTY TO THE PUBLIC-PRIVATE PARTNERSHIP ENTITY; AND AUTHORIZING THE MEMBERSHIP INTEREST IN SAHFC POTRANCO LP, LLC AND AUTHORIZING THE FINANCING FOR SUCH TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, SAHFC and The Lynd Company (Lynd) propose to enter into a public-private partnership in the form of a limited partnership (Partnership) to acquire and construct an approximately 260-unit Class A multifamily rental housing development to be known as the Potranco Development (Housing Facility) to be constructed at Potranco Road and 1604 (Land, together with the Housing Facility, the Project); and

WHEREAS, in connection with the Project, SAHFC will form SAHFC Potranco LP, LLC (SAHFC Potranco LLC), which shall be a Partnership limited partner; and

WHEREAS, at the request of the Partnership, the SAHFC Potranco LLC has agreed to serve as a limited partner of the Partnership, and San Antonio Housing Facility Corporation (SAHFC) has agreed to (i) serve as the sole member of the SAHFC Potranco LLC in connection with the financing of the Project, (ii) acquire the Land and own the Project 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, in connection with the financing of the Project, the Partnership may enter into a loan transaction (Loan); and

WHEREAS, in connection with the execution of the Loan, the Partnership, the SAHFC Potranco LLC and/or SAHFC will be required to enter into certain agreements, which may include, but are not limited to, a Promissory Note, a Construction Loan Agreement, a Deed of Trust, together with a Joinder of Deed of Trust and various assignments and certificates (collectively, the Loan Documents); and

WHEREAS, the Partnership will raise and contribute equity to construct the Project (Equity Financing); and

WHEREAS, in connection with the Equity Financing, the Partnership, the SAHFC Potranco LLC, and/or SAHFC will be required to enter into certain agreements, including but not limited to a Limited Partnership Agreement, and closing certificates (collectively, the Equity 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 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 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 Equity Financing, the Loan, and the terms of the Equity Documents, the Construction Documents, and the Loan Documents, are hereby authorized and approved when such documents are approved by the officers signing them.

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 documentation required for the financing and construction of the Project, including, but not limited to, the Equity Documents, the Construction Documents, the Loan Documents, indemnity agreements and guaranties covering the Land or the Project, and all other documents relating to the Equity Financing, and the Loan to which the Partnership, the SAHFC Potranco LLC, 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 SAHFC Potranco LLC by SAHFC, the acquisition of the partnership interest in the Partnership, 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 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, 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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
Secretary/Treasurer

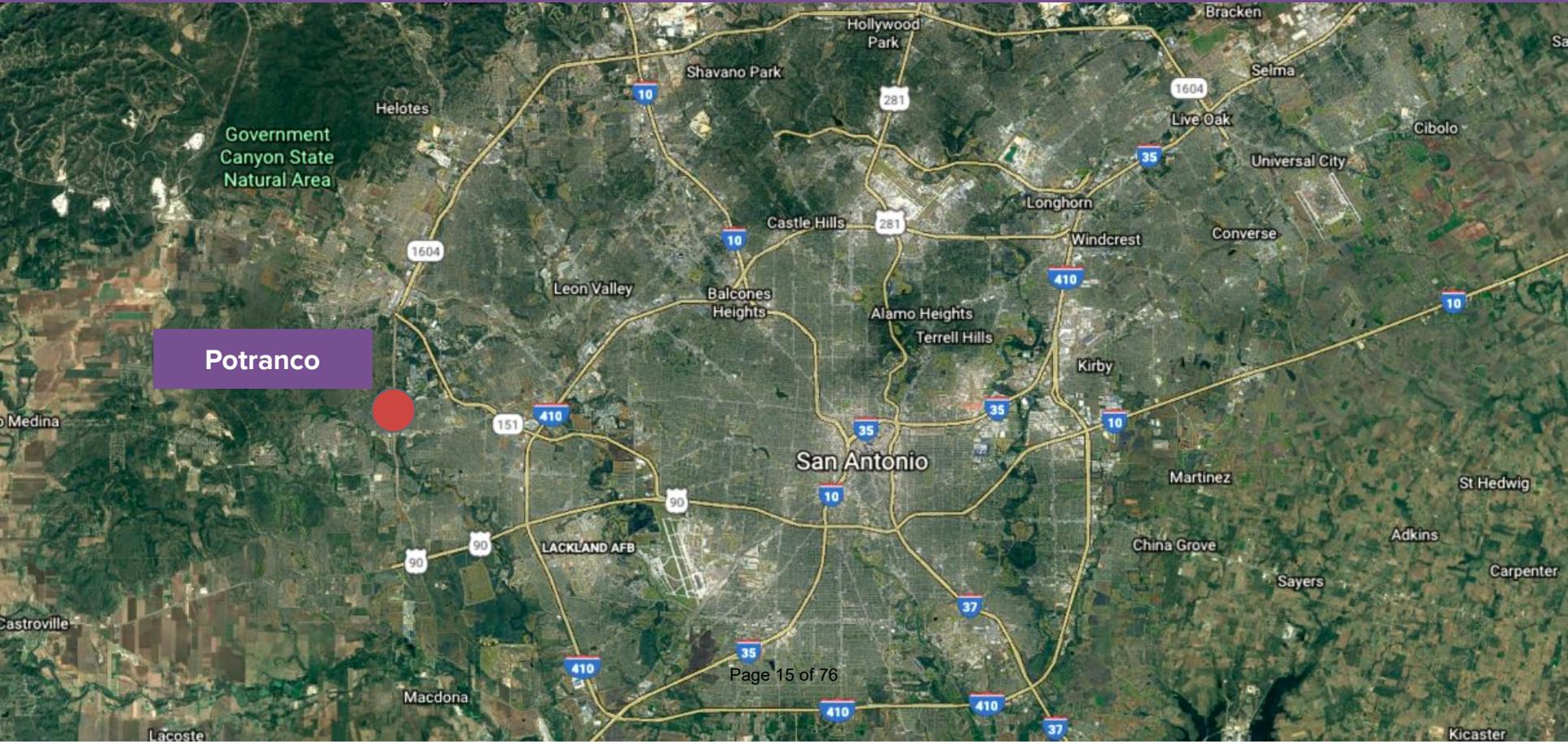


Potrancı

Timothy Alcott, Chief Legal and Real Estate Officer

Lorraine Robles, Director of Development Services and Neighborhood Revitalization

MAP



Potranco

REGIONAL CENTERS

PHASE 1 CENTERS

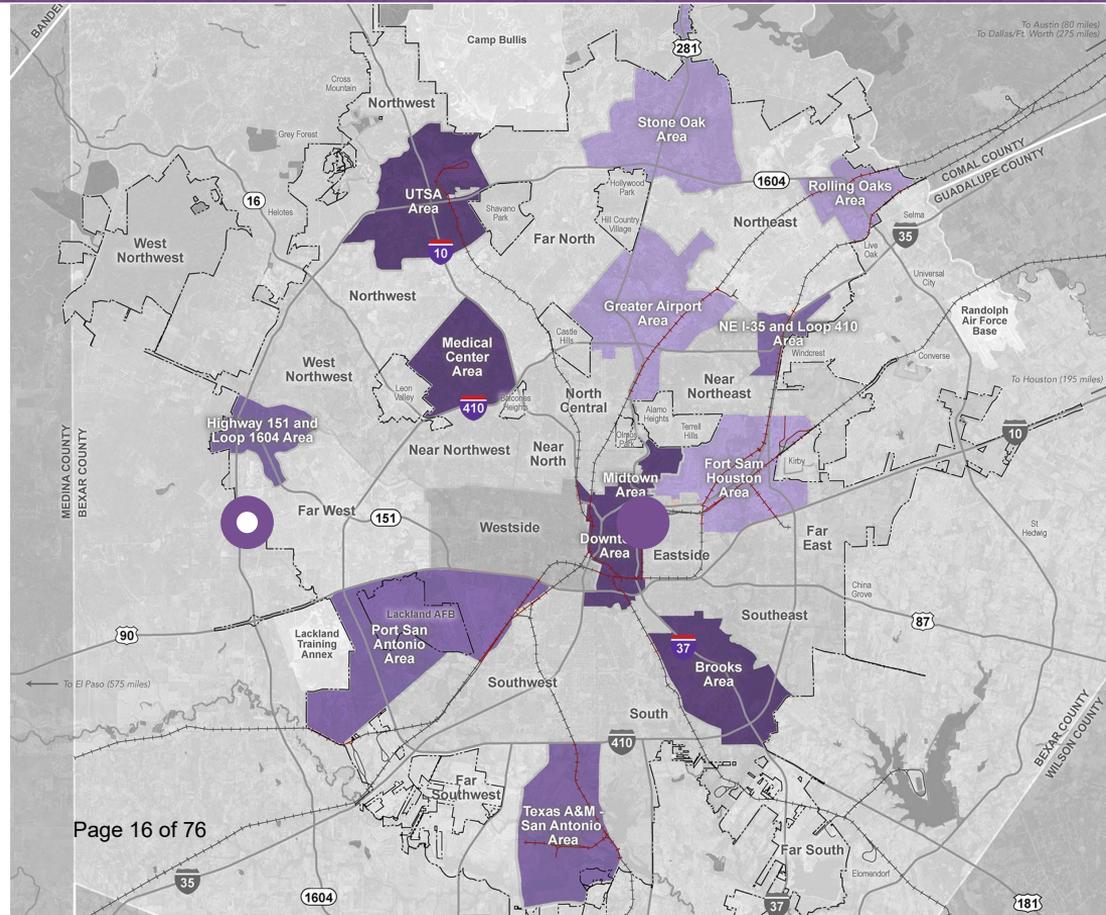
Downtown
Medical Center
UTSA
Midtown
Brooks

PHASE 2 CENTERS

NE I-35 and Loop 410
Highway 151 and Loop 1604
Texas A&M — San Antonio
Port San Antonio

PHASE 3 CENTERS

Greater Airport Area
Fort Sam Houston
Rolling Oaks
Stone Oak



DESIGN



QUESTIONS?

