TEXAS STATE AFFORDABLE HOUSING CORPORATION

BOARD MEETING

TSAHC Offices 6701 Shirley Avenue Austin, Texas 78752

Wednesday, September 15, 2021 10:32 a.m.

BOARD MEMBERS:

WILLIAM H. DIETZ, JR., Chair VALERIE V. CARDENAS, Member COURTNEY JOHNSON ROSE, Member (absent) ANDY WILLIAMS, Member LEMUEL WILLIAMS, Member

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1	<u>PROCEEDINGS</u>
2	MR. DIETZ: The Texas State Affordable Housing
3	Corporation board of directors meeting is called to order.
4	I will begin with calling the roll.
5	Bill Dietz, Chair, I am here.
6	Valerie Cardenas, Vice Chair?
7	MS. CARDENAS: Here.
8	MR. DIETZ: Courtney Johnson Rose is not
9	present.
10	Lemuel Williams?
11	MR. L. WILLIAMS: Present.
12	MR. DIETZ: And Andy Williams?
13	MR. A. WILLIAMS: Present.
14	MR. DIETZ: Okay. We do have a quorum. Before
15	we begin, let's begin with the Pledge of Allegiance to the
16	American flag.
17	(Whereupon, the Pledge of Allegiance was
18	recited.)
19	MR. DIETZ: And to the Texas flag.
20	(Whereupon, the pledge to the Texas flag was
21	recited.)
22	MR. DIETZ: Thank you. And is there any public
23	comment before we begin the meeting?
24	(No response.)
25	MR. DIETZ: Okay. Hearing none. We are

ON THE RECORD REPORTING (512) 450-0342

meeting fully in person this month. That is a welcome change. Let's move on to the president's report.

MR. LONG: Good morning, Chairman Dietz,

Members. As Mr. Dietz just noted, today's meeting is 100

percent in person. And we do not -- it does not include

the option for participation via remote teleconference.

I would like to just note that the Audit

Committee met earlier this morning. Ms. Cardenas and Mr.

Andy Williams participated on that as the Board

representatives.

We will be going over several of the things that they reviewed and discussed and voted up to the full Board, including the 2021-'22 annual budget, as well as some guidelines, so we will look forward to that.

The Corporation's Loan Committee met yesterday at 10:00 a.m. via teleconference. The Committee reviewed and approved loan commitment extensions to the Housing Authority of Travis County and Guadalupe Neighborhood Corporation for their affordable housing program loans. Both of those extensions were through the end of March 2022 and will give the borrowers additional time to firm up their other financing that they're anticipating to make those transactions complete.

The Loan Committee also approved a 90-day loan commitment extension to close on the Dallas Stemmons

Limited for their HP loan, related to the development of the Dallas Stemmons apartments, obviously in Dallas. The staff is aiming to close that and fund this loan by the end of September.

So, thank you again, Mr. Williams participates in that. And we appreciate his role in serving as the Board member on that transaction and on that committee.

Some single-family updates: The option redemption that the Board authorized on the 2000 series, single-family series, 2011B/2009B transaction closed the first of this month, as originally projected.

The Board authorized that transaction at a prior Board meeting; I think it was July. And the total redemption was for approximately \$6.3 million. So, I want to thank the Board for that and thank the accounting staff and our advisors at CSG for their role in all that. So, thank you.

Production: I wanted to give the Board a little bit of an update on production. Ms. Cardenas noted in the budget kind of some significant numbers that we saw in revenue this last year, and the single-family team put together a report.

I'm just going to read from this report a little bit of the experience that we have had in terms of growth so we can kind of document, when you look at the

numbers, and you will see what we are talking about.

They first brought the lender portal/back-end of compliance review and doing everything in house in TSAHC in January of 2013. So almost eight years ago, we have been -- for over eight years now, we have been doing this in-house.

The lender portal accepts the reservations for down payment and closing cost programs from the TSAHC's participating lending community. And that lending community has grown substantially in the last eight years. It is well over 300 lending organizations. And I can't even tell you how many loan officers that participate in that.

