

**AGENDA**  
**The Board of Directors of the**  
**Boerne Public Facility Corporation**  
**Ronald C. Bowman City Council Chambers**  
**447 N Main**  
**Boerne, TX 78006**  
**NOVEMBER 12, 2024 – 6:00 PM**

1. CALL TO ORDER – 6:00 PM
2. CONFLICTS OF INTEREST
3. PUBLIC COMMENTS: This is the opportunity for visitors and guests to address the Board of Directors on any issue. The Board of Directors may not discuss any presented issue, nor may any action be taken on any issue at this time. (Attorney General opinion – JC-0169)
4.     [2024-586](#)           APPROVAL OF MINUTES OF THE AUGUST 8, 2023, BOARD MEETING.
5.     [2024-581](#)           UPDATE ON PFC PROJECTS.
6.     [2024-598](#)           CONSIDER RESOLUTION NO. 2024-R01; A RESOLUTION AUTHORIZING THE BOERNE PUBLIC FACILITY CORPORATION TO USE ITS FUNDS TO SUPPORT A FEASIBILITY STUDY BY THE CITY OF BOERNE FOR THE CONSTRUCTION OF A PARKING GARAGE; AND OTHER MATTERS IN CONNECTION THEREWITH
7. ADJOURNMENT

**CERTIFICATION**

**I hereby certify that the above notice of meeting was posted on the 8 day of  
November, 2024 at 5:45 p.m.**

\_\_\_\_\_  
s/s Ben Thatcher  
Assistant Secretary

**NOTICE OF ASSISTANCE AT THE PUBLIC MEETINGS**

**The City Hall Complex is wheelchair accessible. Access to the building and special parking is available at the front entrance of the building. Requests for special services must be received forty-eight (48) hours prior to the meeting time by calling the City Secretary at 830-249-9511.**

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.

**MINUTES**  
**The Board of Directors of the**  
**Boerne Public Facility Corporation**  
**Will Hold a Meeting at 5:00 p.m. on**  
**Tuesday, August 8, 2023**  
**Ronald C. Bowman City Council Chambers**  
**447 N Main Street**  
**Boerne, TX 78006**

Minutes of the Boerne Public Facilities Corporation Meeting of August 8, 2023.

**Board Present:** Chairman/President Frank Ritchie, Vice Chairman/Vice President Ty Wolosin, Secretary/Treasurer Joseph Macaluso, Board Member Sharon Wright, Board Member Quinten Scott, and Board Member Bryce Boddie.

**City Staff Present:** Ben Thatcher, Siria Arreola, Lori Carroll, Mick McKamie, Nick Montagno, Kristy Stark, and Danny Zincke. Consultant Jeff Thompson and attorney Jim Plummer.

**Recognized Guests:** Carlin Friar, Tommy Price, Nancy White and Daniel Webb.

**1. CALL TO ORDER – 5:00 PM**

President Frank Ritchie called the Boerne Public Facility Corporation meeting to order at 5:00 p.m.

**2. CONFLICTS OF INTEREST**

No conflicts were declared.

**3. PUBLIC COMMENTS:**

No comments were received.

**4. APPROVAL OF MINUTES OF THE MAY 25, 2021, BOARD MEETING.**

A MOTION WAS MADE BY VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, SECONDED BY SECRETARY/TREASURER MACALUSO, TO APPROVE THE MINUTES OF THE MAY 25, 2021, BOARD MEETING. THE MOTION CARRIED BY THE FOLLOWING VOTE:

YEAH: 6 - CHAIRMAN/PRESIDENT RITCHIE, VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, SECRETARY/TREASURER MACALUSO, BOARD MEMBER WRIGHT, BOARD MEMBER SCOTT, AND BOARD MEMBER BODDIE.

**5. CONSIDERATION AND ACTION MODIFYING THE BYLAWS OF THE BOERNE PUBLIC FACILITY CORPORATION.**

President Ritchie asked Nick Montagno, Assistant to the City Manager to provide an update and review the proposed modifications to the Boerne Public Facility Corporation's Bylaws.

A MOTION WAS MADE BY VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, SECONDED BY BOARD MEMBER SCOTT, TO APPROVE THE MODIFICATIONS TO THE BYLAWS OF THE BOERNE PUBLIC FACILITY CORPORATION. THE MOTION CARRIED BY THE FOLLOWING VOTE:

YEAH: 6 - CHAIRMAN/PRESIDENT RITCHIE, VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, SECRETARY/TREASURER MACALUSO, BOARD MEMBER WRIGHT, BOARD MEMBER SCOTT, AND BOARD MEMBER BODDIE.

