

AUSTIN AFFORDABLE HOUSING CORPORATION



BOARD OF DIRECTORS Regular Meeting

Wednesday, December 18, 2024
9:00 AM

HACA Central Office, 1124 S. Interstate Highway 35
To join via Zoom: <https://us06web.zoom.us/j/89858873902> Meeting ID: 898
5887 3902
Austin, TX

**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 Office, 1124 S. Interstate Highway 35
To join via Zoom: <https://us06web.zoom.us/j/89858873902> Meeting ID: 898 5887 3902
Austin, TX
(512.477.4488)**

Wednesday, December 18, 2024

9:00 AM

CALL TO ORDER, ROLL CALL

CERTIFICATION OF QUORUM

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

CONSENT AGENDA

Items on the Consent Agenda may be removed at the request of any Commissioner 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 ITEMS

1. Presentation, Discussion, and Possible Action regarding the Approval of the Board Minutes Summary for the Board Meeting held on October 17, 2024

ACTION ITEMS

2. Presentation, Discussion and Possible Action on Resolution No. 00262 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) authorizing AAHC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) cause AAHC’s wholly owned, subsidiary limited liability company, Bridges at Canyon View GP, LLC (the “General Partner”), and/or Bridges at Canyon View, LP (the “Partnership”) to enter into and execute amendments to the financing for the Bridge at Canyon View Apartments (the “Project”), and other related documents; and (ii) cause AAHC and/or the General Partner and/or the Partnership to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein

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 esta 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.

AUSTIN AFFORDABLE HOUSING CORPORATION

BOARD ACTION REQUEST

ITEM NO. 1.

MEETING DATE: December 18, 2024

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

ITEM TITLE: Presentation, Discussion, and Possible Action regarding the Approval of the Board Minutes Summary for the Board Meeting held on October 17, 2024

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 October 17, 2024.

ATTACHMENTS:

- ▣ **20241017 AAHC Minutes Summary**

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

OCTOBER 17, 2024

SUMMARY OF MINUTES

THE AUSTIN AFFORDABLE HOUSING CORPORATION (AAHC) BOARD OF DIRECTORS REGULAR PUBLIC MEETING NOTICE WAS POSTED FOR 12:00 PM ON THURSDAY, OCTOBER 17, 2024, AND WAS HELD AT THE HACA CENTRAL OFFICE, 1124 S. IH 35, AUSTIN, TX AND VIRTUALLY

CALL TO ORDER, ROLL CALL, CERTIFICATION OF QUORUM

The Board of Directors Regular Board Meeting of the Austin Affordable Housing Corporation, of October 17, 2024, was called to order Carl S. Richie, Jr., HACA Chairperson at 12:11 pm. The meeting was held at the HACA Central Office, 1124 S. IH 35, Austin, TX and virtually.

Roll call certified a quorum was present.

MEMBERS PRESENT:

Charles Bailey, Vice-Chairperson
Mary Apostolou, 2nd Vice-Chairperson
Dr. Tyra Duncan-Hall, Director
Carl S. Richie, Jr., Director

MEMBER(S) ABSENT:

Edwina Carrington, Chairperson

ALSO IN ATTENDANCE:

Bill Walter, Coats Rose
Sarah Scott, Coats Rose
Lauren Aldredge, Cokinos Law Firm

STAFF PRESENT:

Barbara Chen, Jorge Vazquez, Kelly Crawford, Leilani Lim-Villegas, Michael Gerber, Michael Roth, Nidia Hiroms, Sylvia Calderon, and Suzanne Schwertner

PUBLIC COMMUNICATION – (3 minute time limit)

NONE

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

CONSENT ITEMS

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 Regular Board Meeting held on September 19, 2024

Director Duncan-Hall moved to Approve the Board Minutes Summary for the Regular Board Meeting held on September 19, 2024. **2nd Vice-Chairperson Apostolou** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

ACTION ITEMS

ITEM 2: Presentation, Discussion and Possible Action on Resolution No. 00259 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) appointing and/or ratifying Officers

The Board was asked to approve Suzanne Schwertner as an officer of Austin Affordable Housing Corporation with signing authorization.