We reached a significant milestone in August of this year, when our 100,000th reservation was received in the system. So again, just phenomenal growth since we started the program.

Doing it all in house, and that is a significant reason why you will see in the budget not only increases in some of the revenues that we have seen, but the growth of staff. A significant growth of our staff in the Corporation has been related to the single-family program, to keep up with the expansion and the significant growth we have seen.

So again, congratulations to that and to our

team, Tim Almquist and Joniel, the fact that they have done a phenomenal job with their team, just making sure the programs are marketed, and that the work on the back end is done in a very timely manner.

Production volume has increased exponentially since the first year, when we had 250,000, \$250 million in loans that were closed. Current volume figures since that first year are from the period of January 2020 to 8/31/2020, we did 8,961 loans, for a total of \$1,750,000,000 in terms of volume that year.

This year, during the same period, January to August 31, 2021, lenders have closed 13,961 loans for a total of \$2,950,000,000, and that is a 65 percent increase over last year. So, again, continue to see that volume grow.

In the calendar year 2021, TSAHC is on pace to close over \$4.5 billion in mortgage loans and assist over 20,000 Texas families. So, for that, I just want to thank the staff. I want to thank the Board for their leadership and the phenomenal growth, because that growth allows us to do so many other things with our program. You will see that in the budget, when we talk about expanding into other programs, and expanding existing programs. So, I just wanted you to kind of see that.

The last thing I will mention on that is

normally we would see, you know, the big question is, we might make those reservations. But what is the pull-through rate, which number of loans are closing. And we have about an 83 percent close rate on that, so that is a pretty darn good rate for us.

And I am very pleased to see that we are meeting those goals and that we are seeing such expansion in our program. So, thanks to the team and to everybody that participated in that.

To finish up my report, we always have the training that we do in the single-family programs. We continue to do our down payment assistance hurdle programs.

We are doing lender trainings throughout, which are mandatory for our loan officers to participate, and we continue to sign up new lenders in our program.

Since the last Board meeting report, we have added an additional 40 lenders, and we have trained 321 loan officers and completed 430 required trainings that have been done by those loan officers. So, we appreciate all the staff time and effort that goes into making those virtual, as well as in-person trainings when we could do them.

And then the fundraising report: TSAHC recently received a \$55,000 grant from Wells Fargo in

support of our 2021 Texas Supportive Housing Institute. I want to thank Wells Fargo on this.

One of the main individuals on that, Theresa Alvarez, who was the senior vice president of Community Relations for Central Texas at Wells Fargo, she reached out to us about a month ago and said that she was working on seeing if she couldn't increase our award that she would see given us to us this year.

And she was very successful in that, and it was increased significantly. And it went from a smaller number to \$55,000 all in support of the Institute, and we are very happy to have that partnership continuing.

Mr. Romero, who was on our Board for many years was a big part of that, getting started. And we continue to see just a huge partnership with them and their support, and so I want to thank Teresa and Wells Fargo for that support.

By doing so, they are empowering the nonprofit developers that we work with, with the information, resources, and tools that they will need to create successful permanent supportive housing projects in Texas communities. And so, I will mention in a little bit the Institute itself kicked off earlier this month, and I will give you the backdrop on that as well.

We RFP'd for our ongoing web services. We

update our website on a regular basis. And we reached out, and we got a total of eight responses to an RFP on that.

After reviewing the responses, we selected Mighty Citizen, which is our current provider, so they will continue to be our provider in making our web services strong and ensuring that our website is updated and working, and as attractive as it can be for both nonprofits and our public entities, and a public that wants to review it and see how they can access our programs.

I did also want to mention that the Corporation received a \$250,000 program related investment from Austin Community Foundation, in support of our affordable housing projects financing, the Texas Housing Impact Fund that we have here in Austin, and the surrounding areas.

I mentioned the Permanent Supportive Housing
Institute. TSAHC and the Corporation for Supportive
Housing launched a 2021 Texas Supportive Housing Institute
on Tuesday the 7th. The sessions will take place every
Tuesday until mid-December.