**6. CONSIDERATION OF THE REMOVAL OF THE PREVIOUS APPOINTMENT OF ADVISORY DIRECTOR MEMBER DONNA SHARP OF THE BOERNE INDEPENDENT SCHOOL DISTRICT.**

Mr. Montagno continued with the proposed removal of previously appointed Donna Sharp from the Boerne Public Facility Corporation (BPFC). Mr. Montagno stated that when appointed as an Advisory Director, Donna Sharp was the President of the Boerne Independent School District Board (BISD). Since that time, Ms. Sharp is no longer on the school board. As per the approved bylaws, once the school district nominates a member to replace Ms. Sharp, the BPFC will consider the appointment.

A MOTION WAS MADE BY BOARD MEMBER SCOTT, SECONDED BY VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, TO APPROVE THE REMOVAL OF THE PREVIOUS APPOINTMENT OF ADVISORY DIRECTOR MEMBER DONNA SHARP OF THE BOERNE INDEPENDENT SCHOOL DISTRICT. THE MOTION CARRIED BY THE FOLLOWING VOTE:

YEAH: 6 - CHAIRMAN/PRESIDENT RITCHIE, VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, SECRETARY/TREASURER MACALUSO, BOARD MEMBER WRIGHT, BOARD MEMBER SCOTT, AND BOARD MEMBER BODDIE.

**7. EXECUTIVE SESSION IN ACCORDANCE WITH THE TEXAS LOCAL GOVERNMENT CODE:**

President Ritchie convened the Boerne Public Facility Corporation into Executive Session at 5:04 p.m.

**A. SECTION 551.072 - DELIBERATION REGARDING REAL PROPERTY (Waypoint Apartments, Estraya Boerne)**

NO ACTION WAS TAKEN.

**B. SECTION 551.071 - CONSULTATION WITH ATTORNEY (BPFC Project)**

NO ACTION WAS TAKEN.

**8. RECONVENE INTO OPEN SESSION AND TAKE ANY NECESSARY ACTION REGARDING THE EXECUTIVE SESSION DISCUSSION:**

President Ritchie reconvened the Boerne Public Facility Corporation into Open Session at 5:39 p.m.

**A. ESTRAYA BOERNE (WAYPOINT) UPDATE AND CONSIDER ACTION REGARDING AN ELECTION TO TAKE SALE PROCEEDS OR CONTINUE RECEIVING A PERCENTAGE OF RENT PROCEEDS UPON SALE OF THE PROJECT.**

President Ritchie asked consultant Jeff Thompson to provide an update on Estraya Boerne (Waypoint) project. Mr. Thompson stated the project is close to an 80% occupancy rate. The Boerne Public Facility Corporation received a

Notice of Contemplated Initial Capital Event (CE Notice). Waypoint intends to market to sell the property around Labor Day. The Board has an option to continue in the project or elect to participate in the sale and the capital event.

A MOTION WAS MADE BY BOARD MEMBER SCOTT, SECONDED BY SECRETARY/TREASURER MACALUSO, TO ELECT TO RECEIVE THE PROCEEDS FROM THE SALE OF ESTRAYA BOERNE (WAYPOINT) TO WITHDRAW FROM THE PARTNERSHIP AND CEASE RECEIVING NET CASH FLOWS FROM THE PROJECT. THE MOTION CARRIED BY THE FOLLOWING VOTE:

YEAH: 6 - CHAIRMAN/PRESIDENT RITCHIE, VICE CHAIRMAN/VICE PRESIDENT WOLOSIN, SECRETARY/TREASURER MACALUSO, BOARD MEMBER WRIGHT, BOARD MEMBER SCOTT, AND BOARD MEMBER BODDIE.

**9. LIV BOERNE UPDATE.**

Mr. Thompson continued with an update on the LIV Boerne project. He stated that the project consists of 162 units, age restricted for 55+. They received their Certificate of Occupancy in 2021 and are currently at 94% occupancy. The project was impacted by Covid-19. There are some modifications to meet TDLR requirements in process.