SAN ANTONIO HOUSING AUTHORITY

November 19, 2020

**BOARD OF COMMISSIONERS
Real Estate Development Committee****RESOLUTIONS 6078 AND 20RSPFC-10-22, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON REFUGIO PLACE APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH**

DocuSigned by:



5009927075274DC...

**David Nisivoccia
President and CEO**

DocuSigned by:



D7D40F73013F4FA...

**Ed Hinojosa
Chief Financial Officer****REQUESTED ACTION:**

Consideration and appropriate action regarding Resolutions 6078 and 20RSPFC-10-22, approving the refinance of the existing mortgage debt on Refugio Place Apartments using the FHA 223(f) program; authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith.

SAHA has received a letter of intent from KeyBank to provide a loan amount equal to the lesser of 80% loan to value, or a loan amount that provides a minimum debt service coverage ratio of 1.15. The actual loan amount will be determined upon completion of the underwriting and a commitment from FHA to purchase the loan. Preliminary indications are that the loan will not exceed \$13,000,000.00. The financing will be structured as a fixed rate loan with a term and amortization period of 35 years. The loan will be locked out from prepayment for a period of two years, after which the prepayment penalty declines by 1% per annum. Current indicative rates are 2.60%. SAHA staff also evaluated financing options through Freddie Mac and Frost Bank; however, the 35 year term and amortization structure yielded greater loan proceeds.

FINANCIAL IMPACT:

The property is currently encumbered by a mortgage with a fixed interest rate of 6.720%, and is subject to a 1% prepayment penalty. The refinance will allow for repayment of the existing mortgage, the prepayment penalty, closing costs, and related origination fees. Additionally, net loan proceeds should be sufficient to fully repay the existing land loan of approximately \$9,295,000.00 (principal and interest) owed to Refugio Street Public Facility Corporation (a SAHA affiliated entity). The proposed refinance will provide a low-cost, long-term financing structure to ensure the long term viability of this affordable housing asset.

SUMMARY:

Refugio Street Limited Partnership (the "Partnership"), a Texas limited partnership, was formed in November 2002 to construct, develop, and operate a 210-unit apartment project known as Refugio Street Apartments (the "Project") in San Antonio, Texas. The Project is rented to low-income tenants and is operated in a manner necessary to qualify for federal low-income housing tax credits, as provided for in Section 42 of the Internal Revenue Code.

SAN ANTONIO HOUSING AUTHORITY

November 19, 2020

The property is subject to a Land Use Restriction Agreement (LURA), which requires that the existing affordability restrictions remain in place until 2059.

The property is a family property and contains 93 one-bedroom units, 86 two-bedroom units, and 31 three-bedroom units. The affordability restrictions are summarized below:

Market rate units	105
Public Housing units	50
60% AMI units	<u>55</u>
Total	210

The property, which was built in 2004 at a cost of \$19,270,000.00, will continue to provide affordable housing for families in San Antonio.

STRATEGIC GOAL:

Preserve and improve existing affordable housing resources and opportunities.

ATTACHMENTS:

- Resolution 6078
- Resolution 20RSPFC-10-22
- Refugio Place Apartments Fact Sheet
- Map

CERTIFICATE FOR RESOLUTION 6078

The undersigned officer of the San Antonio Housing Authority created pursuant to the laws of the State of Texas, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Corporation, the Board of Commissioners of the San Antonio Housing Authority (the "Board") held a meeting on December 3, 2020, (the "Meeting") of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 6078, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON REFUGIO PLACE APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED AND SEALED this 3rd day of December 2020.



David Nisivoccia
President and CEO

**San Antonio Housing Authority
Resolution 6078**

RESOLUTION 6078, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON REFUGIO PLACE APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (“SAHA”), has, pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the “Act”), approved and created the Refugio Street Public Facility Corporation, a nonstock, nonprofit public facility corporation; and

WHEREAS, SAHA and the Refugio Street Public Facility Corporation approved on December 3, 2020, a mortgage loan under the FHA 223(f) program to refinance the existing mortgage on a 210-unit multifamily housing facility located at 300 Labor Street, San Antonio, Texas, known as Refugio Street Apartments (the “Project”); and

WHEREAS, the loan will be made pursuant to a Loan Agreement between Refugio Street Limited Partnership and FHA, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$13,000,000.00, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in at a fixed rate of interest upon the terms and conditions outlined in the term sheet submitted by the lender; and

WHEREAS, the Board of Directors of the Issuer (the “Board”) hereby authorizes the issuance of the Promissory Note in an amount not to exceed \$13,000,000.00 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

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

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

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

Section 1. The terms of the Loan Documents are hereby approved.

Section 2. The issuance of the Promissory Note, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be), Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Promissory Note in the principal amount not to exceed \$13,000,000.00 in substantially the form and substance set forth in the Loan Documents, is hereby approved, and the President, the Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

Section 4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is ratified, approved and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
President and CEO

CERTIFICATE FOR RESOLUTION 20RSPFC-10-22

The undersigned officer of the Refugio Street Public Facility Corporation (the "Corporation"), a Texas public facility corporation created pursuant to the laws of the State of Texas, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Corporation, the Board of Directors of the Corporation (the "Board") held a meeting on December 3, 2020, (the "Meeting") of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 20RSPFC-10-22, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON REFUGIO PLACE APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED this 3rd day of December 2020.

David Nisivoccia
Secretary/Treasurer

**Refugio Street Public Facility Corporation
Resolution 20RSPFC-10-22**

RESOLUTION 20RSPFC-10-22, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON REFUGIO PLACE APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (“SAHA”), has, pursuant to the Texa Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the “Act”) approved and created the Refugio Street Public Facility Corporation, a nonstock, nonprofit public facility corporation; and

WHEREAS, SAHA and the Refugio Street Public Facility Corporation approved on December 3, 2020, a mortgage loan under the FHA 223(f) program to refinance the existing mortgage on a 210-unit multifamily housing facility located at 300 Labor Street, San Antonio, Texas, known as Refugio Street Apartments (the “Project”); and

WHEREAS, the loan will be made pursuant to a Loan Agreement between Refugio Street Limited Partnership and FHA, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$13,000,000.00, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in at a fixed rate of interest upon the terms and conditions outlined in the term sheet submitted by the lender; and

WHEREAS, the Board of Directors of the Issuer (the “Board”) hereby authorizes the issuance of the Promissory Note in an amount not to exceed \$13,000,000.00 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

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

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

BE IT THEREFORE RESOLVED by the Board of Directors of the Refugio Street Public Facility Corporation, that:

Section 1. The terms of the Loan Documents are hereby approved.

Section 2. The issuance of the Promissory Note, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be), Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Promissory Note in the principal amount not to exceed \$13,000,000.00 in substantially the form and substance set forth in the Loan Documents, is hereby approved, and the President, the Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

Section 4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is ratified, approved and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
Secretary/Treasurer



**Refugio Place Apartments
300 Labor Street, San Antonio, TX 78210**

City Council District 1:
Bexar County Commissioner Precinct 1:
U.S. Congressman - District 35:
Texas State Senator - District 26:
Texas State Representative - District 123:

Roberto Trevino
Sergio "Chico" Rodriguez
Lloyd Doggett
Jose Menendez
Diego Bernal

SAHA Director:
Development Partner:
Property Management:
Director of Operations & Compliance:
Property Manager:

Kristi Baird
Carleton Development
Lincoln Property Company
Roberto Barrios (Lincoln Property Company)
Angelina Defelice (Lincoln Property Company)

Property Fact Sheet:

- Built in 2004
- Partnership - Family Development
- Development Cost: \$19,270,000.00
- Development Cost per Unit: \$91,762.00

- Current Occupancy Rate is 96.67%
- Current Debt Service Coverage Ratio: 1.16

Unit Breakdown:

UNITS	1 Bdrm	2 Bdrm	3 Bdrm
210	93	86	31

Unit Make-Up:

- Market - 105
- Public Housing - 50
- Tax Credit (includes PH) - 105

Current Market Rates:

1 Bdrm	2 Bdrm	3 Bdrm
\$ 920	\$1,105 - \$1,160	\$ 1,210

The average Median Income for a family of four: \$72,000.00

2020 Area Median Income Guideline for a family of four:

- 30% - \$21,600.00
- 50% - \$36,000.00
- 60% - \$43,200.00

Number of Units Receiving Voucher Assistance: 19

2019 Net Operating Income: \$928,219.00

School District: San Antonio Independent School District

Elementary: Bonham Academy
 Middle School: Paige Middle School
 High School: Brackenridge High School

SAHA Services

Jobs-Plus Dual Gen Program

- Employment program to reduce levels of poverty, joblessness and underemployment
- Provides supportive services and resources through the help of community partners
- Literacy Services
- Job Search Assistance
- Financial Learning Initiatives

ROSS (Resident Opportunity Self-Sufficiency)

A ROSS Service Coordinator (SC) is onsite the fourth Monday of the month and by appointment, as needed. The Service Coordinator is available to complete assessments and referrals. The

ROSS SC works closely with the Jobs-Plus Community Organizer and property staff to link residents to services in the community. ROSS services include:

- Short term case management
- Linking residents to supportive services, job training, education, and employment
- Identifying goals and creating short term plans
- Facilitating individual and group financial literacy sessions
- Coordinating Life Skills Workshops, including Money Management, Credit Repair, Parenting, Personal Development
- Linking residents to quarterly food distributions held at various SAHA properties

The ROSS SC also ensures that residents are linked to SAHA services including: Summer Youth Employment Program, Mother's and Father's Day events and holiday toy drives.

