

SAN ANTONIO HOUSING TRUST
2022 OFFICIAL MEETING MINUTES

DATE: Tuesday, February 15, 2022

TIME AND PLACE: The San Antonio Housing Trust met in session at 4:00 p.m., via Zoom and in person at 100 Military Plaza, San Antonio, Texas 78205.

PRESENT: Antoinette Brumfield, Councilwoman Teri Castillo, Eric Cooper, Councilman John Courage, Jordan Ghawi, Rachell Hathaway, Councilman Jalen McKee-Rodriguez, Marinella Murillo, Jane Pacione, Councilwoman Adriana Rocha Garcia, Councilwoman Phyllis Viagran, and Mark Carmona

ABSENT: None

STAFF/VISITORS PRESENT:

Pedro Alanis- Executive Director San Antonio Housing Trust Public Facility Corporation; Nicole Collazo- Director of Operations San Antonio Housing Trust Public Facility Corporation; Lauren Bejaran-Sr. Administrative Assistant San Antonio Housing Trust Public Facility; Edward Muniga- D4; Ileana Sandoval- D9; Maria Lina- SEFLA Interpreter, Summer Greathouse- Attorney Bracewell, Jim Plummer-Bond Counsel Bracewell, Clarissa M. Rodriguez- Attorney DNRBZ;

1. CALL TO ORDER AND ROLL CALL: The meeting was called to order by Councilwoman Dr. Adriana Rocha Garcia and the roll was called by Nicole Collazo.

2. APPROVAL OF BOARD MEETING MINUTES FOR MAY 27, 2021.

Councilwoman Viagran motioned, and Councilman Courage seconded for approval of the minutes with the correction from May 27, 2021.

AYES: 12

NAYS:

ABSTAINED:

THE MOTION PASSED.

3. CITIZENS TO BE HEARD-INTERESTED SPEAKERS WILL HAVE 3 MINUTES EACH TO ADDRESS THE BOARD ON AGENDA ITEMS OR HOUSING POLICY RELATED MATTERS; A TOTAL OF 15 MINUTES WILL BE PROVIDED.

Kayla Miranda, resident of Alazan-Apache Courts statement:

“My name is Kayla Miranda, and I am public housing tenant at the Alazan-Apache Courts, and I am a housing justice organizer on the Westside. I have served on the ‘Strategic Housing Implementation Plan,’ I helped work on that, and I was also on the ‘Housing Bond Committee.’ And I am on the ‘BSB’ Board currently. I want to say, a lot of us working on the SHIP and the Housing Bond, strongly advocated for the city to address severe housing shortages, affordable housing shortages, that many people in San Antonio are facing. If you have not already done so, I recommend for new members of this board to read the SHIP report and have a statement that demonstrates the great need that we have for those living at 30 percent AMI and below; the area of median income for San Antonio which equates to about 20,000 dollars a year. The San Antonio Housing Authority recently reported that their waitlist for public housing, increased over the pandemic, and now stands at 56,000 people. And it is likely that these individuals and families will wait anywhere between 2 and 10 years to attain housing at SAHA.

As a public housing resident, myself, I am keenly aware of the need, it cannot be overlooked. It’s a big elephant in our city that many choose to ignore. The board will be reviewing protocols from developers to receive tax breaks to build affordable housing. Many of the decisions this board has made in the past, has awarded 100 percent tax breaks to developers that would provide very few, deeply

affordable units in their development. It is our hope and expectation, that members of this new board will work collaboratively to advocate and negotiate for housing that meets the critical need of our city. Many of us in the housing community understand that we cannot build housing without collaborating with developers, and we realize that most of them are in the business of making profit, but the question is, 'How much profit will they need? Can they afford to give a little bit more in the form of deeply affordable units, in exchange for 100 percent in property tax breaks we award them for decades?' This board will be making critical decisions to provide housing in our city, a fundamental basic human need. When we don't provide housing that is affordable, then we will not be able to achieve the economic prosperity, that everyone deserves. If we continue to push- We will continue to push and monitor this board and hope that you will align your decision with what the data tells us. Thank you for serving, and again as a public housing tenant, I'll tell you that housing stability is one of the most important things for low-income individuals and for our kids. And we learned that a lot of the public housing tenants are children. Thank you."

Councilwoman Adriana Rocha Garcia thanked Kayla Miranda for her statement and stated to the board that citizen Peggy Pena would give her statement. Councilman Jalen McKee-Rodriguez walked into the board meeting at 4:08PM.

