

**AUSTIN AFFORDABLE CONTRACTORS
PFC, INC.**

**BOARD OF DIRECTORS
Annual Meeting**

**Thursday, April 3, 2025
8:00 AM**

HACA Central Office, 1124 S. Interstate Highway 35
Join Zoom Meeting <https://bit.ly/4kyDaNm> Meeting ID: 889 9118 6444
Passcode: 800710
Austin, TX

**PUBLIC NOTICE OF A MEETING
TAKE NOTICE OF A BOARD OF DIRECTORS
ANNUAL BOARD MEETING
OF THE AUSTIN AFFORDABLE CONTRACTORS PFC, INC.**

**TO BE HELD AT
HACA Central Office, 1124 S. Interstate Highway 35
Join Zoom Meeting <https://bit.ly/4kyDaNm> Meeting ID: 889 9118 6444 Passcode: 800710
Austin, TX
(512.477.4488
Thursday, April 3, 2025
8:00 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
2. Presentation, Discussion, and Possible Action regarding Resolution No. 00003: Election of new Officers for the Austin Affordable Contractors 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 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 CONTRACTORS PFC, INC.

BOARD ACTION REQUEST

ITEM NO. 1.

MEETING DATE: April 3, 2025

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 AACPFC Minutes Summary**

**AUSTIN AFFORDABLE CONTRACTORS PFC, INC.
BOARD OF DIRECTORS
REGULAR BOARD MEETING**

OCTOBER 17, 2024

SUMMARY OF MINUTES

THE AUSTIN AFFORDABLE CONTRACTORS PFC, INC. (AACPFC) BOARD OF DIRECTORS REGULAR MEETING NOTICE WAS POSTED FOR 12:00 PM ON THURSDAY, OCTOBER 17, 2024, AND WAS HELD AT THE HACA HEADQUARTERS, 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 Contractors PFC, Inc., of October 17, 2024, was called to order by Carl S. Richie, Jr., at 12:11 pm. The meeting was held at HACA Headquarters, 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
Carl S. Richie, Jr., Director
Dr. Tyra Duncan-Hall, Director

MEMBER(S) ABSENT:

Edwina Carrington, Chairperson

ALSO IN ATTENDANCE:

Bill Walter, Coats Rose
Sarah Scott, Coats Rose
Lauren Aldredge, Cokinios 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

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 Board Meeting held on March 21, 2024

2nd Vice-Chair Apostolou moved to Approve the Board Minutes Summary for the Board Meeting held on March 21, 2024. **Director Duncan-Hall** seconded the motion. The motion Passed (4-Ayes and 0-Nays).

ACTION ITEMS

ITEM 2: Presentation, Discussion, and Possible Action regarding Resolution No. 00002 by the Board of Directors of Austin Affordable Contractors Public Facility Corporation (“AACPFC”) appointing and/or ratifying officers

The Board is being asked to approve Suzanne Schwertner as an officer of Austin Affordable Contractors Public Facility Corporation with signing authorization.

Director Duncan-Hall moved to Approve Resolution No. 00002 by the Board of Directors of Austin Affordable Contractors Public Facility Corporation (“AACPFC”) appointing and/or ratifying officers. **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.

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

The meeting adjourned at 2:07 pm.

Michael G. Gerber, Secretary

Chairperson

AUSTIN AFFORDABLE CONTRACTORS PFC, INC.

BOARD ACTION REQUEST

RESOLUTION NO. 00003

ITEM NO. 2.

MEETING DATE: April 3, 2025

STAFF CONTACT: Michael Gerber, President & CEO

ITEM TITLE: Presentation, Discussion, and Possible Action regarding Resolution No. 00003:
Election of new Officers for the Austin Affordable Contractors PFC

BUDGETED ITEM: N/A

TOTAL COST: N/A

ACTION

Motion to approve Resolution No. 00003 approving new 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, 2025, it is necessary for the Board to elect new officers for the Austin Affordable PFC Board of Directors.

ATTACHMENTS:

- ▣ **2025 AACPFC Slate of Officers for Directors**
- ▣ **AACPFC Bylaws-Directors**

RESOLUTION NO. 00003

**ELECTION OF THE OFFICERS OF THE AUSTIN AFFORDABLE
CONTRACTORS PFC BOARD OF DIRECTORS**

WHEREAS, the Austin Affordable Contractors PFC has established bylaws for its operations;

WHEREAS, Article 9 Board of Directors, states that the affairs of the Corporation shall be managed by a board of directors, which shall be composed of the Commissioners of the Authority. The board of directors shall automatically change each time the Commissioners of the Authority change. Any director shall cease to be a director at the time he or she ceases to be a Commissioner of the Authority. A majority of the entire membership of the board of directors, including any vacancies, is a quorum.

NOW, THEREFORE, BE IT RESOLVED that the Board of Directors for the Austin Affordable Contractors PFC approves new 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 3rd day of April 2025.

Michael G. Gerber, Secretary

Chairperson

Austin Affordable Contractors PFC
Board of Directors

Election of Officers
April 3, 2025

Current Officers

Chairperson: Edwina Carrington

Vice-Chairperson: Charles Bailey

2nd Vice-Chairperson: Mary Apostolou

Chairperson: _____
Nominated by: _____
Seconded by: _____

Vice-Chair: _____
Nominated by: _____
Seconded by: _____

2nd Vice-Chair: _____
Nominated by: _____
Seconded by: _____

APPROVED:

Chairperson: _____

Vice-Chairperson: _____

2nd Vice-Chairperson: _____

ARTICLE SIX
MEMBERS

The Corporation has no members and is a non-stock corporation.

ARTICLE SEVEN
AMENDMENTS

This Certificate of Formation may be amended at any time as provided in the Act, to make any changes and add any provisions that might have been included in the Certificate of Formation in the first instance. Any amendment may be accomplished in either of the following manners:

(a) The members of the board of directors of the Corporation shall file with the Authority a written application requesting approval of the amendments to the Certificate of Formation, specifying in such application the amendments proposed to be made. The Authority shall consider such application and, if it shall, by appropriate resolution, duly find and determine that it is advisable that the proposed amendments be made, it shall approve the form of the proposed amendments. The board of directors of the Corporation may then amend the Certificate of Formation by adopting such amendment at a meeting of the board of directors. The Corporation's president or vice president and the secretary of the Authority shall execute the amendment on behalf of the Corporation. The amendment and a certified copy of the resolution of the Authority shall be delivered to the Secretary of State as required by the Act; or

(b) The Authority may, at its sole discretion, and at any time, amend this Certificate of Formation and alter or change the structure, name, organization, programs or activities of the Corporation, or terminate or dissolve the Corporation (subject to the provisions of the Act) by resolution as otherwise provided in the Act.

ARTICLE EIGHT
ADDRESS

The street address of the initial registered office of the Corporation is 1124 South IH 35, Austin, Texas 78704, and the name of its initial registered agent at that address is Michael Gerber.

ARTICLE NINE
BOARD OF DIRECTORS

(a) The affairs of the Corporation shall be managed by a board of directors, which shall be composed of the Commissioners of the Authority. The board of directors shall automatically change each time the Commissioners of the Authority change. Any director shall cease to be a director at the time he or she ceases to be a Commissioner of the Authority. A majority of the entire membership of the board of directors, including any vacancies, is a quorum.