Refugio Place Apartments Map



SAN ANTONIO HOUSING AUTHORITY

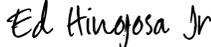
November 19, 2020

**BOARD OF COMMISSIONERS
Real Estate Development Committee****RESOLUTIONS 6079 AND 20DEV-10-22, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT SCIENCE PARK APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH**

DocuSigned by:

 5609927B75274DC

David Nisivoccia
 President and CEO

DocuSigned by:

 D7D46E73613E4EA

Ed Hinojosa
 Chief Financial Officer

REQUESTED ACTION:

Consideration and appropriate action regarding Resolutions 6079 and 20DEV-10-22, approving the refinance of the existing mortgage debt on Legacy at Science Park Apartments using the FHA 223(f) program; authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith.

SAHA has received a letter of intent from Red Capital (a/k/a Orix Capital) to provide a loan amount equal to the lesser of 80% loan to value, or a loan amount that provides a minimum debt service coverage ratio of 1.15. The actual loan amount will be determined upon completion of the underwriting and a commitment from FHA to purchase the loan. Preliminary indications are that the loan will not exceed \$6,000,000.00. The financing will be structured as a fixed rate loan with a term and amortization period of 35 years. The loan will be locked out from prepayment for a period of two years, after which the prepayment penalty declines by 1% per annum. Current indicative rates are 2.60%. SAHA staff also evaluated financing options through Freddie Mac and Frost Bank; however, the 35 year term and amortization structure yielded greater loan proceeds.

FINANCIAL IMPACT:

The property is currently encumbered by a mortgage with a fixed interest rate of 7.625%, and is subject to a 1% prepayment penalty. The refinance will allow for repayment of the existing mortgage, the prepayment penalty, closing costs, and related origination fees. Additionally, there should be adequate loan proceeds to fully repay the existing land loan of approximately \$1,545,000.00 (principal and interest) owed to San Antonio Housing Development Corporation (a SAHA affiliated entity). The proposed refinance will provide a low-cost, long-term financing structure to ensure the long term viability of this affordable housing asset.

SUMMARY:

SP II Limited Partnership (the "Partnership"), a Texas limited partnership, was formed in October 2001 to acquire, construct, develop, and operate a 120-unit apartment project known as Science Park Seniors (the "Project") in San Antonio, Texas. The Project is rented to low-income tenants and is operated in a manner necessary to qualify for federal low-income housing tax credits, as provided for in Section 42 of the Internal Revenue Code.

SAN ANTONIO HOUSING AUTHORITY

November 19, 2020

The property is subject to a Land Use Restriction Agreement (LURA), which requires that the existing affordability restrictions remain in place until 2043.

The property is a senior property for occupants 55 years of age or older and contains 110 one-bedroom units, and 10 two-bedroom units. The affordability restrictions are summarized below:

Market rate units	29
50% AMI units	30
60% AMI units	<u>61</u>
Total	120

The property, which was built in 2003 at a cost of \$7,453,000.00, will continue to provide affordable housing for seniors in San Antonio.

STRATEGIC GOAL:

Preserve and improve existing affordable housing resources and opportunities.

ATTACHMENTS:

- Resolution 6079
- Resolution 20DEV-10-22
- Science Park Apartments Fact Sheet
- Map

CERTIFICATE FOR RESOLUTION 6079

The undersigned officer of the San Antonio Housing Authority created pursuant to the laws of the State of Texas, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Corporation, the Board of Commissioners of the San Antonio Housing Authority (the "Board") held a meeting on December 3, 2020, (the "Meeting") of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 6079, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT SCIENCE PARK APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED AND SEALED this 3rd day of December 2020.



David Nisivoccia
President and CEO

**San Antonio Housing Authority
Resolution 6079**

RESOLUTION 6079, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT SCIENCE PARK APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (“SAHA”), has, approved and created the San Antonio Housing Development Corporation, a nonstock, nonprofit 501(30)(c) corporation; and

WHEREAS, SAHA and the San Antonio Housing Development Corporation approved on December 3, 2020, a mortgage loan under the FHA 223(f) program to refinance the existing mortgage on a 120-unit multifamily housing facility located at 5803 Ingram Road, San Antonio, Texas, known as Legacy at Science Park Apartments (the “Project”); and

WHEREAS, the loan will be made pursuant to a Loan Agreement between O’Connor Road Limited Partnership and FHA, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$6,000,000.00, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in at a fixed rate of interest upon the terms and conditions outlined in the term sheet submitted by the lender; and

WHEREAS, the Board of Directors of the Issuer (the “Board”) hereby authorizes the issuance of the Promissory Note in an amount not to exceed \$6,000,000.00 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

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

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

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

Section 1. The terms of the Loan Documents are hereby approved.

Section 2. The issuance of the Promissory Note, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be), Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Promissory Note in the principal amount not to exceed \$6,000,000.00 in substantially the form and substance set forth in the Loan Documents, is hereby approved, and the President, the Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

Section 4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is ratified, approved and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
President and CEO

CERTIFICATE FOR RESOLUTION 20DEV-10-22

The undersigned officer of the San Antonio Housing Development Corporation (the "Corporation"), a Texas 501(3)(c) corporation created pursuant to the laws of the State of Texas, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Corporation, the Board of Directors of the Corporation (the "Board") held a meeting on December 3, 2020, (the "Meeting") of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 20DEV-10-22, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT SCIENCE PARK APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED this 3rd day of December 2020.

David Nisivoccia
Secretary/Treasurer

**San Antonio Housing Development Corporation
Resolution 20DEV-10-22**

RESOLUTION 20DEV-10-22, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT SCIENCE PARK APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (“SAHA”), has, approved and created the San Antonio Housing Development Corporation, a nonstock, nonprofit 501(30)(c) corporation; and

WHEREAS, SAHA and the San Antonio Housing Development Corporation approved on December 3, 2020, a mortgage loan under the FHA 223(f) program to refinance the existing mortgage on a 120-unit multifamily housing facility located at 5803 Ingram Road, San Antonio, Texas, known as Legacy at Science Park Apartments (the “Project”); and

WHEREAS, the loan will be made pursuant to a Loan Agreement between SP II Limited Partnership and FHA, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$6,000,000.00, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in at a fixed rate of interest upon the terms and conditions outlined in the term sheet submitted by the lender; and

WHEREAS, the Board of Directors of the Issuer (the “Board”) hereby authorizes the issuance of the Promissory Note in an amount not to exceed \$6,000,000.00 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

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

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

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

Section 1. The terms of the Loan Documents are hereby approved.

Section 2. The issuance of the Promissory Note, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be), Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Promissory Note in the principal amount not to exceed \$6,000,000.00 in substantially the form and substance set forth in the Loan Documents, is hereby approved, and the President, the Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

Section 4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is ratified, approved and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
Secretary/Treasurer



**Legacy at Science Park Apartments
5803 Ingram, San Antonio, TX 78228**

City Council District 7:	Ana Sandoval
Bexar County Commissioner Precinct 2:	Justin Rodriguez
U.S. Congressman - District 20:	Joaquin Castro
Texas State Senator - District 26:	Jose Menendez
Texas State Representative - District 125:	Ray Lopez

SAHA Director:	Kristi Baird
Development Partner:	Carleton Development
Property Management:	Lincoln Property Company
Director of Operations & Compliance:	Roberto Barrios (Lincoln Property Company)
Property Manager:	Liliana Contreras (Lincoln Property Company)

- Property Fact Sheet:
- Built in 2003
 - Partnership - Senior Development
 - Development Cost: \$7,453,203.00
 - Development Cost per Unit: \$62,110.00

- Current Occupancy Rate is 98.02%
- Current Debt Service Coverage Ratio: 1.18

Unit Breakdown:

UNITS	1 Bdrm	2 Bdrm	3 Bdrm
120	110	10	

Unit Make-Up:

- Market - 30
- Tax Credit - 90

Current Market Rates:

1 Bdrm	2 Bdrm	3 Bdrm
\$ 777	\$ 847	

The average Median Income for a family of four: \$72,000.00

2020 Area Median Income Guideline for a family of four:

- 30% - \$21,600.00
- 50% - \$36,000.00
- 60% - \$43,200.00

Number of Units Receiving Voucher Assistance: 48

2019 Net Operating Income: \$ 321,420.00

School District: San Antonio Independent School District

Elementary: Gregorio Esparza Elementary School
 Middle School: Sue Ross Middle School
 High School: Oliver Wendell High School

SAHA Services

Jobs-Plus Dual Gen Program

- Employment program to reduce levels of poverty, joblessness, and underemployment
- Provides supportive services and resources through the help of community partners
- Literacy Services
- Job Search Assistance
- Financial Learning Initiatives

ROSS (Resident Opportunity Self-Sufficiency)

A ROSS Service Coordinator (SC) is onsite the fourth Monday of the month and by appointment, as needed. The Service Coordinator is available to complete assessments and referrals. The ROSS SC works closely with the Jobs-Plus Community Organizer and property staff to link residents to services in the community. ROSS services include:

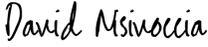
- Short term case management
- Linking residents to supportive services, job training, education, and employment
- Identifying goals and creating short term plans
- Facilitating individual and group financial literacy sessions
- Coordinating Life Skills Workshops, including Money Management, Credit Repair, Parenting, Personal Development
- Linking residents to quarterly food distributions held at various SAHA properties

The ROSS SC also ensures that residents are linked to SAHA services including: Summer Youth Employment Program, Mother's and Father's Day events and holiday toy drives.

