

# **SOUTH CONGRESS PFC**

## **BOARD OF DIRECTORS Annual Meeting**

**Thursday, March 21, 2024  
12:00 PM**

**Chalmers Courts East, 1700 E. 3rd Street**  
To attend via Zoom: <https://tinyurl.com/HACABoard>  
Austin, TX

**PUBLIC NOTICE OF A MEETING  
TAKE NOTICE OF A BOARD OF DIRECTORS  
ANNUAL BOARD MEETING  
OF THE SOUTH CONGRESS PFC**

**TO BE HELD AT  
Chalmers Courts East, 1700 E. 3rd Street  
To attend via Zoom: <https://tinyurl.com/HACABoard>  
Austin, TX  
(512.477.4488)**

**Thursday, March 21, 2024  
12:00 PM**

**CALL TO ORDER, ROLL CALL**

**CERTIFICATION OF QUORUM**

**Public Communication (Note: There will be a three-minute time limitation)**

**CONSENT ITEMS**

1. Presentation, Discussion, and Possible Action regarding the Approval of the Board Minutes Summary for the Board Meeting held on June 15, 2023
2. Presentation, Discussion, and Possible Action regarding Resolution No. 00016: Approval to ratify all actions taken by the Board of Directors during FYE 2024, 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 resolution

**ACTION ITEMS**

3. Presentation, Discussion, and Possible Action regarding Resolution No. 00017: Election of Officers for the South Congress PFC

**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. 551.087, 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.

**REPORTS - The Board will receive program updates from the President/CEO and other senior staff.**

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

"En virtud de 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.

\*The Housing Authority of the City of Austin (HACA) Board of Commissioners reserves the right to discuss and consider items out of order on the agenda on an as needed basis.

The Housing Authority of the City of Austin 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 Nidia Hiroms at HACA at 512.477.4488, for additional information; TTY users route through Relay Texas at 711. For more information on HACA, please contact Nidia Hiroms at 512.477.4488 x2104.

**SOUTH CONGRESS PFC**  
**BOARD ACTION REQUEST**  
**ITEM NO. 1.**

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**MEETING DATE:** March 21, 2024

**STAFF CONTACT:** Nidia Hiroms, Executive Assistant

**ITEM TITLE:** Presentation, Discussion, and Possible Action regarding the Approval of the Board Minutes Summary for the Board Meeting held on June 15, 2023

**BUDGETED ITEM:** N/A

**TOTAL COST:** N/A

**ACTION**

The Board is being asked to review and approve the Board Minutes Summary for the Board Meeting held on June 15, 2023.

**ATTACHMENTS:**

- ▣ **20230615 SCPFC Minutes Summary**

**SOUTH CONGRESS PFC  
BOARD OF DIRECTORS  
REGULAR BOARD MEETING**

**June 15, 2023**

**SUMMARY OF MINUTES**

**SOUTH CONGRESS PFC (SCPFC) BOARD OF DIRECTORS REGULAR BOARD MEETING NOTICE WAS POSTED FOR 1:00 P.M. ON THURSDAY, JUNE 15, 2023, AND WAS HELD AT THE HACA CENTRAL OFFICE, 1124 S. IH 35, AUSTIN, TX**

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

**Carl S. Richie, Jr.**, HACA Chairperson, called the Board of Directors Regular Board Meeting of the South Congress PFC, of June 15, 2023, to order, at 1:21 pm. The meeting was held at the HACA Central Office, 1124 S. IH 35, Austin, TX

Roll call certified a quorum was present on the call.