**10. LEGISLATIVE UPDATE - JIM PLUMMER OF BRACEWELL, LLP**

President Ritchie called on attorney Jim Plummer with Bracewell, LLC to provide a summary of HB 2071 which was passed in the 88th Legislative Session.

**11. ADJOURNMENT**

President Ritchie adjourned the Boerne Public Facility Corporation meeting at 5:50 p.m.

Approved:

\_\_\_\_\_  
President

Attest:

\_\_\_\_\_  
Assistant Secretary

<p><b>BOERNE PUBLIC FACILITY CORPORATION</b></p>	<p><b>AGENDA ITEM SUMMARY</b></p>
<p><b>Agenda Date</b></p>	<p>November 12<sup>th</sup>, 2024</p>
<p><b>Requested Action</b></p>	<p>UPDATE ON PFC PROJECTS</p>
<p><b>Contact Person</b></p>	<p>Nicholas Montagno, Operations Manager Special Projects</p>
<p><b>Background Information</b></p>	<p>Staff will be providing an update on both the LIV Boerne and sale of the Estraya Boerne projects.</p> <p>To recap both projects:</p> <p><b><u>LIV Boerne:</u></b></p> <p>The Boerne Public Facility Corporation (BPFC) partnered with Mission DG to construct a 162-unit, 55 and over age restricted apartment complex on the city’s north side off Shooting Club Road and the project was issued a certificate of occupancy in October of 2021. This is a “Class A” apartment project meaning it has very high levels of fixtures and appliances in the units as well as amenities and features for the residents. 120 of the units are reduced rent based on the renter’s income compared to 60% of the average median income for Kendall County, while the remaining 42 units are rented based on market rates. The Project had its challenges during construction to include:</p> <ul style="list-style-type: none"> <li>• Delays as a result of COVID-19 restrictions</li> <li>• Cost overruns due to delays and escalation of materials costs due to lack of availability during and post pandemic</li> <li>• Time delays due to COVID and supply chain issues that ensued</li> <li>• Inability to meet lease up goal requirements due to the delay in the project completion</li> </ul> <p>Despite that, the project has been very successful in terms of leasing once completed and currently is 87% leased/occupied overall with 92% of the affordable units leased/occupied. The project continues to operate and provide the lower income units as was intended when this project was first presented.</p>



	<p><b><u>Estraya Boerne (Waypoint):</u></b></p> <p>The Boerne Public Facility Corporation (BPFC) partnered with Waypoint Residential in 2021 to construct a 288-unit apartment complex in South Boerne or SoBo and the project was issued a certificate of occupancy for its first of 9 buildings (the Community Center) in May of 2022.</p> <p>This is a “Class A” apartment project meaning it has very high levels of fixtures and appliances in the units as well as amenities and features for the residents. 144 of the units are reduced rent based on the renter’s income compared to 80% of the average median income for Kendall County, while the remaining 144 units are rented based on market rates.</p> <p>As the board will recall, in August of last year, the then current board elected to take the sale proceeds from any potential sale of the project. That sale, completed in August of this year, has happened. The Boerne PFC received the 27.5% of the net proceeds after the capital distribution and can, as with the monies it has already received, evaluate or propose and potential projects that demonstrate a community benefit.</p>
<b>Financial Considerations</b>	N/A
<b>Legal Review</b>	N/A
<b>Alternative Options</b>	N/A
<b>Supporting Documents</b>	N/A

**RESOLUTION AUTHORIZING THE BOERNE PUBLIC FACILITY CORPORATION TO USE ITS FUNDS TO SUPPORT A FEASIBILITY STUDY BY THE CITY OF BOERNE FOR THE CONSTRUCTION OF A PARKING GARAGE; AND OTHER MATTERS IN CONNECTION THEREWITH**

**WHEREAS**, the City Council of the City of Boerne, Texas (the “City”), has, pursuant to the Texas Public Facility Corporation Act, Chapter 303, Texas Local Government Code, as amended (the “Act”), approved and created the Boerne Public Facility Corporation, a nonstock, nonprofit public facility corporation (the “Corporation”);

**WHEREAS**, the Corporation, on behalf of the City, is empowered to finance the costs of or otherwise provide for the acquisition, construction, and placement in service of public facilities for residents of the City, among other things (the “Purposes”);

**WHEREAS** the City has proposed exploring the construction of a public parking garage for use by the residents of the City (the “Facility”);