Upon completion of the Institute, each participating development team will receive 25 hours of individual technical assistance and a follow-up grant of \$10,000 made possible by one of our financial partners,

JPMorgan Chase. This year's Institute will include four awardees: Magnificent Houses out of Houston, Texas, Project Vida out of El Paso, Solutions for Veterans out of Waco, and Housing First Community Coalition out of San Antonio.

And for the first time, we are also excited to announce that we will allow two teams who will be joining the Institute as limited participants, where they won't get all the benefit. They will be able to sit in and listen, but they won't get the benefit on the backside, which is the Reclamation Project in Fort Worth, and the Settegast Heights Redevelopment Corporation in Houston, Texas.

So again, all the information regarding those participants is listed on our website, for anybody that wants to go see what projects that are redeveloping for us. But I also want to thank the team at the office that put that together and did all the reviews of those applicants.

Michael Wilt and Katie Claflin and their team did a lot of work to make sure that those were viewed and that we gave consideration to the best projects possible to move forward. So again, we are looking forward to a very successful Housing Institute this year.

Under the single-family rental program, one

quick update. The Corporation, the Board authorizes to spend money to acquire three condominiums through a Habitat build project called the Canopy at Westgate in South Austin.

We actually were able to close on our first unit earlier this month. That unit is a two-bedroom, two-bath condominium on the first floor with a very small yard. We actually turned around and rented that property out almost immediately.

And we were able to rent that to an incomeeligible senior who started their rent on September 1. And that rent is actually at or below about \$400 of the area market that we are serving. So, we feel like we are really providing good value to the tenants we are serving in there.

Again, I want to thank the team on that.

James, Celina, their efforts in making sure that we have those properties ready to go and turned over. Jesse Sepeda who does all of our maintenance just do a phenomenal job. And we couldn't do all that without them.

I always like to end with the idea of notifying the Board that we will meeting next on October 13th, at 10:30, which is the Wednesday, unless the Board has decided to change that date. But next month, the 13th of October at 10:30 is our next scheduled meeting. And with

that, Mr. Chairman, I will close my remarks unless there 1 2 is any questions. 3 MR. DIETZ: Great. Any questions from the Board? 4 5 (No response.) 6 MR. DIETZ: Okay. All right. And we will --7 thank you for that overview, Mr. Long. 8 And we will go to the Tab Item 1, the 9 presentation, discussion and possible approval of the 10 minutes of the Board meeting that was held on July 21, as 11 we held no meeting in August. Are there any questions, 12 comments, corrections, or any type of discussion about the minutes from July 21? 13 14 (No response.) 15 MR. DIETZ: And if not, is there a motion to 16 approve? 17 MS. CARDENAS: Motion to approve. MR. L. WILLIAMS: Chair, this is Lem. 18 I will 19 second that. 20 MR. DIETZ: Okay. It has been moved and 21 seconded that we approve the minutes as submitted. 22 there any public comment? 23 (No response.) 24 MR. DIETZ: Hearing none, all in favor, please 25 say aye.

(A chorus of ayes.) 1 2 MR. DIETZ: Any opposed? 3 (No response.) The minutes are approved as 4 MR. DIETZ: Okay. 5 submitted. Tab Item 2 is the presentation, discussion, 6 and possible approval of the Annual Operating Budget for 7 the Fiscal Year ending August 31, 2022. 8 Thank you. My name is Melinda MS. SMITH: 9 I am the CFO for the Corporation. We went over 10 the budget in detail in the Audit Committee meeting. And I don't know if you have some comments about it, Valerie, 11 12 that you would like to make? 13 MS. CARDENAS: Certainly. So, one, I want to 14 first commend Melinda and Nick and Betty. They did a 15 great job in putting the proposed operating budget 16 together for 2022. I think it was very well outlined. 17 They went to the extent to provide an addendum for each line item, as it pertains to revenue and 18 19 expenditures, so any variations from, you know, actual to 20 what was budgeted, and then proposed for 2022 was, you know, very easily read and understood. 21 22 So, you know, I have, I know Andy and I both 23 sat in it. We didn't really have any questions or 24 anything that really sparked. And when we did, they

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answered it clearly.