Legacy at Science Park Apartments Map



SAN ANTONIO HOUSING AUTHORITY**November 19, 2020****BOARD OF COMMISSIONERS
Real Estate Development Committee****RESOLUTIONS 6080 AND 20DEV-10-23, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT O'CONNOR ROAD APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH**

DocuSigned by:

 5609927B75274DC

David Nisivoccia
 President and CEO

DocuSigned by:

 D7D46F73643F4FA...

Ed Hinojosa
 Chief Financial Officer

REQUESTED ACTION:

Consideration and appropriate action regarding Resolutions 6080 and 20DEV-10-23, approving the refinance of the existing mortgage debt on Legacy at O'Connor Road Apartments using the FHA 223(f) program; authorizing execution of all documentation necessary to carry out the transaction; and other matters in connection therewith.

SAHA has received a letter of intent from Red Capital (a/k/a Orix Capital) to provide a loan amount equal to the lesser of 80% loan to value, or a loan amount that provides a minimum debt service coverage ratio of 1.15. The actual loan amount will be determined upon completion of the underwriting and a commitment from FHA to purchase the loan. Preliminary indications are that the loan will not exceed \$6,200,000.00. The financing will be structured as a fixed rate loan with a term and amortization period of 35 years. The loan will be locked out from prepayment for a period of two years, after which the prepayment penalty declines by 1% per annum. Current indicative rates are 2.60%. SAHA staff also evaluated financing options through Freddie Mac and Frost Bank; however, the 35 year term and amortization structure yielded greater loan proceeds.

FINANCIAL IMPACT:

The property is currently encumbered by a mortgage with a fixed interest rate of 7.625%, and is subject to a 1% prepayment penalty. The refinance will allow for repayment of the existing mortgage, the prepayment penalty, closing costs, and related origination fees. Additionally, there should be adequate loan proceeds to fully repay the existing land loan of approximately \$1,897,000.00 (principal and interest) owed to San Antonio Housing Development Corporation (a SAHA affiliated entity). The proposed refinance will provide a low-cost, long-term financing structure to ensure the long term viability of this affordable housing asset.

SUMMARY:

O'Connor Road Limited Partnership (the "Partnership"), a Texas limited partnership, was formed in October 2001 to acquire, construct, develop, and operate a 150-unit apartment project known as O'Connor Road Senior Apartments (the "Project") in San Antonio, Texas. The Project is rented to low-income tenants and is operated in a manner necessary to qualify for federal low-income housing tax credits, as provided for in Section 42 of the Internal Revenue Code.

SAN ANTONIO HOUSING AUTHORITY

November 19, 2020

The property is subject to a Land Use Restriction Agreement (LURA), which requires that the existing affordability restrictions remain in place until 2043.

The property is a senior property for occupants 55 years of age or older and contains 140 one-bedroom units, and 10 two-bedroom units. The affordability restrictions are summarized below:

Market rate units	37
50% AMI units	38
60% AMI units	<u>75</u>
Total	150

The property, which was built in 2003 at a cost of \$9,189,000.00, will continue to provide affordable housing for seniors in San Antonio.

STRATEGIC GOAL:

Preserve and improve existing affordable housing resources and opportunities.

ATTACHMENTS:

- Resolution 6080
- Resolution 20DEV-10-23
- Legacy At O'Connor Road Apartments Fact Sheet
- Map

CERTIFICATE FOR RESOLUTION 6080

The undersigned officer of the San Antonio Housing Authority created pursuant to the laws of the State of Texas, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the “Open Meetings Act”), and the bylaws of the Corporation, the Board of Commissioners of the San Antonio Housing Authority (the “Board”) held a meeting on December 3, 2020, (the “Meeting”) of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 6080, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT O’CONNOR ROAD APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED AND SEALED this 3rd day of December 2020.



David Nisivoccia
President and CEO

**San Antonio Housing Authority
Resolution 6080**

RESOLUTION 6080 RESOLUTION 6080, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT O'CONNOR ROAD APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas ("SAHA"), has, approved and created the San Antonio Housing Development Corporation, a nonstock, nonprofit 501(30)(c) corporation; and

WHEREAS, SAHA and the San Antonio Housing Development Corporation approved on December 3, 2020, a mortgage loan under the FHA 223(f) program to refinance the existing mortgage on a 150-unit multifamily housing facility located at 13482 O'Connor Road, San Antonio, Texas, known as Legacy at O'Connor Road Apartments (the "Project"); and

WHEREAS, the loan will be made pursuant to a Loan Agreement between O'Connor Road Limited Partnership and FHA, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$6,200,000.00, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in at a fixed rate of interest upon the terms and conditions outlined in the term sheet submitted by the lender; and

WHEREAS, the Board of Directors of the Issuer (the "Board") hereby authorizes the issuance of the Promissory Note in an amount not to exceed \$6,200,000.00 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

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

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

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

Section 1. The terms of the Loan Documents are hereby approved.

Section 2. The issuance of the Promissory Note, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be), Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Promissory Note in the principal amount not to exceed \$6,200,000.00 in substantially the form and substance set forth in the Loan Documents, is hereby approved, and the President, the Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

Section 4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is ratified, approved and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
President and CEO

CERTIFICATE FOR RESOLUTION 20DEV-10-23

The undersigned officer of the San Antonio Housing Development Corporation (the "Corporation"), a Texas 501(3)(c) corporation created pursuant to the laws of the State of Texas, hereby certifies as follows:

1. In accordance with Chapter 551, Texas Government Code, as amended (the "Open Meetings Act"), and the bylaws of the Corporation, the Board of Directors of the Corporation (the "Board") held a meeting on December 3, 2020, (the "Meeting") of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

RESOLUTION 20DEV-10-23, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT O'CONNOR ROAD APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

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

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

SIGNED this 3rd day of December 2020.

David Nisivoccia
Secretary/Treasurer

**San Antonio Housing Development Corporation
Resolution 20DEV-10-23**

RESOLUTION 20DEV-10-23, APPROVING THE REFINANCE OF THE EXISTING MORTGAGE DEBT ON LEGACY AT O’CONNOR ROAD APARTMENTS USING THE FHA 223(f) PROGRAM; AUTHORIZING EXECUTION OF ALL DOCUMENTATION NECESSARY TO CARRY OUT THE TRANSACTION; AND OTHER MATTERS IN CONNECTION THEREWITH

WHEREAS, the Housing Authority of the City of San Antonio, Texas (“SAHA”), has, approved and created the San Antonio Housing Development Corporation, a nonstock, nonprofit 501(30)(c) corporation; and

WHEREAS, SAHA and the San Antonio Housing Development Corporation approved on December 3, 2020, a mortgage loan under the FHA 223(f) program to refinance the existing mortgage on a 150-unit multifamily housing facility located at 13482 O’Connor Road, San Antonio, Texas, known as Legacy at O’Connor Road Apartments (the “Project”); and

WHEREAS, the loan will be made pursuant to a Loan Agreement between O’Connor Road Limited Partnership and FHA, and a Promissory Note (the "Promissory Note") in the original principal amount not to exceed \$6,200,000.00, which will be secured by a Deed of Trust, Security Agreement – Financing Statement, and various closing documents, such as a Replacement Reserve and Security Agreement, (collectively, the "Loan Documents"); and

WHEREAS, the Promissory Note may be issued in at a fixed rate of interest upon the terms and conditions outlined in the term sheet submitted by the lender; and

WHEREAS, the Board of Directors of the Issuer (the “Board”) hereby authorizes the issuance of the Promissory Note in an amount not to exceed \$6,200,000.00 for the purpose of providing funds for the Project, and paying the costs of issuing the Promissory Note, all pursuant to and in accordance with the terms and conditions provided under the Loan Documents; and

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

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

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

Section 1. The terms of the Loan Documents are hereby approved.

Section 2. The issuance of the Promissory Note, the Loan Documents are hereby authorized and approved, and the President, any Vice President, the Secretary/Treasurer, any Assistant Secretary/Treasurer or any of them, of the Issuer, are hereby authorized and directed to execute (to the extent required to be executed or acknowledged by the Issuer) and deliver (or to accept, as the case may be), Loan Documents, and any and all certificates (including tax certificates) and other instruments described therein upon the conditions therein described or necessary or desirable in connection with the issuance of the Promissory Note, all upon the terms herein approved, and the executing officer is authorized to negotiate and approve such changes in the terms of each such instrument as such officer shall deem necessary or appropriate upon the advice of counsel to the Issuer, and approval of the terms of each such instrument by such officer and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 3. The Promissory Note in the principal amount not to exceed \$6,200,000.00 in substantially the form and substance set forth in the Loan Documents, is hereby approved, and the President, the Vice President, the Secretary/Treasurer and each Assistant Secretary/Treasurer, or any of them, are hereby authorized and directed, for and on behalf of the Issuer, to execute the Promissory Note or have their facsimile signatures placed upon it, and the signatures of such officers are hereby authorized and directed to be affixed or placed in facsimile on the Promissory Note.

Section 4. All action not inconsistent with provisions of this Resolution heretofore taken by this Board of Directors and the officers of the Issuer directed toward the financing of the Project and the issuance of the Promissory Note shall be and the same hereby is ratified, approved and confirmed. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the instruments approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

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

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 3rd day of December 2020.

