



**ALAMO COMMUNITY COLLEGE DISTRICT MEETING OF THE BOARD OF TRUSTEES IN
CONJUNCTION WITH THE MEETING OF THE
ACCD PUBLIC FACILITY CORPORATION BOARD OF DIRECTORS**

**TUESDAY, JULY 27, 2021
8:30 PM**

**OR UPON THE LATER ADJOURNMENT OR RECESS OF THE
ALAMO COMMUNITY COLLEGE DISTRICT BOARD OF TRUSTEES MEETING**

**ALAMO COLLEGES DISTRICT
Multipurpose Conference Center/Board Room
2222 N. Alamo St.
San Antonio, TX 78215**

NOTICE IS HEREBY GIVEN THAT THE SPECIAL MEETING OF THE ACCD PUBLIC FACILITY CORPORATION BOARD OF DIRECTORS WILL BE HELD AT THE PHYSICAL LOCATION REFERENCED ABOVE ON TUESDAY, JULY 27, 2021. FEWER THAN A QUORUM OF DIRECTORS MAY ATTEND REMOTELY BY VIDEOCONFERENCE AS AUTHORIZED BY TEXAS GOVERNMENT CODE SECTION 551.127. THE SPECIAL MEETING OF THE ACCD PUBLIC FACILITY CORPORATION BOARD AT WHICH A QUORUM OF THE BOARD OF TRUSTEES MAY BE PRESENT WILL CONVENE IN OPEN SESSION AT 8:30 PM OR UPON THE LATER ADJOURNMENT OR RECESS OF THE ALAMO COMMUNITY COLLEGE DISTRICT BOARD OF TRUSTEES MEETING.

This ACCD Public Facility Corporation Board Meeting of the Board of Trustees, being held for the reasons listed below, is authorized in accordance with the Texas Government Code, §§ 551.001 - 551.146. Verification of Notice of Meeting and Agenda are on file in the Office of the Chancellor. Executive Session, if required, is authorized by Chapter 551 and will be conducted prior to the conclusion of the meeting. If it is decided during the course of the meeting that discussion of any item listed on the agenda should be held in Executive Session, the Board will convene in Executive Session in accordance with Tex. Govt. Code §§ 551.071 - 551.087. In order to vote on items discussed in Executive Session, the Board of Trustees must take action in the open portion of the meeting on items discussed in the Executive Session. The Board will consider, discuss, and take appropriate action regarding the following items:

AGENDA

- 1. **CALL TO ORDER**
- 2. **CERTIFICATION AND POSTING**
- 3. **ROLL CALL**
- 4. **CITIZENS TO BE HEARD**
- A. Registration: 5:00 pm - 5:55 pm
- 5. **APPROVAL OF MINUTES**
- A. Discussion and Possible Action on Approval of Minutes of the ACCD Public Facility Corporation Meeting on May 18, 2021

6. NEW BUSINESS

- A. Discussion and Possible Action to Reaffirm Approval of a Potential Sale by Subsidiary Tobin Lofts, LLC of the Tobin Lofts Project and Approval of Commitments by the Corporation to Accommodate Such a Sale 8

7. EXECUTIVE SESSION

- A. The Board may go into Executive Session to deliberate on any item referenced in this agenda for open session or executive session based on the following potential exceptions under the Act.
- B. Pursuant to §551.071, Texas Government Code, the Board may consult with its attorney(s) to seek their advice on any matter(s) in which the duty of the attorney(s) to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with this chapter.
- C. Pursuant to § 551.071, Texas Government Code, the Board may consult with its attorneys about pending and threatened litigations.
- D. Pursuant to § 551.071, Texas Government Code, the Board may consult with its attorneys about pending EEOC charges.
- E. Pursuant to §551.072, Texas Government Code, the Board may deliberate the purchase, exchange, lease or value of real property.
- F. Pursuant to §551.073, Texas Government Code, the Board may deliberate regarding a negotiated contract for a prospective gift or donation.
- G. Pursuant to §551.074, Texas Government Code, the Board may deliberate the appointment, employment, evaluation, reassignment, duties, performance of duties, discipline, or dismissal of a public officer or employee(s).
- H. Any action on these matters will be taken in Open Session

8. RECONVENE OPEN MEETING

- A. Discussion and Possible Action on Items Discussed in Executive Session.