So, for those, you know, not in attendance, if 1 2 you have any questions, they have, you know, all of the 3 supporting documentation. But you know, we were in 4 agreement with everything that was proposed. 5 MS. SMITH: In general, just regarding the 6 budget, we budgeted around \$31 million in revenue and 7 expenditures, so it is kind of break even. 8 And all of the expenditures for the year has 9 been budgeted with current year earnings, which we are 10 really proud about. And we don't have to dip into our 11 reserves. 12 So, if you would like for me to go over it in any more detail, I will, but otherwise, we would ask the 13 14 Board approve the budget for 2022. 15 MR. L. WILLIAMS: Chair, a quick question. 16 MR. DIETZ: Yes. 17 MR. L. WILLIAMS: Melinda, I am just looking here, just for the federal and state grants. I mean, I 18 19 see that in 2021, you guys budgeted 2.5 and then the 20 actual was around about 800K. 21 And then, for '22, it was run about a mil. Ι 22 guess the variables between all of this, was it based 23 upon, I guess, some grants going, coming in, not 24 happening, being applied to or not?

MS. SMITH: Yes.

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MR. L. WILLIAMS: Because I am just looking at 1 2 the numbers. I mean, there is a big disparity, which is 3 kind of --4 MS. SMITH: Yes. I agree with you. Primarily, 5 it is just the expenditure of the funds. 6 MR. L. WILLIAMS: Okay. 7 MS. SMITH: Getting them out the door when we 8 think we are going to get them out the door. Or loans 9 being delayed for one reason or another. And that has 10 happened. 11 MR. L. WILLIAMS: Okay. 12 MS. SMITH: Particularly with the money-13 follows-the-person grant. We were not able to get those 14 funds out the door quite as quickly as we thought. But we 15 are this year, and we are comfortable that we will get a 16 lot of that out and gone. 17 MR. L. WILLIAMS: Okay. Okay. MS. SMITH: So that is why you see the 18 19 disparity. 20 MR. L. WILLIAMS: Yes. Okay. 21 MR. LONG: And, Mr. Williams, I think you are 22 It is timing as much as anything. right. 23 MR. L. WILLIAMS: Okay. MR. LONG: Funds are identified that we will 24 25 receive them, but how quickly we can move them is somewhat

1	out of our control.
2	MR. L. WILLIAMS: Okay. That is good to know.
3	
4	MR. DIETZ: Great. Any other questions about
5	the budget?
6	(No response.)
7	MR. DIETZ: Or comments?
8	(No response.)
9	MR. DIETZ: Well, I know that Ms. Cardenas and
10	Mr. Williams reviewed it in a lot of detail during the
11	Audit Committee meeting this morning, so I am thankful for
12	their efforts and time spent on that.
13	If there aren't any further comments or
14	questions, or anything else, I would entertain a motion.
15	MR. L. WILLIAMS: Chair, this is Lemuel
16	Williams. I will make a motion to approve the annual
17	operating budget for the fiscal year ending August 31,
18	2022.
19	MR. DIETZ: Great. Is there a second?
20	MR. A. WILLIAMS: Second.
21	MR. DIETZ: Okay. It has been moved and
22	seconded that we accept the operating budget as presented.
23	All in favor, please signify so by saying aye.
24	(A chorus of ayes.)
25	MR. DIETZ: Any opposed?

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(No response.)

MR. DIETZ: Okay. It passes as submitted. Or it is approved as submitted. Tab item 3 is the presentation, discussion, and possible approval of Audit Committee guidelines.

MS. SMITH: Good morning again. The Audit Committee guidelines in Section 3 on page 2, the very first item requires that we present the Audit guidelines to the Board annually. That they are reviewed and that the Board approves them annually.

We actually sent these out to our audit firm,

Maxwell, Locke and Ritter, and asked them to review it for

us. And they did not have any comments to make this year.