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

Attested and approved as to form:

David Nisivoccia
Secretary/Treasurer



**Legacy on O'Connor Road Apartments
13842 O'Connor Road, San Antonio, TX 78233**

City Council District 10:	Clayton Perry
Bexar County Commissioner Precinct 4:	Tommy Calvert
U.S. Congressman - District 35:	Lloyd Doggett
Texas State Senator - District 25:	Donna Campbell
Texas State Representative - District 118:	Leo Pacheco

SAHA Director:	Kristi Baird
Development Partner:	Carleton Development
Property Management:	Lincoln Property Company
Director of Operations & Compliance:	Roberto Barrios (Lincoln Property Company)
Property Manager:	Jessica Johnson (Lincoln Property Company)

Property Fact Sheet:

- Built in 2003
- Partnership - Senior Development
- Development Cost: \$9,189,150.00
- Development Cost per Unit: \$61,261.00
- Current Occupancy Rate is 99.33 %

- Current Debt Service Coverage Ratio: 1.26

Unit Breakdown:

UNITS	1 Bdrm	2 Bdrm	3 Bdrm
150	140	10	

Unit Make-Up:

- Market - 37
- Tax Credit - 113

Current Market Rates:

1 Bdrm	2 Bdrm	3 Bdrm
\$ 777	\$925	

The average Median Income for a family of four: \$72,000.00

2020 Area Median Income Guideline for a family of four:

- 30% - \$21,600.00
- 50% - \$36,000.00
- 60% - \$43,200.00

Number of Units Receiving Voucher Assistance: 39

2019 Net Operating Income: \$ 409,100.00

School District: North East Independent School District

Elementary: Stahl Elementary
 Middle School: Wood Middle School
 High School: Madison High School

SAHA Services

Jobs-Plus Dual Gen Program

- Employment program to reduce levels of poverty, joblessness, and underemployment
- Provides supportive services and resources through the help of community partners
- Literacy Services
- Job Search Assistance
- Financial Learning Initiatives

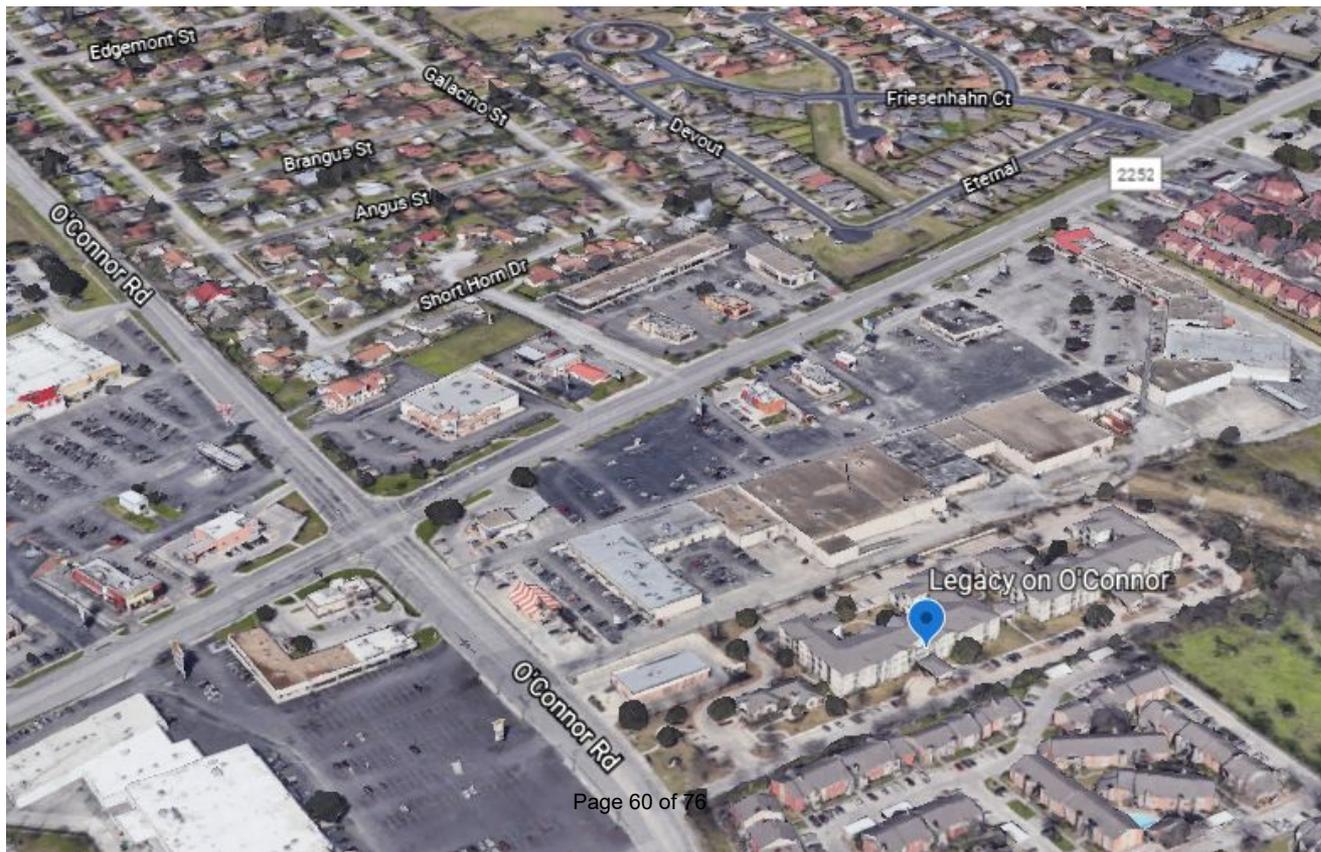
ROSS (Resident Opportunity Self-Sufficiency)

A ROSS Service Coordinator (SC) is onsite the fourth Monday of the month and by appointment, as needed. The Service Coordinator is available to complete assessments and referrals. The ROSS SC works closely with the Jobs-Plus Community Organizer and property staff to link residents to services in the community. ROSS services include:

- Short term case management
- Linking residents to supportive services, job training, education, and employment
- Identifying goals and creating short term plans
- Facilitating individual and group financial literacy sessions
- Coordinating Life Skills Workshops, including Money Management, Credit Repair, Parenting, Personal Development
- Linking residents to quarterly food distributions held at various SAHA properties

The ROSS SC also ensures that residents are linked to SAHA services including: Summer Youth Employment Program, Mother's and Father's Day events and holiday toy drives.

Legacy at O'Connor Road Apartments Map



Policy Title: Affordable Housing Preservation and Expansion

Effective Date: [December 3, 2020](#)

I. Statement of Purpose

Intent

The intent of this Affordable Housing Preservation and Expansion Policy is to [further SAHA’s mission to provide quality affordable housing that is well integrated into the fabric of neighborhoods and serves as a foundation to improve lives and advance resident independence.](#) This policy guides agency decisions regarding the preservation of existing affordable housing stock and the expansion of affordable housing supply in the San Antonio area. Such decisions include but are not limited to location, quantity, distribution, quality, timing, financing, and design. This policy impacts all SAHA programs and portfolios.

Assumptions and Rationale

In addition to serving as a foundation for improved resident life outcomes, affordable housing preservation and expansion is also a catalyst for economic development and community vibrancy.

SAHA recognizes the significant unmet need for quality housing affordable to lower income individuals and families in San Antonio. ~~We believe housing can be a catalyst for economic development, and community vibrancy.~~ SAHA is primarily focused on addressing this unmet need that is not being adequately addressed by the private market and where therefore a government subsidy is needed.

Relationship of this Policy to Agency Strategic Plan and Theory of Change

This Affordable Housing Preservation and Expansion Policy provides ~~general~~ [specific](#) guidance regarding ~~how the~~ agency [priorities](#) related to housing preservation and expansion. The agency’s ~~will achieve~~ strategic plan sets out specific desired outcomes related to housing preservation and expansion at five-year and one-year time scales. The agency’s theory of change is a reference document that captures the agency’s perspectives on the causal relationship between the work done by the agency and the impact of that work on specific populations: residents, staff, and the community at large.

All three documents inform each other and are periodically synchronized. The Strategic Plan outcome metrics and targets are selected to track progress toward priority outcomes, which in turn should reflect the content of this policy.

The question of sufficient supply of affordable housing is foundational to nearly every other outcome identified in the theory of change, but the following outcome statements relate directly to this policy:

- ~~● **Supply:** A key outcome listed in the agency's theory of change is "2.1 A supply of affordable, quality units exists in sufficient quantities." Sufficient supply is a direct precondition to ensuring that "2.2 San Antonio area residents live in quality affordable homes."~~
- ~~● The question of sufficient supply is foundational to nearly every other outcome identified in the theory of change.~~

Neighborhood

Both of the statements above are also part of the agency's current strategic plan, SAHA 2025, and include definitions for five-year targets.

The theory of change also includes various outcome statements related to neighborhood quality, including: "3.3 San Antonio area residents live in neighborhoods that are safe communities where people know and respect each other", "3.4 San Antonio area residents live in neighborhoods that meet their social needs", and "3.2 San Antonio area residents are actively engaged and feel included." These statements are reflected in this policy's Guiding Principles, and in specific SAHA 2025 strategies related to target neighborhoods.

Guiding Principles

- Work actively to preserve and expand quality affordable housing to fill this need
- Pursue rehabilitation, acquisition, new construction, or asset repositioning projects that address unmet community need
- Design communities and buildings to improve clients' quality of life, help residents feel safe and healthy, and support their needs for stability, community, accomplishment, individual growth, and leadership
- Help catalyze economic development through the creation of financially, socially, and environmentally inclusive communities that are healthy and sustainable
- Transparently plan and collaborate with residents and other key public, private, and non-profit stakeholders at the local, state and federal level

Outcome Metrics and Targets

~~The agency has identified metrics and set targets in order to track progress toward priority outcomes, as identified in the agency's strategic plan. The intent of this policy is to achieve the outcomes and targets as detailed in the relevant strategic plan section(s):~~

Place-based and Mobility Strategies ~~Key Affordable Housing Preservation and Expansion Strategies~~

SAHA employs two groups of strategies simultaneously to ensure low-income residents have access to affordable housing units: place-based strategies, and mobility strategies.