**MEMBERS PRESENT:**

Edwina Carrington, Chairperson  
Mary Apostolou, 2<sup>nd</sup> Vice-Chairperson  
Dr. Tyra Duncan-Hall, Director  
Carl S. Richie, Jr., Director

**MEMBER(S) ABSENT:**

Charles Bailey, Vice-Chairperson

**ALSO PRESENT:**

Sarah Scott, Coats Rose

**STAFF PRESENT:**

Barbara Chen, Jorge Vazquez, Keith Swenson, Leilani Lim-Villegas, Lisa Garcia, Michael Cummings, Michael Gerber, Nidia Hiroms, Orly Cabrera, Ron Kowal, Suzanne Schwertner, and Sylvia Blanco

**PUBLIC COMMUNICATION – (3 minute time limit)**

**NONE**

Public communication was opened during each item on the agenda. No one provided any communication during any of the items.

**CONSENT AGENDA**

**APPROVAL OF THE FOLLOWING ITEMS PRESENTED IN THE BOARD MATERIALS:**

**ITEM 1: Presentation, Discussion, and Possible Action regarding the Approval of the Board Minutes Summary for the Board Meeting held on April 20, 2023**

2<sup>nd</sup> Vice-Chairperson Apostolou moved the Approval of the Board Minutes Summary for the Board Meeting held on April 20, 2023. Director Duncan-Hall seconded the motion. The motion Passed (4-Ayes and 0-Nays).

**ITEM 2: Presentation, Discussion, and Possible Action regarding Resolution No. 00015: Resolution of the Board of Directors of South Congress Public Facility Corporation (“PFC”) authorizing PFC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) purchase certain real property located in Austin, Texas (the “Land”) on which a residential multifamily apartment development consisting of affordable housing units and market rate units and associated amenities is to be constructed and known as Airport Crossing (the “Project”); (ii) lease the Land to Airport Crossing LP (the “Partnership”) to facilitate the construction and operation of the Project by the Partnership, including the placement of affordable housing units and market rate units at the Project; and (iii) execute any such further documentation as necessary or de any financing documentation, to facilitate the development of the Project**

Austin Affordable Housing Corporation is being presented with an opportunity to partner with The NRP Group on a certain 9.43 acre tract of land located within the Austin city limits at 6101 Ross Road, Austin, Texas 78617. This property was originally presented to the Board in August 2021 (after a year of work) structured as a 4% tax credit/bond project. It was not awarded bonds in the bond lottery in early 2022, but was put on the wait list. It eventually received a bond reservation at the end of 2022. By this time, the project did not work under this structure since construction costs had increased too much and there were infeasible gaps that we could not fill.

NRP worked with us to hold the reservation through the beginning of 2023. By holding it into 2023, when the bond reservation

was returned, the dollar amount of bonds stayed with Austin Affordable PFC to be used on other projects. We were able to use these funds for supplemental bond issuances for four of our other projects (which you saw in the last couple months). Pathways at Rosewood Courts which had failed the required 50% test at its initial closing benefited from this pool of funds by receiving an additional bond issuance to fix this required calculation.

Airport Crossing is currently being presented to you as a workforce housing project under the PFC model. It will consist of 256 family apartment units serving tenants between 60% of median family income and market rate. This property will serve the following schools: Popham Elementary, Del Valle Middle School and Del Valle High School. The nearest property is Woodway Village and Franklin Park northwest of the subject property.

The development will use debt through Frost Bank not to exceed \$43,000,000 and equity through PointOne not to exceed \$23,000,000. The planned development will consist of 164 one bedroom/one bath units and 92 two bedroom/two bath units. This project will benefit HACA/AAHC with some much needed apartment units and affordable units in this area where the majority of properties are single family homes that are owned.

**Director Richie** moved the Approval of Resolution No. 00015: Resolution of the Board of Directors of South Congress Public Facility Corporation (“PFC”) authorizing PFC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) purchase certain real property located in Austin, Texas (the “Land”) on which a residential multifamily apartment development consisting of affordable housing units and market rate units and associated amenities is to be constructed and known as Airport Crossing (the “Project”); (ii) lease the Land to Airport Crossing LP (the “Partnership”) to facilitate the construction and operation of the Project by the Partnership, including the placement of affordable housing units and market rate units at the Project; and (iii) execute any such further documentation as necessary or de any financing documentation, to facilitate the development of the Project. **2<sup>nd</sup> Vice-Chairperson Apostolou** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

**Director Richie** moved to adjourn the meeting. **2<sup>nd</sup> Vice-Chairperson Apostolou** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

The meeting adjourned at 2:20 p.m.