2nd Vice-Chairperson Apostolou moved to Approve Resolution No. 00259 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) appointing and/or ratifying Officers. **Vice-Chairperson Bailey** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

ITEM 3: Presentation, Discussion and Possible Action Resolution No. 00260 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) authorizing AAHC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) facilitate the construction and operation of the Bridge at Saffron (the “Development”), which will consist of multifamily housing units and associated amenities to be located on land in Austin, Texas to be ground-leased from the Housing Authority of the City of Austin

(“HACA”); (ii) cause AAHC’s subsidiary limited partnership (the “Owner”) to own the Development (the “Owner”); (iii) cause the Owner to enter into financing for the construction of the Development; and (iv) cause AAHC and/or the Owner to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein

Austin Affordable Housing Corporation was presented with an opportunity to partner with JCI Residential on a 11.07 acre tract of land located at 13023 Hema Drive, Austin, Texas 78717. The property is located within the Austin city limits and Williamson County. This would be the eighth (8th) asset AAHC and JCI have partnered on together. One of these partnerships, Bridge at Avery Ranch, which closed in September is just down the street from this proposed site.

AAHC’s proposed partner, JCI Residential has a proven record of accomplishment with numerous projects completed in and around the Austin area. JCI has an experienced development team in place and has been an excellent partner on our previous transactions. JCI is a privately held development firm with a current development pipeline of more than 200 projects. AAHC works with the Managing Partner, Sam Kumar, and President, Kurt Goll. JCI Residential will also manage the property.

The project (Bridge at Saffron) is a proposed new construction workforce housing project that will consist of 336 family units. The units will be set aside as follows: 34 units at 60% MFI, 138 units between 70% and 80% MFI and 164 units over 80% MFI. (Please see chart of rent and income limits attached) Situated in the northwestern stretches of Austin, the Avery Ranch neighborhood is near Dell Children’s Medical Center North Campus, HEB Plus, Lakeline Mall, Alamo Drafthouse Cinema Lakeline and multiple other shopping centers with retail, restaurants and businesses. The property feeds into the Round Rock Independent School District and is served by Purple Sage Elementary, Pearson Ranch Middle School and McNeil High School. The Austin Community College Cypress Creek campus is less than 10 minutes away. This is an important transaction to HACA and AAHC as we have seen this part of Austin continue to displace the affordable community. This partnership will add deeper affordability for our current voucher holders and the residents that reside in this area. Being so close to many major employers in and around this location, AAHC and JCI can provide some stable and affordable housing to those stakeholders that are threatened with rising rent costs. The nearest property in AAHC’s current portfolio is Bridge at Avery Ranch right next door.

The construction loan financing will be provided by Washington Federal Bank, a Washington State Chartered Bank in an amount not to exceed \$50,000,000. JCI Residential will provide an equity investment estimated to be \$26,000,000. Once the property has been constructed, leased and is stabilized, we will refinance into permanent debt. At this phase, we will return to the Board for approval of the permanent debt and debt provider.

The planned development will consist of 208 one bedroom/one bath units, 76 two bedroom/one bath units, and 52 two bedroom/two bath units. Unit amenities include Class A finishes, stainless steel appliances, quartz counters and smart thermostats. A clubhouse, and attractive and lush landscaped resort style pool area, private entrance gate system, and state of the art fitness center are a few of the site amenities that will be offered. All units will be marketed to HACA’s Housing Choice Voucher residents. This approval will allow us to close construction financing and start construction of the property shortly after closing.

Director Duncan-Hall moved to Approve Resolution No. 00260 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) authorizing AAHC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) facilitate the construction and operation of the Bridge at Saffron (the “Development”), which will consist of multifamily housing units and associated amenities to be located on land in Austin, Texas to be ground-leased from the Housing Authority of the City of Austin (“HACA”); (ii) cause AAHC’s subsidiary limited partnership (the “Owner”) to own the Development (the “Owner”); (iii) cause the Owner to enter into financing for the construction of the Development; and (iv) cause AAHC and/or the Owner to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein. **2nd Vice-Chairperson Apostolou** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

EXECUTIVE SESSION

The Board did not recess into Executive Session.