Peggy Peña, resident of District 3, statement:

"My name is Peggy Peña, and I am a resident of District 3. Thank you for serving on this important board and I welcome the new representatives of The San Antonio Housing Trust. They're several of us in the community that have been monitoring the Housing Trust. Many of us have been very displeased with some of the decisions the board has made in the past, regarding specific tax breaks for developers that do not provide enough affordable units for the people of San Antonio. Back in 2020, the UT Austin Law School, wrote a report on Public Facility Corporation tax breaks for developers. These were tax breaks, like the ones offered by San Antonio Housing Trust. I encourage you to look up that report because it highlights that San Antonio ranked highest among other major cities for the number of tax breaks and awards for housing developments that provide very little affordability."

When this board makes decisions, about 100 percent property tax breaks, we lose out on millions of valuable tax dollars our city needs for decades. When we hand out tax breaks, we resort to other methods, like the billion-dollar city bond that we will vote on in May, to pay for improvements in our city because we don't have enough money to go around. This is the bond that the citizens of San Antonio paid for. I am sure many of you know about the critical need we have in our city for housing, that is affordable for the working poor and other vulnerable populations. These are the people who will face the biggest housing insecurity; many of you know them personally. The work of this board is very important, and we hope you will strive to critically analyze the proposals that come to you. Again, to study this issue closely, look up UT Austin's Law School report on tax breaks for developers, it is quite revealing. The public expects you to advocate for affordability standards that can justify the large property tax breaks that are awarded in these deals. Please, keep the people of San Antonio in the center of every decision that you make. Again, thank you for your time."

Councilwoman Adriana Rocha Garcia thanked Peggy Peña for her statement and stated to the board that citizen Steven Poppoon would give his statement.

Steven Poppoon statement:

"Hi. My name is Steve Poppoon, and I am a tax credit developer. I had the opportunity to speak at the retreat last weekend, and I would like to give you some additional information. Properties and Our residents, as I said previously, Hogan Properties Company and my company have built or are building fourteen tax credit properties totaling almost four thousand units in the San Antonio area. Each one of our properties, and communities, is a \$65,000,000 investment in the economy. We have built three communities for the San Antonio Housing Trust - Woodlawn Ranch, Masters Ranch, and Freedom Hills; totaling 756 units, all have been outstanding successes. Masters Ranch, for example, has the entire first floor, 84 units, as handicap accessible. To my knowledge, this is for all other properties that have a -unintelligible-."

Our typical deal structure is to find a site, put it under contract, do preliminary due diligence, and then bring it to San Antonio Housing Trust, or another government entity. After approval, we put

up all the pursuit costs, which are several hundred thousand dollars, apply to Texas Department of Housing and Community Affairs, "TDHCA", for the bonds, design the project, obtain all government permits and approvals, arrange the financing structure, provide all the guarantees, build the property, fill it up, and hand the owner the keys to the Housing Trust. We take no ownership interest or partnership position, we do not participate in the cash flow, and we share the development fee with the owner. Living in a tax credit community saves the typical family about \$6,000 a year, which is the equivalent of a \$3/hour raise, tax free. These are gated communities, and the residents enjoy extensive amenities and resident services ideal for families, seniors, and the disabled. Our community has fulfilled 100 percent, at 60 percent of AMI, so they are 100 percent affordable. At 60 percent units, is a 30 percent unit. We have 100 percent, 60 percent units, that affords, grants flexibility, but you own the property. You can set the rent, anywhere you want it, as long as it meets your labor requirements. This is really important because I am sharing more and more about public housing and things like that. As far as I know, public housing is what you do. Public housing is government owned housing and then there is a HUD program that subsidizes that, but for all intents and purposes, the way we structure our deals, that is public housing.

Another thing I want to mention is, I have run into lately is, the requirements that we have on us, which is on you, to do a tax credit property, requires all sorts of things. Requires resolution with no objection, subsidy requirement, neighborhood engagement, etcetera. It's important to know, that our properties are the same as market rate properties. We build them the same standards; we build them through San Antonio **unintelligible**, so all the properties are the same as market rate. The only difference is, how much income do people make?, who lives there?; all of these things require time, money, effort, and the possibility that they are going to be opposed. It brings about, fair housing issues, quite honestly, and when you start talking about people, when you start talking about their income, when you're talking about the ability to exclude them from the community, now you're getting into fair housing. I always thought if somebody was a good person who paid their bills, they could live anywhere, but if you put all the requirements on the property that sells, you are putting all these requirements on the people, and that's inequitable. You're almost stigmatizing the property themselves and the people by making them different. By making them comply with these administrative requirements. Anyway, we're happy to be your partner; happy to build for you, and attending the retreat, I want to say I think you are on the right track. I was really impressed with all the things you had to say. I think you are going to move forward in a great direction. Thanks."