**WHEREAS**, the City has determined that undertaking or engaging a third party to undertake a feasibility study for the construction of the Facility (the “Study”) is a reasonable, prudent and necessary step prior to constructing the Facility;

**WHEREAS**, the Corporation has unallocated funds that may be used in furtherance of its Purposes;

**WHEREAS**, the Board has determined that it is in the public interest and to the benefit of the citizens and residents of Boerne for the various entities to enter into the transactions described above so that the Partnership may construct the Project;

**WHEREAS**, this Board of Directors has reviewed the foregoing and determined that the action herein authorized is in furtherance of the Purposes of Corporation;

**BE IT THEREFORE RESOLVED BY THE BOARD OF DIRECTORS OF THE BOERNE PUBLIC FACILITY CORPORATION, THAT:**

Section 1. The Corporation is authorized to grant or use up to \$50,000 of its funds to be used by the Corporation or the City to assist in paying for the Study.

Section 2. The President, any Vice President, the Secretary, the Treasurer, any Assistant Secretary, or any of them, are hereby authorized to execute any and all documentation required or reasonably requested for the funds to be used to pay for the Study.

Section 3. The President, any Vice President, the Secretary, the Treasurer, and any Assistant Secretary, or any of them, and, if required by the form of the document, the Secretary and any Assistant Secretary, or any of them, of Corporation are authorized and directed to modify, execute and deliver any of the documents to be signed by or consented to by Corporation, and any and all certificates and other instruments necessary to carry out the intent thereof and hereof. The President, any Vice President, the Secretary, the Treasurer, and any Assistant Secretary, or any of them, are authorized to negotiate and approve such changes in, or additions to, the terms of any of the documents, including amendments, renewals, and extensions, as such officers shall

deem necessary or appropriate upon the advice of counsel to Corporation, and approval of the terms of any of the documents by such officers and this Board shall be conclusively evidenced by the execution and delivery of such documents.

Section 4. The officers of this Board, or any of them, are authorized to take any and all action necessary to carry out and consummate the transactions described in or contemplated by the documents approved hereby or otherwise to give effect to the actions authorized hereby and the intent hereof.

Section 5. If any section, paragraph, clause, or provisions of this Resolution shall be held to be invalid or unenforceable, the invalidity or unenforceability of such section, paragraph, clause, or provision shall not affect any of the remaining provisions of this Resolution.

Section 6. The recitals contained in the preamble hereof are hereby found to be true, and such recitals are hereby made a part of this Resolution for all purposes and are adopted as a part of the judgment and findings of the Board.

Section 7. All resolutions, or parts thereof, which are in conflict or inconsistent with any provision of this Resolution are hereby repealed to the extent of such conflict, and the provisions of this Resolution shall be and remain controlling as to the matters resolved herein.

Section 8. This Resolution shall be construed and enforced in accordance with the laws of the State of Texas and the United States of America.

Section 9. This Resolution shall be in force and effect from and after its passage.

PASSED and APPROVED on this the \_\_\_ day of November, 2024.

APPROVED:

\_\_\_\_\_  
President/Chairman

ATTEST:

\_\_\_\_\_  
Assistant Secretary

## CERTIFICATE FOR RESOLUTION

The undersigned officer of the Boerne Public Facility Corporation, a Texas nonprofit corporation created pursuant to the laws of the State of Texas (“BPFC”) hereby certifies as follows:

1. In accordance with its bylaws, the Board of Directors of BPFC (the “Board”) held a meeting on November 12, 2024, (the “Meeting”) of the duly constituted officers and members of the Board, at which a duly constituted quorum was present. Whereupon among other business transacted at the Meeting, a written

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(the “Resolution”) was duly introduced for the consideration of the Board and discussed. It was then duly moved and seconded that the Resolution be adopted; and, after due discussion, said motion, carrying with it the adoption of the Resolution, prevailed and carried by a majority vote of the Board.

2. A true, full, and correct copy of the Resolution adopted at the Meeting is attached to and follows this Certificate; the Resolution has been duly recorded in the Board’s minutes of the Meeting; each of the officers and members of the Board was duly and sufficiently notified officially and personally, in advance, of the time, place, and purpose of the Meeting; and the Meeting was held and conducted in accordance with the Bylaws of BPFC.

SIGNED November \_\_, 2024.

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Ben Thatcher, Assistant Secretary