Vice-Chairperson Bailey moved to adjourn the meeting. **2nd Vice-Chairperson Apostolou** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

The meeting adjourned at 2:03 pm.

Michael G. Gerber, Secretary

Chairperson

AUSTIN AFFORDABLE HOUSING CORPORATION

BOARD ACTION REQUEST

RESOLUTION NO. 00262

ITEM NO. 2.

MEETING DATE: December 18, 2024

STAFF CONTACT: Suzanne Schwertner, Director of Development

ITEM TITLE: Presentation, Discussion and Possible Action on Resolution No. 00262 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) authorizing AAHC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) cause AAHC’s wholly owned, subsidiary limited liability company, Bridges at Canyon View GP, LLC (the “General Partner”), and/or Bridges at Canyon View, LP (the “Partnership”) to enter into and execute amendments to the financing for the Bridge at Canyon View Apartments (the “Project”), and other related documents; and (ii) cause AAHC and/or the General Partner and/or the Partnership to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein

BUDGETED ITEM: N/A

TOTAL COST: N/A

ACTION

The Board is being asked to approve Resolution No. 00262 by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) authorizing AAHC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) cause AAHC’s wholly owned, subsidiary limited liability company, Bridges at Canyon View GP, LLC (the “General Partner”), and/or Bridges at Canyon View, LP (the “Partnership”) to enter into and execute amendments to the financing for the Bridge at Canyon View Apartments (the “Project”), and other related documents; and (ii) cause AAHC and/or the General Partner and/or the Partnership to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein.

SUMMARY

Background:

Austin Affordable Housing Corporation partnered with LDG Multifamily to build Bridge at Canyon View located at 4506 E. William Cannon, Austin 78744. The property includes 215 family units all at 60% area median income and below as well as a multitude of family friendly amenities. Financing utilized a 4% tax credit/tax-exempt bond structure.

Bridge at Canyon View had its grand opening in July 2024 and has held steady with occupancy in the 95%-100% range. A heartwarming speech was given by one of the residents that lived with her daughter in the neighborhood. She had watched the construction of the property and was one of the first people to apply to

lease her very own unit. Many residents have family connections in the neighborhood and were thrilled to welcome this property as home. This property is in the Austin ISD with access to the following schools: Perez Elementary School, Mendez Middle School and Akins High School. Austin Community College South Campus and St. Edward’s University are the closest college campuses. This property benefits HACA/AAHC with units that are deeply affordable and located just south of downtown on William Cannon as well as offering after school programs for the children. Marketing to Housing Choice Voucher residents is ongoing.

Unit breakdown:

71	One bedroom/one bath
54	Two bedroom/two bath
90	Three bedroom/two bath

Process:

The Board has seen this property multiple times for Bond Inducement and closing of the initial construction loan and then Bond Inducement and closing of a supplemental issuance of bonds. When the supplemental bond issuance closed, we used a short-term product recommended by the lender. The property is now leased up, stabilized and ready for the construction loan to be converted to permanent debt.

With the successful lease up and operations of the property, we along with the investor (Citi) and lender (Ready Capital FKA Redstone) have determined that reissuing the supplemental bonds and converting them to a long-term product with a lower interest rate would be beneficial to the property. This will allow us to use proceeds from the permanent debt conversion and final equity installment to pay other construction debt and any operating advances incurred while the property achieved stabilization. The proposed resolution approves this modification from short-term bonds to long-term bonds.

Staff Recommendation:

Staff recommends approval of Resolution No. 00262.