4. DISCUSSION AND POSSIBLE ACTION FOR ELECTION OF OFFICERS.

Pete briefed to the board that all the board members currently sitting on the board can all vote for President, Vice President, and Secretary for the San Antonio Housing Trust Board. Jordan Ghawi asked Pete if only Councilmembers are allowed to vote for the appointment of officers for the San Antonio Housing Trust Board. Pete replied that all the members on the board, including Councilmembers and Community Board members are allowed to vote for officer positions. Pete opened the floor up for discussion of nominations for the stated open officer positions.

Pete recommended to the board for the elected officials to serve 1 fiscal year terms, and the officers elected on February 15, 2022, meeting serve out the remainder of the current fiscal year. Councilman Courage recommended the first term be extended until fiscal year 2022-2023, an 18-month term, and then officers elected in FY 2022-2023 will serve the 1 fiscal year term.

Councilman Jalen McKee-Rodriguez nominated Councilwoman Phyllis Viagran for Vice President, and Councilman John Courage nominated Jane Paccione for Vice President for the SAHT Board. The board took a vote on the subject matter and Jane Paccione was elected to serve as Vice President.

Councilwoman Viagran and Councilman Jalen McKee-Rodriguez nominated Jordan Ghawi for the position of Secretary.

MINUTES COMMISSION ACTION:

The board voted to appoint Adriana Rocha Garcia for President, Jane Paccione for Vice President, and Jordan Ghawi for Secretary for the San Antonio Housing Trust.

AYES: 12

NAYS:

ABSTAINED:

THE MOTION PASSED.**5. DISCUSSION AND POSSIBLE ACTION TO APPOINT BOARD MEMBERS TO SAN ANTONIO HOUSING TRUST FOUNDATION BOARD.**

Pete recommended to the board to appoint Jalen McKee-Rodriguez, Phyllis Viagran, Dr. Adriana Rocha Garcia, Teri Castillo, John Courage, Antoinette Brumfield, Eric Cooper, Jane Paccione, Marinella Murillo, Rachell Hathaway, Jordan Ghawi, and Mark Carmona to the Housing Trust Foundation Board.

MINUTES COMMISSION ACTION:

Jordan Ghawi motioned, and Councilman Jordan McKee-Rodriguez seconded to appoint Jalen McKee-Rodriguez, Phyllis Viagran, Dr. Adriana Rocha Garcia, Teri Castillo, John Courage, Antoinette Brumfield, Eric Cooper, Jane Paccione, Marinella Murillo, Rachell Hathaway, Jordan Ghawi, and Mark Carmona to the Housing Trust Foundation Board.

AYES: 12

NAYS:

ABSTAINED:

THE MOTION PASSED.

6. DISCUSSION AND POSSIBLE ACTION FOR APPOINT COMMITTEE ASSIGNMENTS.

Councilwoman Rocha Garcia briefed to the board about Jane Paccione and Councilman McKee-Rodriguez interest serving on the Governance and Policy Committee. Pete stated that Councilwoman Teri Castillo is also interested in serving on the Governance and Policy Committee. Councilman Courage, Marinella Murillo, and Jordan Ghawi expressed their interest to be assigned to the Finance and Audit Committee. Councilwoman Viagran stated she is interested to being assigned to the Finance and Audit Committee as well.

Councilman John Courage recommended to the board that five board members be assigned to each committee, in the event of board members being absent during the committee meetings. Pete agreed with Councilman Courage and stated more than five board members to each committee could cause quorum quandary. One Councilmember and one community board member must be assigned to each committee, however, Pete suggested to the board that it would be beneficial to have two Councilmembers and three community board members on each committee instead. Pete stated that there would be more opportunities to join new committees in the future.

Councilwoman Rocha Garcia read Pete's committee recommendations out to the board. For the Governance and Policy committee, Pete recommended, Eric Cooper, Mark Carmona, Jane Paccione, Councilman McKee Rodriguez, Councilwoman Teri Castillo, and Councilwoman Phyllis Viagran.