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**Michael G. Gerber, Secretary**

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**Chairperson**

**SOUTH CONGRESS PFC**  
**BOARD ACTION REQUEST**  
**RESOLUTION NO. 00016**  
**ITEM NO. 2.**

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**MEETING DATE:** March 21, 2024

**STAFF CONTACT:** Ron Kowal, Vice President of Housing Development/Asset Mgmt

**ITEM TITLE:** Presentation, Discussion, and Possible Action regarding Resolution No. 00016: Approval to ratify all actions taken by the Board of Directors during FYE 2024, 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 resolution

**BUDGETED ITEM:** N/A

**TOTAL COST:** N/A

**ACTION**

The Board is being asked to approve Resolution No. 00016: which ratifies all actions taken by the Board of Directors during the 2023-2024 Fiscal Year, 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.

**SUMMARY**

***Background:***

Upon past advisement of legal counsel, Resolution No. 00016 was drafted to ensure all actions taken by the Board during FYE 2024 be ratified, thus ensuring resolution of any irregularities during the voting process taken by the Directors. This is an action that will be presented for board action on an annual basis.

This Resolution resolves any irregularities in the voting process found in the Board meeting minutes and/or resolutions, and all actions taken during the 2023-2024 Fiscal Year by the Board of Directors are fully enforceable.

***Staff Recommendation:***

Staff recommends Board approval of Resolution No. 00016 to ratify all actions taken by the Board of Directors during the 2023-2024 Fiscal Year.

**RESOLUTION NO. 00016**

**APPROVAL TO RATIFY ALL ACTIONS TAKEN BY THE BOARD OF DIRECTORS DURING FYE 2024, 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 South Congress PFC Board of Directors during the 2023-2024 Fiscal Year, the South Congress PFC 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 South Congress PFC'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 2023-24 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 2023-24 Fiscal Year is fully enforceable.

**NOW, THEREFORE, BE IT RESOLVED**, the South Congress PFC Board of Directors hereby ratifies and affirms all actions and votes taken by the Board of Directors during 2023-2024 Fiscal Year.

**PASSED, APPROVED AND ADOPTED** this 21<sup>st</sup> day of March 2024.

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Michael G. Gerber, Secretary

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Chairperson



**SOUTH CONGRESS PFC**  
**BOARD ACTION REQUEST**  
**RESOLUTION NO. 00017**  
**ITEM NO. 3.**

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**MEETING DATE:** March 21, 2024

**STAFF CONTACT:** Michael Cummings, Vice President

**ITEM TITLE:** Presentation, Discussion, and Possible Action regarding Resolution No. 00017:  
Election of Officers for the South Congress PFC

**BUDGETED ITEM:** N/A

**TOTAL COST:** N/A

**ACTION**

Motion to approve Resolution No. 00017 approving board officers for positions of Chairperson, Vice-Chairperson and 2nd Vice-Chairperson.

**SUMMARY**

***Background:***

With the current officer terms expiring at the end of April, and new terms beginning May 1, 2024, it is necessary for the Board to elect officers for the South Congress PFC Board of Directors. A list of current officers is attached.

**ATTACHMENTS:**

- ▣ **2024 SCPFC Slate of Officers**
- ▣ **SCPFC Bylaws**

**RESOLUTION NO. 00017**

**ELECTION OF THE OFFICERS OF THE SOUTH CONGRESS PFC BOARD  
OF DIRECTORS**

**WHEREAS**, the South Congress PFC has established bylaws for its operations;

**WHEREAS**, Article 3 Directors, Section 1, states that the affairs of the Corporation shall be managed by the Board of Directors which will consist of the following Officers of the Board of Commissioners of the Housing Authority of the City of Austin: (1) Chairperson; (2) Vice Chairperson; (2) Second Vice Chairperson; and (3) Secretary.