ATTACHMENTS:

- ▣ **2024 Rent and Income Limits**
- ▣ **Map of Canyon View**

RESOLUTION NO. 00262

A Resolution by the Board of Directors of Austin Affordable Housing Corporation (“AAHC”) authorizing AAHC to execute any and all documents, or take any other action, that is necessary or desirable to: (i) cause AAHC’s wholly owned, subsidiary limited liability company, Bridges at Canyon View GP, LLC (the “General Partner”), and/or Bridges at Canyon View, LP (the “Partnership”) to enter into and execute amendments to the financing for the Bridge at Canyon View Apartments (the “Project”), and other related documents; and (ii) cause AAHC and/or the General Partner and/or the Partnership to execute any such further documentation as necessary or desirable to allow the consummation of the transactions described herein

WHEREAS, AAHC is the sole member of the General Partner;

WHEREAS, the General Partner is the sole general partner of the Partnership;

WHEREAS, the Partnership was formed for the purpose of owning, developing, managing, and otherwise dealing with the Project, an approximately 215-unit apartment complex under development on a parcel of land located at approximately 4506 E. William Cannon Drive, Austin, Travis County, Texas 78744, and intended for rental to persons of low and moderate income;

WHEREAS, AAHC, the General Partner and Partnership desire to enter into an amendment to that certain Amended and Restated Agreement of Limited Partnership of the Partnership dated as of December 1, 2019, as amended, and other related documents contemplated thereby (collectively, the “**LPA Amendment**”);

WHEREAS, the Partnership desires to effectuate an amendment of the Taxable Multifamily Housing Revenue Notes (Bridge at Canyon View Apartments), Series 2019, the Austin Affordable PFC, Inc. Multifamily Housing Revenue Bonds (Bridge at Canyon View Apartments), Series 2019, and the Austin Affordable PFC, Inc. Subordinate Multifamily Housing Revenue Bonds (Bridge at Canyon View Apartments), Series 2023 (collectively, the “**Bond Amendments**”);

WHEREAS, in connection with the Bond Amendments, the Partnership will enter into that certain Omnibus Amendment to Note Documents, those certain Omnibus Amendments to Bond Documents, and that certain Pledgors’ and Guarantors’ Affirmation, and may be evidenced by additional documents and instruments necessary to carry out the amendments to the financing of the Project, including but not limited to, certificates, affidavits, directions, amendments, indemnifications, notices, requests, demands, waivers, agreements and any other assurances, instruments, or other communications executed in the name of and on behalf of the Partnership as may be deemed to be necessary or advisable in order to carry into effect or to

comply with the requirements of the instruments approved or authorized by these resolutions in connection with the Bond Amendments (collectively, the “**Bond Amendment Documents**”); and

WHEREAS, in connection with the transactions contemplated herein, the Partnership, General Partner and AAHC are required to enter into various documents which will evidence the same, including, but not limited to the Ground Lease, LPA Amendment, Bond Amendment Documents, and other security agreements, fixture filing statements, indemnity agreements, guaranties, development agreements, certificates, directions, approvals, waivers, notices, instruments and other communications as may be required by the parties (all of such documents collectively, the “**Financing Documents**”);

NOW, BE IT RESOLVED, that all of the documents, instruments, or other writing executed by AAHC (both individually and in a representative capacity as identified in these resolutions), in consummation of the transactions herein described (both individually and in a representative capacity as identified in these resolutions), including, but not limited to, (i) the Financing Documents and (ii) any and all such additional documents executed to consummate the transactions contemplated herein (collectively, the “**Transaction Documents**”) shall be in form and substance approved by the Executing Officer (as such term is hereinafter defined), both individually and in a representative capacity as identified in these resolutions, his/her approval of each such instrument to be conclusively evidenced by his/her execution thereof; and it is further,

RESOLVED, that AAHC (both individually and in a representative capacity as identified in these resolutions), review, execute and approve all other documents necessary to effectuate the foregoing transactions, all on such terms and containing such provisions as the Executing Officer shall deem appropriate, and the approval of the terms of each such instrument herein described by the Executing Officer shall be conclusively evidenced by his/her execution and delivery thereof; and it is further

RESOLVED that the authorization of AAHC, General Partner and/or Partnership to enter into the Transaction Documents and that execution and delivery in the name and on behalf of AAHC and/or General Partner and/or the Partnership, by any of the officers of AAHC of the Transaction Documents, in the form as so executed and delivered is hereby approved, ratified and confirmed; and it is further

