

Austin Affordable Housing Corporation Meeting



**Thursday, March 9, 2017
12:00 noon
at**

**HACA's Central Office
1124 S. IH 35
Austin, Texas**

**PUBLIC NOTICE OF A MEETING
TAKE NOTICE OF A BOARD OF DIRECTORS
REGULAR BOARD MEETING
OF THE AUSTIN AFFORDABLE HOUSING CORPORATION**

**TO BE HELD AT
HACA Central
1124 S. IH 35, Austin, Texas
(512.477.4488)**

COMMENCING AT 12:00 NOON ON THURSDAY, MARCH 9, 2017, TO CONDUCT BUSINESS AS FOLLOWS:

**CALL TO ORDER, ROLL CALL
CERTIFICATION OF QUORUM**

Tyra Duncan-Hall, Chairperson

CONSENT AGENDA

Items on the Consent Agenda may be removed at the request of any Director and considered at another appropriate time on this agenda. Placement on the Consent Agenda does not limit the possibility of any presentation, discussion, or action at this meeting. Under no circumstances does the Consent Agenda alter any requirements under Chapter 551 of the Texas Government Code, Texas Open Meetings Act.

CONSENT AGENDA

APPROVAL OF THE FOLLOWING ITEMS PRESENTED IN THE BOARD MATERIALS:

ITEM 1A: Presentation, Discussion, and Possible Action regarding the Approval of a Board Minutes Summary for the Board Meeting held on February 16, 2017

Ron Kowal
VP Housing Development/Asst
Mgmt.

ITEM 1B: Presentation, Discussion, and Possible Action regarding Resolution No. 92: Approval to ratify all actions taken by the Board of Directors during FYE 2017, in order to resolve any irregularities which may have occurred regarding a quorum or vote by the Directors as reflected within the approved minutes and resolutions

Judy Paciocco
Senior Operations Director

REPORTS

Update on AAHC Activities

Ron Kowal
VP Housing Development/Asst
Mgmt.

EXECUTIVE SESSION

The Board may go into Executive Session (close its meeting to the public) Pursuant to:

- a. § 551.071, Texas Gov't Code, consultations with Attorney regarding legal advice, pending or contemplated litigation; or a settlement offer;
- b. §551.072, Texas Gov't Code, discussion about the purchase, exchange, lease or value of real property;
- c. §551.074, Texas Gov't Code, discuss the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an officer or employee.
- d. §551.077, Texas Gov't Code, discuss certain economic development negotiations.

OPEN SESSION

If there is an Executive Session, the Board will return to Open Session for discussion, consideration and possible action of matters discussed in Executive Session.

ADJOURNMENT

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

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

"En virtud del § 30.06, Código Penal, (traspaso titular de licencia con una pistola), una persona bajo el subcapítulo H, capítulo 411, código de gobierno (Ley de

*The Austin Affordable Housing Corporation (AAHC) Board of Commissioners reserves the right to discuss and consider items out of order on the agenda on an as needed basis.

The Austin Affordable Housing Corporation is committed to compliance with the Americans with Disability Act. Reasonable modifications and equal access to the communications will be provided upon request. Meeting locations are planned with wheelchair access. If requiring Sign Language Interpreters or alternative formats, please give notice at least 2 days (48 hours) before the meeting date. Please call Judy Paciocco or Nidia Hiroms at HACA at 512.477.4488, for additional information; TTY users route through Relay Texas at 711. For more information on AAHC, please contact Nidia Hiroms at 512.477.4488 x 2104.

licencia de arma or pistola), no se permiten en este reunión con una arma o pistola.

"En virtud del § 30.07, Código Penal (prevaricación por titular de la licencia con un arma o pistola abiertamente llevado), una persona bajo el subcapítulo H, capítulo 411, código de gobierno (Ley de licencia de arma o pistola), no se permiten en esta reunión con un arma o pistola que lleva abiertamente.

**AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

CALL TO ORDER

and

ROLL CALL

Tyra Duncan-Hall, Chairperson	_____
Isaac Robinson, Vice-Chairperson	_____
Edwina Carrington, 2nd Vice-Chairperson	_____
Charles Bailey, Commissioner	_____
Carl S. Richie, Jr., Commissioner	_____

March 9, 2017

**AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

CONSENT AGENDA

AGENDA ITEM NO. 1A

**Presentation, Discussion, and Possible Action regarding
the Approval of Board Minutes Summary for Board
Meeting held on February 16, 2017**

March 9, 2017

**AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

FEBRUARY 16, 2017

SUMMARY OF MINUTES

THE AUSTIN AFFORDABLE HOUSING CORPORATION (AAHC) BOARD OF DIRECTORS PUBLIC MEETING NOTICE WAS POSTED FOR 12:00 NOON ON THURSDAY, FEBRUARY 16, 2017 AND WAS HELD AT HACA'S CENTRAL OFFICE, 1124 S. IH 35, AUSTIN, TEXAS

CALL TO ORDER, ROLL CALL, CERTIFICATION OF QUORUM

The BOARD OF DIRECTORS REGULAR BOARD MEETING of the AUSTIN AFFORDABLE HOUSING CORPORATION (AAHC), of FEBRUARY 16, 2017, was called to order by Charles Bailey, Vice-Chairperson, at 12:08 p.m. The meeting was held at HACA's CENTRAL OFFICE, 1124 S. IH 35, AUSTIN, TEXAS

Roll call certified a quorum was present.

MEMBERS PRESENT:

Dr. Tyra Duncan-Hall, Chairperson
Isaac Robinson, Vice-Chairperson
Charles Bailey, Director

MEMBER(S) ABSENT:

Edwina Carrington, 2nd Vice-Chairperson
Carl S. Richie, Jr., Director

STAFF PRESENT:

Ann Gass, Andrea Galloway, Beth Phillips, Catherine Crago, Eileen Schrandt, Gloria Morgan, Lisa Garcia, Jimi Teasdale, Kelly Crawford, Lisa Garcia, Michael Cummings, Michael Gerber, Michael Roth, Nidia Hiroms, Pilar Sanchez, Ron Kowal, Suzanne Schwertner and Thomas Cherian.

ALSO IN ATTENDANCE:

Jim Ewbank, Cokinos, Bosien & Young

CONSENT AGENDA

APPROVAL OF THE FOLLOWING ITEMS PRESENTED IN THE BOARD MATERIALS:

ITEM 1: Presentation, Discussion, and Possible Action regarding the Approval of a Board Minutes Summary for the Board Meeting held on December 15, 2016

Director Duncan-Hall moved to approve the Board Minutes Summary for the Board Meeting held on December 15, 2016 as presented. **Director Robinson** seconded the motion. The motion passed. (3-Ayes and 0-Nays).

ACTION ITEMS

APPROVAL OF THE FOLLOWING ITEMS PRESENTED IN THE BOARD MATERIALS:

ITEM 2: Presentation, Discussion, and Possible Action regarding Resolution No. 91 by the Board of Directors of Austin Affordable Housing Corporation ("AAHC") authorizing AAHC to execute any and all documents, or take any other actions, that are necessary or desirable to facilitate the refinancing of Sweetwater Apartments

To facilitate the development of the Sweetwater Apartments (the "Development"), which consists of multifamily housing units and associated amenities in Austin, Texas to be ground-leased from the Housing Authority of the City of Austin; AAHC will form a subsidiary with a limited liability company to own the Development (the "Owner"). The Owner will enter into financing for the Development and execute any such further documentation as necessary or desirable to allow the consummation of the transactions.

Director Duncan-Hall moved to approve Resolution No. 91 by the Board of Directors of Austin Affordable Housing Corporation ("AAHC") authorizing AAHC to execute any and all documents, or take any other actions, that are necessary or desirable to facilitate the refinancing of Sweetwater Apartments. **Director Robinson** seconded the motion. The motion passed. (3-Ayes and 0-Nays).

REPORTS

No other reporting.

EXECUTIVE SESSION

Recess into Executive Session Pursuant to

- a. § 551.071, Texas Gov't Code, consultations with Attorney regarding legal advice, pending or contemplated litigation; or a

settlement offer;

- b. §551.072, Texas Gov't Code, discussion about the purchase, exchange, lease or value of real property;
- c. §551.074, Texas Gov't Code, discuss the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an officer or employee.
- d. §551.077, Texas Gov't Code, discuss certain economic development negotiations.