9. ADJOURNMENT

POSTED AT THE
ALAMO COMMUNITY COLLEGE DISTRICT
2222 N. Alamo St.; San Antonio, TX 78215
POSTED AT 5:30 PM ON THIS 22ND of JULY 2021

“The following notices apply to this meeting.

Pursuant to Section 30.06, Penal Code (trespass by license holder with a concealed handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a concealed handgun.”

Pursuant to Section 30.07, Penal Code (trespass by license holder with an openly carried handgun), a person licensed under Subchapter H, Chapter 411, Government Code (handgun licensing law), may not enter this property with a handgun that is carried openly.”

Dr. Mike Flores
Chancellor

Discussion and Possible Action on Minutes of the ACCD Public Facility Corporation Meeting on May 18, 2021.

Presented and recommended for approval to the ALAMO COMMUNITY COLLEGE DISTRICT PUBLIC FACILITY CORPORATION on July 27, 2021.

MINUTE ORDER

“The minutes of the ACCD Public Facility Corporation Board Meeting held on May 18, 2021 are hereby approved.”

PURPOSE To officially approve the minutes of the ACCD Public Facility Corporation Board Meeting held on May 18, 2021

IMPLICATIONS

Financial: None

Strategic Objective: III.

Performance Excellence Human Resources: None

ATTACHMENT: Minutes of May 18, 2021

Dr. Mike Flores, Chancellor





Minutes
Alamo Community College District
Meeting Of The Board Of Trustees In Conjunction With The Meeting Of The ACCD
Public Facility Corporation Board Of Directors
VIA VIDEO AND TELECONFERENCE
May 18, 2021

1. CALL TO ORDER

Chair Dr. Gene Sprague called the meeting to order at 10:45 p.m.

As permitted by the Texas Governor's declaration on March 16, 2020, governmental bodies may conduct meetings by telephone or video conference to advance the public health goal of limiting face-to-face meetings. This Board Meeting is being conducted by telephone conference and video conference. This meeting is accessible to the public and allows the public to participate telephonically by two-way audio conference. Any member of the public may participate in the Board Meeting by calling telephone number printed on the agenda. Additionally, the Board members, Chancellor, participating staff and attorneys will participate by video conference to facilitate the roll call, quorum, and any executive session

2. CERTIFICATION AND POSTING OF NOTICE

The meeting agenda was posted in accordance with the Texas Open Meetings Act, Texas Government Code, Chapter 551.

3. ROLL CALL

The following directors were present:

District 6	Dr. Gene Sprague, Chair
District 7	Dr. Yvonne Katz, Vice Chair
District 8	Clint Kingsbery, Secretary

Presiding Administrator: Dr. Mike Flores, Chancellor

Chair Dr. Sprague announced that a quorum of board members was present.

4. PLEDGE OF ALLIGENCE

The pledge was recited.

5. CITIZENS TO BE HEARD

There were no citizens to be heard.

6. APPROVAL OF MINUTES

A. Discussion and Possible Action on Approval of Minutes of the ACCD Public Facility Corporation Meeting on March 23, 2021

On a motion by Trustee Dr. Katz, seconded by Trustee Kingsbery, and by unanimous vote of the Board the following minute order was approved:

“The minutes of the ACCD Public Facility Corporation Board Meeting held on March 23, 2021 are hereby approved”.

B. Discussion and Possible Action on Approval of Minutes of the ACCD Public Facility Corporation Meeting on September 15, 2020

On a motion by Trustee Dr. Katz, seconded by Trustee Kingsbery, and by unanimous vote of the Board the following minute order was approved:

“The minutes of the ACCD Public Facility Corporation Board Meeting held on September 15, 2020 are hereby approved.”