**WHEREAS**, Article 3 Directors, Section 6, states vacancies on the Board of Directors shall exist upon: (a) the death, resignation, or removal of any Director; (b) an increase in the authorized number of Directors. If vacancies should occur for either of these two reasons, positions will be filled by the person designated to appoint candidates to the Board of Commissioners of the Housing Authority of the City of Austin.

**NOW, THEREFORE, BE IT RESOLVED** that the Board of Directors for the South Congress PFC approves board officers for the positions of the Chairperson, Vice Chairperson and 2nd Vice Chairperson.

Chairperson \_\_\_\_\_

Vice-Chairperson \_\_\_\_\_

2nd Vice-Chairperson \_\_\_\_\_

**PASSED, APPROVED, AND ADOPTED** this 21st day of March 2024.

\_\_\_\_\_  
Michael G. Gerber, Secretary

\_\_\_\_\_  
Chairperson

**South Congress PFC  
Board of Directors**

**Election of Officers  
March 21, 2024**

Current Officers

Chairperson: Edwina Carrington  
Vice-Chairperson: Charles Bailey  
2<sup>nd</sup> Vice-Chairperson: Mary Apostolou

Chairperson: \_\_\_\_\_  
Nominated by: \_\_\_\_\_  
Seconded by: \_\_\_\_\_

Vice-Chair: \_\_\_\_\_  
Nominated by: \_\_\_\_\_  
Seconded by: \_\_\_\_\_

2<sup>nd</sup> Vice-Chair: \_\_\_\_\_  
Nominated by: \_\_\_\_\_  
Seconded by: \_\_\_\_\_

**APPROVED:**

Chairperson: \_\_\_\_\_  
Vice-Chairperson: \_\_\_\_\_  
2<sup>nd</sup> Vice-Chairperson: \_\_\_\_\_

**BYLAWS OF  
SOUTH CONGRESS PUBLIC FACILITY CORPORATION,  
A PUBLIC FACILITY CORPORATION**

**ARTICLE I  
PURPOSE AND POWERS**

Section 1.1 Purpose. South Congress Public Facility Corporation (the “Corporation”) is incorporated for the purposes set forth in its Certificate of Formation, the same to be accomplished on behalf of the Housing Authority of the City of Austin (the “Authority”) as its duly constituted authority and instrumentality in accordance with the Public Facility Corporation Act, as amended, Chapter 303, Texas Government Code (the “Act”), and other applicable laws.

Section 1.2 Powers. In the fulfillment of its corporate purpose, the Corporation shall be governed by the Act, and shall have all the powers set forth and conferred in its Certificate of Formation, in the Act, and in other applicable law, subject to the limitations prescribed therein and herein and to the provisions thereof and hereof.

Section 1.3 Nonprofit Corporation. The Corporation shall be a public, nonprofit corporation and no part of its set earnings remaining after payment of its bonds and expenses shall inure to the benefit of any person other than the Authority.

**ARTICLE II  
BOARD OF DIRECTORS**

Section 2.1 Powers, Number and Term of Office.

(a) The property and affairs of the Corporation shall be managed and controlled by a board of directors (the “Board”) subject to the restrictions imposed by law, the Act, the Certificate of Formation, and these Bylaws, the Board shall exercise all of the powers of the Corporation.

(b) The Board shall consist of the members of the Board of Commissioners of the Authority. The number of directors may be changed by amendment to these Bylaws, but such number must be at least three (3).

(c) The directors constituting the initial Board shall be those directors named in the Certificate of Formation. Successor directors shall have the qualifications and shall be appointed to the terms set forth in the Certificate of Formation.

(d) Any director may be removed from office by the Authority under the same terms, conditions and procedures as Commissioners of the Authority.