Councilwoman Viagran asked Pete if the board members could go back and vote to change the committee assignments from five to three to four members per committee if the board members decide to no longer serve on certain committees. Councilwoman Viagran also stated that the Ad hoc committee would still need board members assigned to it and is not sure how board members would manage being on several committees at a time. Pete responded by saying the board president would be the one appointing board members to the committees and has the authority to remove board members from the committees. The recommendation for the Ad Hoc committee would include board members, members of the disability community in San Antonio, and nonprofit builders to create sustainable and universal design guidelines and standards for new multi family developments.

Councilwoman Teri Castillo stated she is withdrawing her interest of being assigned to the Governance and Policy committee and is now interested in being on the Ad Hoc Committee. Jane Paccione also stated she wants to be on the Ad Hoc Committee instead of the Governance and Policy Committee.

President Adriana Rocha Garcia declared Eric Cooper, Mark Carmona, Councilman McKee-Rodriguez, and Councilwoman Viagran, to the Governance and Policy Committee. Toni Brumfield, Jordan Ghawi, Marinella Murillo, Councilman Courage, and Councilwoman Viagran were declared to the Finance and Audit Committee. Jane Paccione, Councilwoman Teri Castillo, and Rachell Hathaway were declared to the Universal Design Committee. No motion needed.

7. DISCUSSION AND POSSIBLE ACTION FOR APPOINTMENT AND ENGAGEMENT OF A GENERAL COUNSEL

Pete briefed to the board about the need for General Counsel and legal services for the San Antonio Housing Trust. The Trust began their search for General Counsel last summer of 2021 and anticipated having the board realignment around August 2021. Pete stated the proposal evaluations were postponed until the board realignment was completed. The evaluation team consists of: Frank Garza, a partner of Davidson Troilo Ream & Garza, Janeene Williams, current City Attorney, Leslie Hyman, Litigation and Business Attorney for Pulman, Cappuccio, & Pullen, LLP, Timothy Alcott, Chief Real Estate & Asset Management Officer for the San Antonio Housing Authority, and Pete and Nicole from the San Antonio Housing Trust.

The Trust received 6 proposals in total and were evaluated by the evaluation team throughout several meetings. The evaluation team recommended to select Clarissa Rodriguez from Denton Navarro Rocha Bernal & Zech to serve as General Counsel for the San Antonio Housing Trust, San Antonio Housing Trust Foundation, San Antonio Housing Trust Public Facility Corporation, and the San Antonio Housing Trust Finance Corporation.

Clarissa Rodriguez introduced herself to the board and stated she is a partner at Denton Navarro Rocha Bernal & Zech. The firm's sole purpose is to focus on governmental law and working with Governmental entities. Denton's founding partner was a former city attorney under Former Mayor Henry Cisneros. The firm has worked with other Public Facility Corporations and Housing Authorities in the past. Pete recommended to the board to appoint Clarissa Rodriguez, a partner of Denton Navarro Rocha Bernal & Zech, for General Counsel.

MINUTES COMMISSION ACTION:

Jordan Ghawi motioned and seconded by Councilwoman Viagran to approve the Evaluation Committee's recommendation to appoint Clarissa Rodriguez from Denton Navarro Rocha Bernal & Zech for General Counsel.

AYES: 12

NAYS:

ABSTAINED:

THE MOTION PASSED.

8. DISCUSSION AND POSSIBLE ACTION TO ADOPT A "CONFLICT-OF-INTEREST" POLICY

Pete briefed to the board about the bylaws that require all four entities within the San Antonio Housing Trust, INC. adopt a Conflict-of-Interest Policy. The Policy's purpose is to protect the organizations tax-exemption interest when contemplating an action that might benefit and officer or director. The policy defines: interested person, financial interest, duty to disclose, determination if conflict exists, procedures for addressing the conflict, and violations of conflicts of interested party. Pete recommended to the board to adopt the Conflict-of-Interest Policy for the San Antonio Housing Trust.

MINUTES COMMISSION ACTION:

Eric Cooper motioned and seconded by Marinella Murillo to approve the adoption of the Conflict-of-Interest Policy for the San Antonio Housing Trust.

AYES: 12
NAYS:
ABSTAINED:
THE MOTION PASSED.

9. ADJOURNMENT

Councilwoman Rocha Garcia adjourned the meeting. There being no further business, the meeting adjourned at 4:58 p.m.