7. NEW BUSINESS

A. Discussion and Possible Action on Election of Officers of the Corporation and Tobin Lofts, LLC

On a motion by Trustee Dr. Katz, seconded by Trustee Kingsbery, and by unanimous vote of the Board hereby adopts the following resolution:

“WHEREAS, ACCD Public Facility Corporation, a nonprofit Texas public facility corporation organized under Chapter 303 of the Texas Government Code (“PFC”), the sponsor of which is the Alamo Community College District, a Texas junior college district and local governmental unit, is the sole member of Tobin Lofts, LLC, a Texas limited liability company (“LLC”), owner of the Tobin Lofts apartments in San Antonio, Texas; be it therefore RESOLVED, that the following persons are elected officers of PFC, to serve until their successors are elected and qualified: President: Sponsor Vice Chancellor for Finance and Administration, incumbent, Dr. Diane Snyder; Vice President and Treasurer, Sponsor Controller, incumbent Patrick Vrba; Secretary, Sponsor Deputy Secretary, incumbent Sandra Torres; General Counsel & Registered Agent, Sponsor General Counsel, incumbent Ross Laughead; RESOLVED FURTHER, that the following persons are elected officers of LLC, to serve until their successors are elected and qualified: President: Sponsor Chancellor, Dr. Mike Flores; Vice President, Sponsor Vice Chancellor for Finance and Administration, incumbent, Dr. Diane Snyder; Treasurer, Sponsor Controller, incumbent Patrick Vrba; Secretary, Sponsor Deputy Secretary, incumbent Sandra Torres; General Counsel & Registered Agent, Sponsor General Counsel, incumbent Ross Laughead.”

B. Discussion and Possible Action to Approve a Potential Sale by Subsidiary Tobin Lofts, LLC of the Tobin Lofts Project and Approval of Commitments by the Corporation to Accommodate Such a Sale

See 9.A.

8. EXECUTIVE SESSION **ENTERED EXECUTIVE SESSION 10:50 p.m.**

A. Pursuant to §551.071, Texas Government. Code, the Board may consult with its attorney(s) to seek their advice on any matter(s) in which the duty of the attorney(s) to the governmental body under the Texas Disciplinary Rules of Professional Conduct of the State Bar of Texas clearly conflicts with this chapter.

B. Pursuant to § 551.071, Texas Government Code, the Board may consult with its attorneys about pending and threatened litigations.

- C. Pursuant to § 551.071, Texas Government Code, the Board may consult with its attorneys about pending EEOC charges.
- D. Pursuant to §551.072, Texas Government Code, the Board may deliberate the purchase, exchange, lease or value of real property.
- E. Pursuant to §551.074, Texas Government Code, the Board may deliberate the appointment, employment, evaluation, reassignment, duties, performance of duties, discipline, or dismissal of a public officer or employee(s).
- F. Any action on these matters will be taken in Open Session.

9. RECONVENE OPEN MEETING RECONVENED EXECUTIVE SESSION at 11:00 p.m.

A. Discussion and Possible Action on Items Discussed in Executive Session

On a motion by Trustee Dr. Katz, seconded by Trustee Kingsbery, and by unanimous vote of the Board hereby adopts the following resolution:

WHEREAS, ACCD Public Facility Corporation, a nonprofit Texas public facility corporation organized under Chapter 303 of the Texas Local Government Code (“PFC”), the sponsor of which is the Alamo Community College District, a Texas junior college district and local governmental unit (“ACCD”), is the sole member of Tobin Lofts, LLC, a Texas limited liability company (“LLC”), owner of the Tobin Lofts mixed use project in San Antonio, Texas; and

WHEREAS, COVID-19 exacerbated occupancy problems resulting from the design of the student housing units within the Tobin Lofts project as presently configured; and

WHEREAS, NRP Group no longer wishes to partner on the project and fund operating deficits, maintenance and capital improvements, and recommends that LLC’s leasehold interest be sold to an entity willing to invest to reconfigure the dwelling units and continue to provide affordable housing which will be available to the District’s students and faculty; and

WHEREAS, the PFC finds there is a continuing need for housing at ACCD’s San Antonio College campus and that its continued participation in the Project assuring some level of affordability and cooperation is in the best interest of PFC, ACCD and ACCD students; and

WHEREAS, NRP has identified a buyer for the project which has executed a letter of intent; and

WHEREAS, the potential buyer is negotiating a purchase agreement seeking certain commitments of PFC as ground lessor as a condition of any purchase and agreeing to make required capital improvements, reconfigure the building to more conventional apartments and provide 50% of the units to tenants whose income is less than 80% of the area median income; and

WHEREAS, the potential buyer may make an offer requiring a response before the next scheduled meeting of the Board; and