Generally, place-based strategies seek to improve the quality of life of low-income households in neighborhoods where they currently live, by pursuing coordinated revitalization activities. The prime example of this approach is the Choice Neighborhood Initiative. Elements include:

- Cross-sector collaboration (education, law-enforcement, workforce development, economic development, etc.)
- Targeted socioeconomic support for existing residents to support their ability to stay in neighborhood
- Emphasis on ~~community or~~ neighborhood-scale revitalization, with plans developed in coordination with stakeholders
- Development of communities with a wide range of incomes in order to promote diversity and attract improved neighborhood services and amenities.
- Preservation of existing affordable housing stock in revitalization areas, to guard against future displacement
- To protect against displacement, SAHA has the goal of not unilaterally raising rents by more than 5% per year for properties in the Beacon Portfolio.

Mobility strategies facilitate the movement of low-income households to neighborhoods with recognized pathways to opportunity and/or demonstrated positive impact on life outcomes. The Housing Choice Voucher program (Section 8) was created by HUD as a mobility program. Elements of mobility strategies include:

- Adjusting the value of voucher subsidy to better match neighborhood market conditions (SAFMR)
- Construction of affordable housing units in areas with low existing supply and/or low existing affordability
- Preservation of existing affordable housing stock in areas with otherwise low affordability
- Acquisition of housing projects or land to increase affordability options in more expensive areas
- Provision of ~~the~~ assistance ~~to~~ residents to move into neighborhoods with recognized pathways to opportunity and/or demonstrated positive impact on life outcomes that provide greater opportunities for education, employment and other benefits

II. Affordable Housing Preservation and Expansion Criteria

All SAHA affordable housing preservation and expansion activities must be consistent with the guiding principles, targeted outcomes, and strategies articulated in the 'Statement of Purpose' section of this policy document. In addition, such activities must comply with key criteria described below by topic:

CommunityProject Need

~~SAHA recognizes the significant unmet need for quality housing affordable to lower income individuals and families in San Antonio. SAHA is primarily focused on addressing this unmet need that is not being adequately addressed by the private market and where therefore a government subsidy is needed.~~

- SAHA will lead (by building or acquiring) or support projects (for capital generation) which fulfill a community need for affordable housing
- Community need must be determined and documented based on market analysis (internal or external) which includes SAHA's waiting lists information

Project Location Selection

Recognizing that the location of an affordable housing preservation or expansion project can be a major driver of the long term success of the project and the socio economic opportunities and challenges available to residents, SAHA will:

- For Place-based projects
 - Pursue acquisition and/or partnership opportunities synergistic with coordinated community initiatives
 - Coordinate development projects with transportation and other infrastructure improvement projects, education, workforce development and employment initiatives, and other community-specific neighborhood-scale efforts
 - Pursue Transit Oriented Developments to ensure that our residents have the ability to reduce transportation costs.
- For Mobility-based projects
 - Prioritize locations with relatively low numbers and rates of existing affordable housing units
 - Prioritize locations with recognized pathways to opportunity and/or demonstrated positive impact on life outcomes
 - Focus on a project's accessibility to education, job training, employment opportunities, and location amenities (e.g., recreation, health, retail, spiritual)
 - Link development projects to existing transportation and employment opportunities

- Other considerations
 - Pursue development projects that will score well under the Qualified Allocation Plan to receive tax credit financing.
 - Determine if the real estate project supports SAHA's goals of providing more affordable housing.
 - Determine whether ~~Will~~ the development either directly or indirectly expands or preserves the supply of affordable housing.
 - Incorporate appropriate ~~Consideration of the~~ City of San Antonio Housing goals.
 - Ensure that all new developments will accept Section 8 vouchers so that our residents will have more choices on where they would like to live.

III. Project Principles

The following principles apply to all development projects that SAHA undertakes.

Housing Development and Redevelopment

SAHA is committed to redeveloping existing housing projects as well as developing new projects consistent with the following goals:

- We will develop mixed income communities that encourage socioeconomic integration.
- Communities will be developed with consideration of the City of San Antonio's housing and preservation goals.
- SAHA will develop communities that are financially viable and self-sustaining.
- Using income averaging as a tool, SAHA will aspire to provide deeply affordable units serving 50% and below AMI.
- SAHA will aspire to replace all removed public housing units with a unit or housing choice voucher affordable at an equivalent level. Replacement units may be located at other sites.
- We will aspire to focus on creating family and elderly/disabled units and supportive housing for special needs populations

Development of housing projects at higher area median incomes.

- SAHA recognizes that affordable housing below 50% AMI is financially difficult to develop. To be able to construct and maintain units for those in the most need, SAHA may strategically develop higher income housing to generate revenue.

Revenue from Development Activities

Revenue generated from redevelopment activities will first be used to pay for the overhead costs of the Development Services department. The remainder will be

considered Excess Revenue and will be used to focus on the following areas and in the following percentages:

1. Creating new units that serve no more than 50% and below AMI. (30% of the Excess Revenue)
 - a. Having funds for budgetary gaps with the costs of developing and operating deeply affordable units.
 - b. Acquiring land to develop further deeply affordable housing.
2. Preserving and upgrading existing public housing units. (30% of the Excess Revenue)
 - a. Funds for Capital Fund Projects
 - b. Technological upgrades such as Wifi services and security equipment
3. Supportive Services for our residents (30% of the Excess Revenue)
 - a. Job Placement and educational advancement
 - b. Financial Literacy
 - c. Food and Nutrition
 - d. Risk mitigation for resident evictions will be funded with 25% of the funds in this category.
4. Reserves (10% of the Excess Revenue)
 - a. Funds will be allocated to reserves to ensure we are adequately capitalized.

Building Design, Standards, and Compliance

SAHA is a property manager, owner, and/or developer with a long term community focused mission. Understanding that government building codes, and developer or sub-contractor building and construction standards may be lacking or inadequate given this long term property management and maintenance perspective:

- SAHA shall review the construction and materials standards to achieve long term and cost efficient management, and maintenance of our communities
- All development and redevelopment projects must build to SAHA's construction and materials standards and aspire to reach "Build San Antonio Green" standards
- Development design must incorporate sustainable concepts and practices
- All SAHA owned developments will adopt a smoke-free policy

Invest to preserve and extend the useful life of properties

Given the wide gap between community need and actual affordable housing supply, SAHA will focus on investing prudently to both preserve and extend the useful life of its properties. As a result,

- Property improvements should ensure housing quality, livability standards, and enhance marketability
- SAHA will be proactive in comprehensive rehabilitation planning and implementation (e.g., total building vs. system by system approach)

Long Term Financial and Planning Considerations

SAHA will be proactive in developing and implementing a realistic long term financial plan for each project so that San Antonio's affordable housing stock is maximized.

- All new development, redevelopment, refinancing, acquisition, and liquidation projects and pro-forma must include an analysis and/or plan for maintenance, replacement, compliance, and funding
 - All projects must include a realistic long term financial projection including the construction period, lease out period, and post-compliance period. Rent and lease out/vacancy assumptions must incorporate an analysis of competing current and planned projects in the neighborhood
 - SAHA will develop its own underwriting criteria and standard management and operating agreements
 - All projects must meet SAHA's general underwriting criteria and standard agreements
- SAHA will value the economic contribution of its tax exempt status and negotiate project economics commensurate with this value contribution
- SAHA will not allow other housing authorities to do business in Bexar County to ensure the proceeds of these transactions benefit the local community. We also recognize the importance of creating and maintaining deal terms that are most beneficial to SAHA and not be undercut by other agencies. However, if SAHA is unable to be the development partner, the Board may consider the request.
- Assets which are not performing well or land without significant development potential will be considered for liquidation
- Revenues generated from these activities will be reinvested into preserving or expanding affordable housing

Integrated approach to socioeconomic development

In order to support resident and community socioeconomic development, we will:

- Focus on developing properties located in or near recognized pathways to opportunity and/or demonstrated positive impact on life outcomes
- Maximize Section 3 resident employment opportunities, both short term and long term
- Increase business activities with small, minority owned, local, and women owned businesses

- Utilize SAHA's 'Moving to Work' designation to expand housing options and create economic opportunities so residents can achieve economic self sufficiency
- Partner with residents as well as public, non-profit, and for-profit organizations to provide educational resources, job training, and supportive services to help families become economically stable
- Work together with economic development organizations to realize emerging economic development opportunities by creating mixed use and mixed income communities

Planning with Residents and Community Stakeholders

Residents and community members may be offered the opportunity to contribute meaningfully in advance of the design of any planned projects and their input shall be incorporated.

Community engagement works best where it is an ongoing cumulative process enabling relationships and trust to build and strengthen over time. Engagement events should be planned and designed with this in mind and aim to contribute to the overall aims of the engagement process. This would include meetings with the residents, neighborhood associations, local groups, and elected representatives. Community or voluntary groups may want to participate at a range of levels – from providing advice as to the needs of the community, designing a development that reflects the community, and from undertaking some aspects of the engagement to delivering projects to meet some of the outcomes.

IV. Implementation and Monitoring

This policy shall be followed for each eligible affordable housing preservation and expansion initiative or transaction SAHA undertakes.

Policy compliance is the primary responsibility of the DSNR team, but is also the responsibility of the following SAHA teams: Asset Management, Section 8, Public Housing Property Management, Finance and Accounting, Beacon Communities and Community Development Initiatives. A policy exception must be requested by staff and granted by the BOC in all relevant cases.

V. Definitions:

- BOC – SAHA Board of Commissioners
- DSNR – SAHA Development Services and Neighborhood Revitalization team
- HQS – HUD Housing Choice Voucher (HCV) program regulations set forth basic housing quality standards (HQS) which all units must meet before assistance can

be paid on behalf of a family and at least annually throughout the term of the assisted tenancy. HQS define "standard housing" and establish the minimum criteria for the health and safety of program participants.