RESOLVED, that any officer of AAHC (each an “**Executing Officer**”), acting alone without the joinder of any other officer, is hereby authorized and directed for and on behalf, and as the act and deed of AAHC and/or General Partner and/or the Partnership, to execute and deliver all other documents and other writings of every nature whatsoever in connection with the development of the Project, including but not limited to, the Transaction Documents, as the Executing Officer deems necessary in order to carry into effect the intent and purposes of these resolutions, and any other instruments approved by the Executing Officer (acting in a representative capacity as identified in these resolutions, acting individually and on behalf of

the General Partner), executing same, his/her approval of each such instrument to be conclusively evidenced by his/her execution thereof, and to take such other action in the consummation of the transactions herein contemplated as the Executing Officer acting shall deem to be necessary or advisable, without the necessity of attestation by the secretary or other officer or director, and any and all acts heretofore taken by the Executing Officer to such end are hereby expressly ratified and confirmed as the acts and deeds of AAHC and/or General Partner and/or Partnership, effective as of the date such action was taken; and it is further

RESOLVED, that action by any of the officers of AAHC, and any person or persons designated and authorized so to act by any such officer, to do and perform, or cause to be done and performed, in the name and on behalf of AAHC and/or General Partner and/or the Partnership, or the execution and delivery, or causing to be executed and delivered, such other security agreements, financing statements, notices, requests, demands, directions, consents, approvals, waivers, acceptances, appointments, applications, certificates, agreements, supplements, amendments, further assurances or other instruments or communications, in the name and on behalf of AAHC or otherwise, as they, or any of them, may deem to be necessary or advisable in order to carry into effect the intent of the foregoing resolutions or to comply with the requirements of the instruments approved or authorized by the foregoing resolutions is hereby approved, ratified and confirmed; and it is further

RESOLVED, that the Board of Directors finds the actions authorized by these resolutions may reasonably be expected to directly or indirectly benefit AAHC; and it is further

RESOLVED, that the Partnership be promptly notified in writing by the Secretary or any other officer of AAHC or any change in these resolutions, and until it has actually received such notice in writing, the Partnership is authorized to act in pursuance of these resolutions.

PASSED, APPROVED AND ADOPTED this 18th day of December, 2024.

EDWINA CARRINGTON, CHAIRPERSON

ATTEST:

SECRETARY

Income and Rent Limits

Effective Dates: The 2024 Housing Tax Credit limits are effective 04/01/2024. The 2024 NSP income limits are effective 05/01/2024. The Community Planning Division (CPD) of HUD released the 2024 HOME Program income limits effective 06/01/2024 and rent limits that are effective for all new leases and lease renewals after 06/01/2024. The 2024 National Housing Trust Fund income and rent limits are effective 06/01/2024

MTSP Median Income: 126000
 NNM Median Income: 77400
 Financing: 4% Housing Credits
 PIS Date: On or After 05/15/2024

Print Date: 09/19/2024
 County: TRAVIS
 Place:
 Award Date: On or After 05/15/2024

2024 Income Limits Number of People

AMFI%	1	2	3	4	5	6	7	8
20	17640	20160	22680	25200	27220	29240	31260	33280
30	26460	30240	34020	37800	40830	43860	46890	49920
40	35280	40320	45360	50400	54440	58480	62520	66560
50	44100	50400	56700	63000	68050	73100	78150	83200
60	52920	60480	68040	75600	81660	87720	93780	99840
70	61740	70560	79380	88200	95270	102340	109410	116480
80	70560	80640	90720	100800	108880	116960	125040	133120

2024 Rent Limits Number of bedrooms

AMFI%	0	1	2	3	4	5
20	441	472	567	655	731	806
30	661	708	850	982	1096	1210
40	882	945	1134	1310	1462	1613
50	1102	1181	1417	1638	1827	2016
60	1323	1417	1701	1965	2193	2420
70	1543	1653	1984	2293	2558	2823
80	1764	1890	2268	2621	2924	3227

