



Recommendation for Action

File #: 23-1716, **Agenda Item #:** 6.

4/20/2023

Posting Language

Approve a resolution amending and restating Resolution No. 20221208-AHFC004 to delete 6000 North Lamar Blvd., Austin, Texas 78752, and 4200 and 4208 Avenue A, Austin, Texas 78751 from the properties to be owned by the limited partnership and to change the name of AHFC Central Fiesta Non-Profit Corporation to AHFC Central Housing Non-Profit Corporation; authorizing the formation of AHFC Central Housing Non-Profit Corporation, a Texas nonprofit corporation and instrumentality of the Austin Housing Finance Corporation; approving the forms of its certificate of formation and by-laws; appointing its Board of Directors and President; and authorizing AHFC Central Non-Profit Corporation to act as general partner or controlling member of the general partner of the limited partnership that will own properties located at or near 6008 and 6010 North Lamar Blvd., Austin, Texas 78752.

Lead Department

Austin Housing Finance Corporation.

Fiscal Note

This item has no fiscal impact.

For More Information:

Rosie Truelove, Treasurer, Austin Housing Finance Corporation, 512-974-3064; Mandy DeMayo, Deputy Director, Housing and Planning Department, 512-974-1091.

Council Committee, Boards and Commission Action:

December 8, 2022 - Austin Housing Finance Corporation (AHFC) authorized negotiation and execution of all documents and instruments necessary or desirable for Austin Housing Finance Corporation, or its affiliates, to acquire solely, or in joint partnership, fee simple or leasehold interests in multifamily apartments, and one office building, located at or near 1100 E. 32nd Street, Austin, Texas, 78722; 4000 Avenue A, Austin, Texas, 78751; 4415 Avenue B, Austin, Texas, 78751; 1037 E. 44th Street, Austin, Texas, 78751; 4100 Avenue A, Austin, Texas, 78751; 609 E. 45th Street, Austin, Texas, 78751; 4209 Speedway, Austin, Texas, 78751; 6000, 6008, and 6010 North Lamar Blvd., Austin, Texas, 78752; and 4200 and 4208 Avenue A, Austin, Texas, 78751 for affordable housing purposes, in an amount not to exceed \$19,000,000, plus closing costs not to exceed \$400,000. District(s) Affected: District 7, District 9.

December 8, 2022 - AHFC approved a resolution authorizing the formation of AHFC Central Fiesta Non-Profit Corporation, a Texas nonprofit corporation and instrumentality of the Austin Housing Finance Corporation; approving the forms of its certificate of formation and by-laws; appointing its Board of Directors and President; and authorizing AHFC Central Fiesta Non-Profit Corporation to act as general partner or controlling member of the general partner of the limited partnership that will own properties located at or near 6000, 6008, and 6010 North Lamar Blvd., Austin, Texas, 78752; and 4200 and 4208 Avenue A, Austin, Texas, 78751. District(s) Affected: District 7, District 9. The Certificate of Formation approved by AHFC on December 8, 2022, has not been filed with the Texas Secretary of State.

Additional Backup Information:

This item requests AHFC to amend and restate Resolution No. 20221208-AHFC004 to delete 6000 North Lamar Blvd., Austin, Texas 78752, and 4200 and 4208 Avenue A, Austin, Texas 78751 from the list of properties, and to rename the AHFC Central Fiesta Non-Profit Corporation as the AHFC Central Housing Non-Profit Corporation.

(The property located at 6000 North Lamar Blvd., Austin, Texas 78752 will be acquired by a separate nonprofit corporation created by AHFC. 4208 Avenue A, Austin, Texas 78751 will be owned by a limited partnership of which AHFC Hyde Park Non-Profit Corporation will act as the general partner or controlling member of the general partner.)

The amended and restated resolution authorizes the renaming of AHFC Central Fiesta Non-Profit Corporation and formation of such entity as the AHFC Central Housing Non-Profit Corporation (Non-Profit Corporation) and approves the forms of its certificate of formation and by-laws; appoints the Board of Directors and President of the Non-Profit Corporation; and authorizes the Non-Profit Corporation to serve as general partner or the controlling member of the general partner of the limited partnership (the "Owner") which will own multifamily developments (Development) located at or near 6008 and 6010 North Lamar Blvd., Austin, Texas, 78752.

The land upon which the Development will be located will be conveyed to AHFC at the financing closing, and AHFC will ground lease the land to the Owner under the terms of a ground lease between AHFC and the Owner.

The proposed forms of the Certificate of Formation and the By-Laws for the Non-Profit Corporation are attached as Exhibits A and B to the amended and restated resolution. The Board of Directors of the Non-Profit Corporation will serve for terms stated in the By-Laws. The requested Director appointments are:

Director: Veronica Briseño
Director: Rosie Truelove
Director: Mandy DeMayo

The requested appointment for President of the Corporation is Veronica Briseño. The President serves for the term stated in the resolution and the Non-Profit Corporation's By-laws.

The remaining officers of the Non-Profit Corporation will be appointed by the Non-Profit Corporation's Board of Directors at its first organizational meeting or by unanimous consent.

AHFC is partnering with Affordable Central Texas and Austin Housing Conservancy (ACT) to acquire a portfolio of naturally occurring affordable housing multifamily properties in Council Districts 7 and 9. The total size of the portfolio is 270 units, with one site including commercial office space of approximately 10,593 square feet. The 270 units are spread across nine properties, with the majority of the properties being located in Hyde Park. AHFC and ACT are pursuing a financing structure that maximizes the number of deeply affordable units, while also allowing for a variety of income restrictions to minimize displacement and to create mixed-income communities. 50 percent of the rental units are expected to be between 50 percent and 60 percent area median family income (AMFI); the remaining 50 percent of the rental units are expected to be at 80 percent, 100 percent, and 120 percent AMFI, with no more than 10 percent being market rate.

This is a portfolio acquisition, meaning that AHFC and ACT made a lump-sum offer to the seller of all the properties. AHFC and ACT will each be contributing equity to the transaction, to be levered with debt sourced from private commercial lenders or seller financing. AHFC will be acquiring two of the properties entirely. AHFC will be paying an additional \$2,500,000 for the land located at 6000, 6008, and 6010 North Lamar Blvd., Austin, Texas, 78752, given that land's value relative to the entirety of the portfolio. The total lump-sum offer accepted by the seller is \$43,000,000.

The portfolio consists of five properties in Hyde Park that range between 10 units and 14 units. AHFC and ACT intend to convert at least four of these properties to for-sale condominiums. AHFC and ACT will rehab each property before selling the units as condominiums. The goal is to place 60 percent of the for-sale units in the City of Austin Community Land Trust (CLT) program. The remaining 40 percent will be sold at market rate prices to accommodate a range of households that wish to acquire attainable housing in Hyde Park.

Two properties will be acquired solely by AHFC but managed by ACT. Those two properties are located at 1100 E. 32nd Street, Austin, Texas, 78722 (located in Cherrywood with 24 units) and 4000 Avenue A, Austin, Texas, 78751 (located in Hyde Park with 32 units). AHFC may consider opportunities to sell these two assets to a mission-driven, affordable housing nonprofit.

The Non-Profit Corporation will be the general partner in the limited partnership that owns properties located at two sites-one at North Lamar near W Koenig Ln, and another at Avenue A near Guadalupe St and W 42nd St. The North Lamar property consists of 108 units and approximately 10,593 square feet of office space. The Avenue A property consists of 46 units. AHFC and ACT will devote capital proceeds to light rehabilitation at both properties.