- Place Based Initiatives - Place-based policies leverage investments by focusing resources in targeted places and drawing on the compounding effect of well-coordinated action. Effective place-based policies can influence how rural and metropolitan areas develop, how well they function as places to live, work, operate a business, preserve heritage, and more
- REAC - Real Estate Assessment Center
- Section 3 – A means by which HUD fosters local economic development, neighborhood economic improvement, and individual self-sufficiency. Section 3 is the legal basis for providing jobs for residents and awarding contracts to businesses in areas receiving certain types of HUD financial assistance. Under Section 3 of the HUD Act of 1968, wherever HUD financial assistance is expended for housing or community development, to the greatest extent feasible, economic opportunities will be given to Section 3 residents and businesses in that area.
- TDHCA - Texas department of housing and community affairs

MEMORANDUM

To: Real Estate Development Committee

From: David Nisivoccia, President and CEO

Presented by: Timothy E. Alcott, Chief Legal and Real Estate Officer
Richard Milk, Director of Policy and Planning

RE: Pilot Program for Transit-Oriented Development Planning

SUMMARY:

Via Metropolitan Transit (VIA) approached SAHA regarding a Notice of Funding Availability (NOFA) from the Federal Transit Administration (FTA) for a Pilot Program for Transit-Oriented Development (TOD) Planning. The TOD Pilot Program is intended to fund comprehensive planning that supports economic development, ridership, multimodal connectivity and accessibility, increased ridership, and mixed-use development near transit stations. The grant awards will range from \$250,000.00 to \$2,000,000.00.

VIA chose the east/west Advanced Rapid Transit Corridor from downtown to east 410 along Houston Street for the pilot program. See attached Map. Because the FTA's NOFA considered mixed-use development was a part of the scoring for the recipients of the grant, VIA requested that SAHA provide a letter of support. See attached letter. If the grant is received, SAHA will work with VIA to determine how we could increase ridership for our residents on the Advanced Rapid Transit Corridor.

If VIA is awarded the grant, VIA will work with SAHA and our mixed-use developments so that our residents will have greater access to cost effective transportation. SAHA has several properties that are in the development pipeline near the proposed Advanced Rapid Transit Corridor, such as Artisan at Springview and Copernicus. SAHA also has WC White Apartments, Sun Park, East Meadows I and II, and Wheatley Park Senior Living in the area.

PROPOSED ACTION:

None at this time.

FINANCIAL IMPACT:

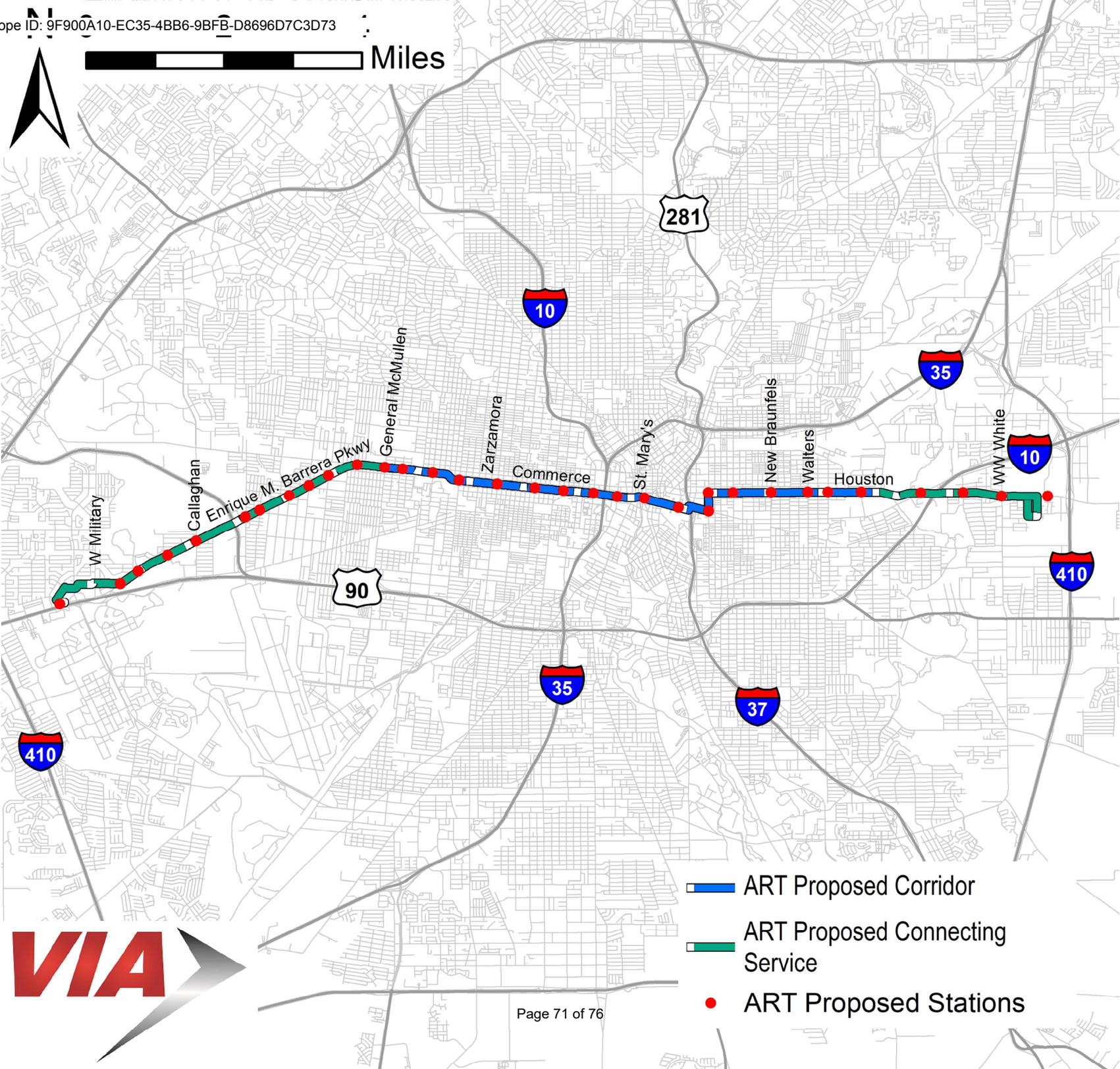
None at this time.

STRATEGIC GOALS:

Preserve and Improve existing affordable housing resources and opportunities.
Strategically expand the supply of affordable housing.
Develop a local and national reputation for being an effective leader, partner, and advocate for affordable housing and its residents.

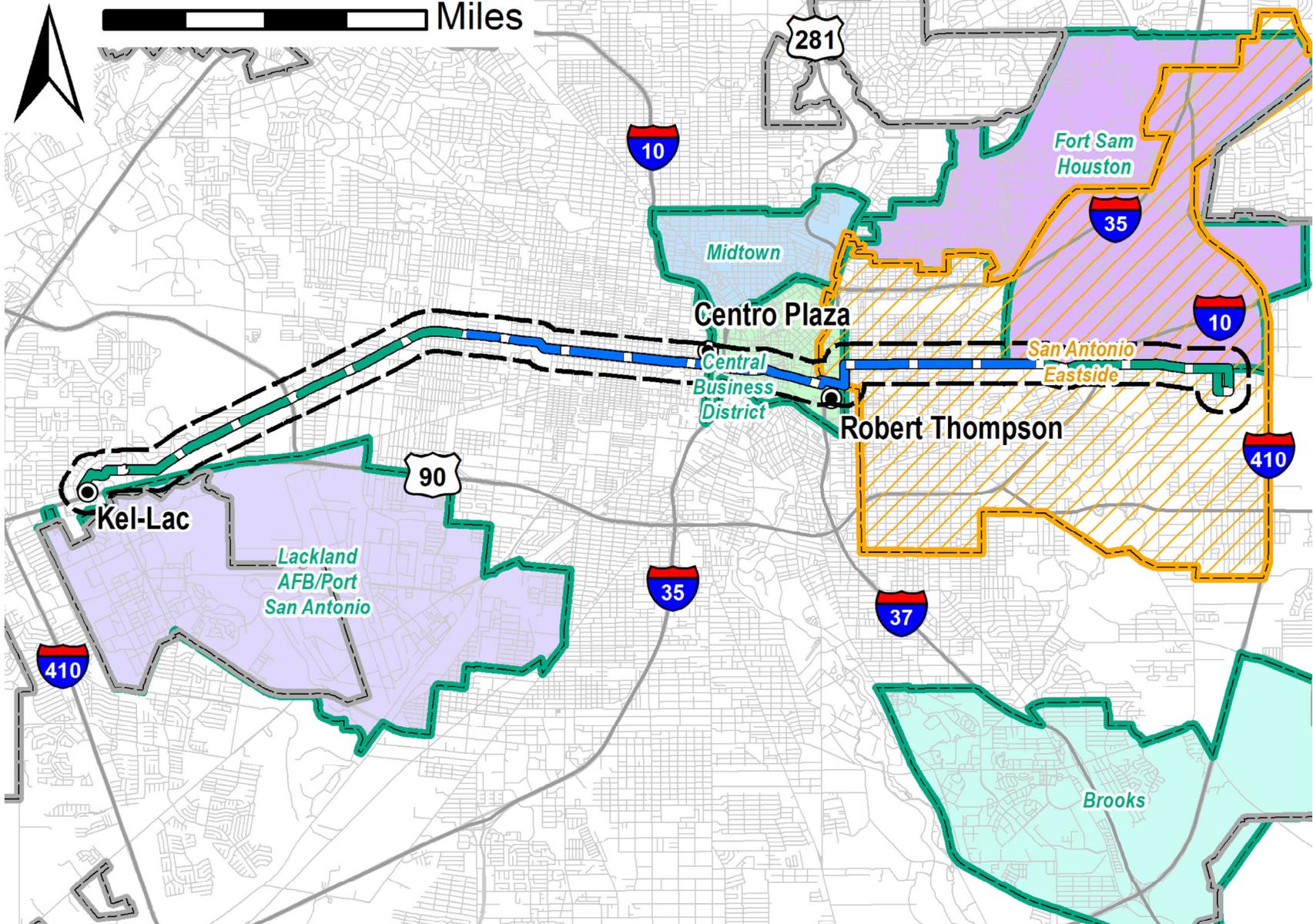
ATTACHMENTS:

Map
VIA Letter of Support



-  ART Proposed Corridor
-  ART Proposed Connecting Service
-  ART Proposed Stations

Miles



-  ART Proposed Corridor
-  ART Proposed Connecting Service
-  ART Proposed 1/4 Mile Walkshed
-  VIA Transit Facility

-  Promise Zone Communities
-  CoSA Regional Activity
-  City of San Antonio





October 15, 2020

Ms. K. Jane Williams
Administrator
U.S. Department of Transportation
1200 New Jersey Ave, SE
Washington, DC 20590

Dear Administrator Williams:

I am delighted to write in support of VIA Metropolitan Transit's (VIA) application to the Federal Transit Administration Pilot Program for the 2020 Transit-Oriented Development (TOD) Pilot Planning program award. I recognize the many regional benefits of this project, and am pleased to join VIA's application as a partnering agency.

If successful in obtaining an award, the TOD Planning proposal request will focus on the East-West Advanced Rapid Transit (ART) Corridor and build upon the success of VIA's 2018 TOD Pilot Program award, which focused on the North/South Central (ART) corridor. The 2018 award focused on (1): drafting amendments to the City of San Antonio Unified Development Code (UDC) to enable TOD along transit corridors, and (2) developing initial station area planning typologies as templates for San Antonio and other municipalities in the service area.

Moreover, the Fiscal Year 2020 TOD Pilot Program proposal will be utilized for a proposed project scope that includes the entire East-West ART corridor. Unique to this corridor, the project would provide the opportunity to develop policies and recommendations to implement affordable housing options to support equitable TOD at stations, in addition to the introduction of a Mobility Hub typology at the eastern terminus of the corridor, where more rural typologies can be examined.

As a property owner and developer in this area, it is our mission to preserve and improve existing affordable housing resources and opportunities for our residents. This includes offering households of all incomes the opportunity to live near, and benefit from, affordable forms of transit. With that said, we are proud to partner with VIA to address the existing barriers and provide our residents with the opportunities necessary for upward economic mobility.

Thank you in advance for your consideration of this request. Should you have any questions, please do not hesitate to contact me.

Sincerely,

David Nisivoccia
President and CEO





2021 BOARD OF COMMISSIONERS CALENDAR

JAN	FEB	MARCH	APRIL
<p>JAN. 21</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 1:30 PM Finance Committee Meeting 2 PM Real Estate Development Committee 	<p>FEB. 4</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>FEB. 18</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 2 PM Real Estate Development Committee 	<p>MARCH 4</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>MARCH 18</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 2 PM Real Estate Development Committee 	<p>APRIL 1</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>APRIL 15</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 2 PM Real Estate Development Committee
MAY	JUNE	JULY	AUG
<p>MAY 6</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>MAY 20</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 1:30 PM Finance Committee Meeting 2 PM Real Estate Development Committee 	<p>JUNE 3</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting 	<p>JULY 22</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 2 PM Real Estate Development Committee 	<p>AUG. 5</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>AUG. 19</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 1:30 PM Finance Committee Meeting 2 PM Real Estate Development Committee
SEPT	OCT	NOV	DEC
<p>SEPT. 2</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>SEPT. 16</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 2 PM Real Estate Development Committee 	<p>OCT. 7</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>OCT. 21</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 2 PM Real Estate Development Committee 	<p>NOV. 4</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting <hr/> <p>NOV. 18</p> <ul style="list-style-type: none"> 12:30 PM Operations and Choice Neighborhood Committee Meeting 1:30 PM Finance Committee Meeting 2 PM Real Estate Development Committee 	<p>DEC. 2</p> <ul style="list-style-type: none"> 1 PM Regular Board Meeting

SAHA BOARD OF COMMISSIONERS
 Dr. Ana "Cha" Guzmán, Chair • Jessica Weaver, Vice Chair • Charles Clack
 Jo-Anne Kaplan • Olga Kauffman • Ignacio Perez • Ruth Rodriguez

FINANCE COMMITTEE
 Jo-Anne Kaplan, Chair • Jessica Weaver

OPERATIONS AND CHOICE NEIGHBORHOOD COMMITTEE
 Jessica Weaver, Chair • Jo-Anne Kaplan

REAL ESTATE DEVELOPMENT COMMITTEE
 Jessica Weaver, Chair • Jo-Anne Kaplan

RESIDENT SERVICES COMMITTEE
 Charles Clack, Chair • Jo-Anne Kaplan

Project Name	District	Developer	Financing	Est Closing		# Units	Income Mix						
				Date	TotalDevCost		30%	40%	50%	60%	70%	80%	Market
Closing or Closed													
1604 Flats	D2	NRP	4% Tax Credits & Bonds	Closed	\$56,663,651	324	33		0	224		67	0
Tampico	D5	Mission DG	4% Tax Credits & Bonds	Closed	\$33,392,549	200	9	10	18	70	20	9	64
Trader Flats	D4	NRP	4% Tax Credits & Bonds	Closed	\$56,012,579	324	33		0	224		67	0
Artisan at Ruiz	D1	Franklin	9% Tax Credits	Closed	\$21,165,791	102	11		41	50		0	0
Majestic Ranch	D7	Hogan	4% Tax Credits & Bonds	Closed	\$46,084,260	288	0		0	288		0	0
Culebra Crossing	D6	Lynd	HUD 221(d)(4)	Closed	\$50,123,889	327	0		0	0		164	163
Mira Vista	D7	Hogan	4% Tax Credits & Bonds	Closed	\$45,296,164	312	0		0	312		0	0
Kitty Hawk Flats	Converse	NRP	4% Tax Credits & Bonds	Closed	\$40,503,098	212	22		0	135	55		0
Legacy at Alazan	D5	NRP	9% Tax Credits	Closed	\$19,155,261	88	8		32	40		0	8
Total					\$349,241,981	2177	116	10	91	1343	75	307	235
Board Has Approved													
Board Provided Final Approval													
100 Labor	D1	Franklin	HUD 221(d)(4)	11/2020	\$52,302,614	213	27		17	0		0	169
St. John's Square	D1	Weal	4% Tax Credits & Bonds	Pending New Bond Reservation	\$71,547,459	252	0		54	0		0	198
Josephine	D1	Lynd	Conventional Loan	Pending	\$61,339,167	259	0		0	26		104	129
Total					\$185,189,240	724	27	0	71	26	0	104	496
Board Approved Bond Inducement													
Horizon Pointe	D2	Integrated Realty Group	4% Tax Credits & Bonds	12/2020	\$55,096,879	312	20	35	106	0	151	0	0
Watson Road	D4	NRP	4% Tax Credits & Bonds	4/2021	\$59,925,939	348		18	18	294	18	0	0
Old Pearsall Flats	D4	Streamline	4% Tax Credits & Bonds	Pending-has 3 yr carryforward	\$52,501,266	348	34	26	20	200	68	0	0
Buckhorn	D7	NRP	4% Tax Credits & Bonds	Pending Bond Allocation	\$56,695,627	324		32		260	32	0	0
Copernicus	D2	NRP	4% Tax Credits & Bonds	Pending Bond Allocation	\$56,064,279	318		17	17	267	17	0	0
Somerset Ranch	D4	Poppoon	4% Tax Credit & Bonds	Pending Board Consideration	\$56,048,000	336	0	0	0	336	0	0	0
The Granada	D1	Mission DG	4% Tax Credit & Bonds	Pending Board Consideration	\$51,000,000	249	137	45	14	TBD		TBD	TBD
Total					\$387,331,990	2235	191	173	175	1357	286	0	0
Board Approved the Developer													
Alazan Courts Phase I	D5	NRP	4% Tax Credits & Bonds	Pending	\$53,037,920	324	33		0	225		66	0
Alazan Courts Phase II	D5	NRP	4% Tax Credits & Bonds	Pending	\$57,260,161	324	33		0	225		66	0
Victoria Courts Midrise	D1	Catellus	TBD	Pending		TBD	TBD		TBD	TBD		TBD	TBD
Victoria Courts Townhomes	D1	Catellus	TBD	Pending		TBD	TBD		TBD	TBD		TBD	TBD
Artisan at Springview	D2	Franklin	4% Tax Credits & Bonds	Pending	\$57,000,000	305	31		0	274		0	0
Total					\$167,298,081	953	97	0	0	724	0	132	0
Pending Board Consideration													
Flores	D1	Victor Miramontes	TBD	Pending Board Consideration		403	46		61	0	75	61	160
Wurzbach Parkway	D9	Lynd	HUD 221(d)(4)	Pending Board Consideration	\$53,543,660	350	0		0	35		140	175
Potranco	D4	Lynd	HUD 221(d)(4)	Pending Board Consideration	\$50,681,729	312	0		0	32		124	156
Landmark	D8	Lynd	HUD 221(d)(4)	Pending Board Consideration	\$67,944,034	360	0		0	36		144	180
Total					\$172,169,423	1425	46		61	103	75	469	671
Grand Total				Page 75 of 76	\$1,261,230,715	7,514	477	183	398	3,553	436	1,012	1,402

COSA HOUSING AFFORDABILITY CRITERIA