The Board did not recess into Executive Session.

ADJOURNMENT

Director Duncan-Hall moved to adjourn the meeting. **Director Robinson** seconded the motion. The Motion passed unanimously. The meeting adjourned at 1:22 p.m.

Tyra Duncan-Hall, Chairperson

Michael G. Gerber, Secretary

**AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

AGENDA ITEM NO. 1B

Presentation, Discussion, and Possible Action regarding Resolution No. 92: Approval to ratify all actions taken by the Board of Directors during FYE 2017, in order to resolve any irregularities which may have occurred regarding a quorum or vote by the Directors as reflected within the approved minutes and resolutions

March 9, 2017

AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD ACTION REQUEST
RESOLUTION NO. 92
EXECUTIVE DEPARTMENT

MEETING DATE: March 9, 2017

STAFF CONTACT: Judy Paciocco, Sr Director of Operations

ITEM TITLE: Discussion and Adoption of Resolution No. 92: Approval to ratify all actions taken by the Board of Commissioners during FYE 2017, in order to resolve any irregularities which may have occurred regarding a quorum or vote by the Commissioners as reflected within the approved minutes and resolution

BUDGETED ITEM: N/A

TOTAL COST: N/A

ACTION

Motion to approve Resolution No.92: Ratifying all all actions taken by the Board of Commissioners during the 2016-2017 Fiscal Year, in order to resolve any irregularities which may have occurred regarding a quorum or vote by the Commissioners as reflected within the approved minutes and resolutions.

SUMMARY

General Information: Upon past advisement of legal counsel, resolution number 92 was drafted to ensure all actions taken by the Board during FYE 2017 be ratified, thus ensuring resolution of any irregularities during the voting process taken by the Commissioners. This is an action that will be presented for board action on an annual basis.

Organizational Structure: N/A

Public Comment: N/A

EXHIBITS

Exhibit 1: Resolution 92

RESOLUTION NO. 92

Approval to ratify all actions taken by the Board of Directors during FYE 2017, in order to resolve any irregularities which may have occurred regarding a quorum or vote by the Directors as reflected within the approved minutes and resolutions

WHEREAS, ...In the event that there were any irregularities in any action or vote taken by Austin Affordable Housing Corporation's Board of Directors during the 2016-17 Fiscal Year, Austin Affordable Housing Corporation desires to ratify and affirm all of the actions and votes taken by the Board of Directors regardless of the irregularity, as each action and vote taken represents the true intention of a quorum or more of Austin Affordable Housing Corporation's Board of Directors.

WHEREAS, ... The purpose of this resolution is to give full legal force and effect to each action or vote of the Board of Directors taken during the 2016-17 Fiscal Year as if each action was taken by a quorum of the board without any irregularity, and therefore, every action taken by the Board of Directors during the 2016-17 Fiscal Year is fully enforceable.

Now, therefore, it is hereby

RESOLVED, ... the Austin Affordable Housing Corporation's Board of Directors hereby ratifies and affirms all actions and votes taken by the Board of Directors during 2016-2017 Fiscal Year on this 9th day of March, 2017.

Michael G. Gerber, Secretary

Tyra Duncan-Hall, Chairperson

**AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

EXECUTIVE SESSION

Recess into Executive Session Pursuant to

- a) § 551.071, Texas Gov't Code, consultations with Attorney regarding pending or contemplated litigation; or a settlement offer**
- b) §551.072, Texas Gov't Code, deliberation about the purchase, exchange, lease or value of real property**
- c) §551.074, Texas Gov't Code, deliberate the appointment, employment, evaluation, reassignment, duties, discipline, or dismissal of a public officer or employee; or to hear a complaint or charge against an officer or employee**
- d) §551.077, Texas Gov't Code, discuss certain economic development negotiations.**

Return to Open Session for discussion, consideration and possible action of matters discussed in Executive Session

**AUSTIN AFFORDABLE HOUSING CORPORATION
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

Adjournment

March 9, 2017