“WHEREAS, the Board has determined that such a potential offer at an appropriate price and on appropriate terms would be in the best interest of PFC and LLC, and of sponsor ACCD, the Board of Trustees of which has consented to the potential sale and to ACCD’s agreement to provide parking to the project for an appropriate price and under appropriate terms for both the parking and the purchase; be it therefore

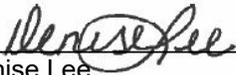
RESOLVED, that the Board of Directors of the Corporation, as sole Member of Tobin Lofts, LLC, hereby authorizes a potential sale by Tobin Lofts, LLC of the Tobin Lofts project, substantially on terms discussed in Executive Session, and in form approved by LLC counsel;

RESOLVED FURTHER, that the Board of Directors of the Corporation, hereby authorizes certain commitments by the Corporation in support of a potential sale by Tobin Lofts, LLC of its leasehold and other interests in the Tobin Lofts project, substantially on terms discussed in Executive Session, and in form approved by Corporation counsel.”

10. ADJOURNMENT

There being no further business, Chair Dr, Sprague adjourned the meeting at 11:02 p.m.

Submitted for Board Approval:



Denise Lee
Administrative Assistant- Special Projects

RESOLUTIONS

OF THE BOARD OF DIRECTORS OF ACCD PUBLIC FACILITY CORPORATION

AND OF SOLE MEMBER OF TOBIN LOFTS, LLC

July 27, 2021

POTENTIAL SALE OF TOBIN LOFTS PROJECT

WHEREAS, ACCD Public Facility Corporation, a nonprofit Texas public facility corporation organized under Chapter 303 of the Texas Local Government Code (“PFC”), the sponsor of which is the Alamo Community College District, a Texas junior college district and local governmental unit (“ACCD”), is the sole member of Tobin Lofts, LLC, a Texas limited liability company (“LLC”), owner of the Tobin Lofts mixed use project in San Antonio, Texas; and

WHEREAS, COVID-19 exacerbated occupancy problems resulting from the design of the student housing units within the Tobin Lofts project as presently configured; and

WHEREAS, NRP Group has advised that the cash flow deficits of the property are no longer sustainable, and recommends that LLC’s leasehold interest be sold to an entity willing to invest to reconfigure the dwelling units and continue to provide affordable housing which will be available to the District’s students and faculty; and

WHEREAS, the PFC finds there is a continuing need for housing at ACCD’s San Antonio College campus and that its continued participation in the Project assuring some level of affordability and cooperation is in the best interest of PFC, ACCD and ACCD students; and

WHEREAS, NRP Group has identified a buyer for the project which has executed a purchase agreement with LLC containing contingencies, including the negotiation of mutually satisfactory ground lease amendments and restrictive covenants, and of a long-term parking agreement with the College District itself; and

WHEREAS, the potential buyer is seeking certain commitments of PFC as ground lessor as a condition of any purchase and agreeing to make required capital improvements, reconfigure the building to more conventional apartments and provide 50% of the units to tenants whose income is less than 80% of the area median income; and

WHEREAS, the potential buyer has signed a purchase agreement with LLC containing contingencies, including the negotiation of mutually satisfactory ground lease amendments and restrictive covenants enforcing affordability standards, and of a long-term parking agreement with ACCD; and

WHEREAS, ACCD on May 18, 2021 consented to the commitments of LLC and PFC and approved an agreement to share SAC parking with the project on a long-term basis subject to certain approval parameters; and

WHEREAS, the Board has determined that the potential purchaser’s offer on appropriate terms would be in the best interest of PFC and LLC, and of sponsor ACCD; be it therefore

RESOLVED, that the Board of Directors of the Corporation, as sole Member of Tobin Lofts, LLC, hereby reaffirms its approval of the potential sale by Tobin Lofts, LLC of the Tobin Lofts project, substantially on terms discussed in Executive Session, and in form approved by LLC counsel;

RESOLVED FURTHER, that the Board of Directors of the Corporation, hereby authorizes certain commitments by the Corporation in support of a potential sale by Tobin Lofts, LLC of its leasehold and other interests in the Tobin Lofts project, substantially on terms discussed in Executive Session, and in form approved by Corporation counsel.