We also sent it to our investment advisor, to see if they had any comments. And then of course, among ourselves.

So, we are asking the Board to approve the guidelines just as they are. We did not have any changes to them for this fiscal year.

MR. DIETZ: Okay. Because I had the same question.

MR. LONG: I might add that this item was also presented to the Audit Committee earlier. And so, Ms. Cardenas and Mr. Williams had a chance to review them as well.

1	MR. DIETZ: Great. Good.
2	MR. L. WILLIAMS: I presume nothing. Okay.
3	MR. DIETZ: Yes. Okay. Any questions?
4	Comments?
5	(No response.)
6	MR. DIETZ: Okay. I would entertain a motion.
7	MS. CARDENAS: Motion to approve.
8	MR. DIETZ: And is there a second?
9	MR. A. WILLIAMS: I will second.
10	MR. DIETZ: Okay. It has been moved and
11	seconded that we approve the Audit Committee guidelines as
12	presented, unchanged from last year. All in favor, please
13	say aye.
14	MR. LONG: Ask for any public comment.
15	MR. DIETZ: Yes. Is there any public comment?
16	Thank you for that reminder.
17	(No response.)
18	MR. DIETZ: Okay. Hearing no public comment,
19	all in favor, please say aye.
20	(A chorus of ayes.)
21	MR. DIETZ: Any opposed.
22	(No response.)
23	MR. DIETZ: Okay. The Audit Committee
24	guidelines are approved as presented. Tab Item 4 is the
25	presentation, discussion, and possible approval of the

Fiscal Year 2022 Investment Policy.

MS. SMITH: The Public Funds Investment Act requires that the Corporation maintain an investment policy, a written investment policy. It also requires that that policy be reviewed and approved annually by resolution, so that's what we are requesting today.

We did have a change to the policy on page A8, or page 52, depending on how you would like to look at it, of the Board book, under authorized investments. That is Roman numeral IX.

We wanted to clarify -- and I would like to thank our attorney, because he brought this to our attention -- that our surplus funds are not limited to the short-term weighted average maturity that the investments in our general fund are limited to.

The short-term investments are between two and three years, and the long-term surplus investments can be up to 30 years. So, we just wanted to clarify that, because it was not clear in the original policy. So, we added, one, the pass-through mortgage-backed, just to clarify that that is what we are investing in, as opposed to a CMO, a collateralized mortgage application. And that it is a maturity of 30 years and not just three years, because those are so long term.

So, we are asking the Board to approve the

1	policy with that change.
2	MR. DIETZ: So essentially that's just
3	clarifying that we have got more flexibility with the
4	surplus funds than we explicitly
5	MS. SMITH: Right. And we did. As with the
6	audit guidelines, we sent this to our investment advisor
7	and our auditors and asked them to review it. And Linda
8	Patterson with Patterson and Associates or I guess it's
9	called Meeder now gave us the wording, the language
10	here.
11	MR. DIETZ: Good. Any questions for Melinda?
12	(No response.)
13	MR. DIETZ: This was not reviewed in the Audit
14	Committee.
15	MS. CARDENAS: No.
16	MR. LONG: No, it was not.
17	MR. DIETZ: In the Audit Committee earlier.
18	Comments?
19	MS. SMITH: No.
20	MR. DIETZ: Okay. Is there a motion?
21	MR. L. WILLIAMS: Chair, this is Lemuel
22	Williams. I make a motion to approve the fiscal year 2022
23	investment policy with the stated changes I guess on page
24	52, Section A8.
25	MR. DIETZ: Great. Is there a second?

MS. CARDENAS: Second. 1 2 MR. DIETZ: It has been moved and seconded that 3 we approve the fiscal year 2022 investment policy with the 4 changes as indicated in the book. Is there any public 5 comment? 6 (No response.) 7 MR. DIETZ: Hearing none, if you would please 8 signify that you are in favor of the approval by saying 9 aye. 10 (A chorus of ayes.) MR. DIETZ: Any opposed? 11 12 (No response.) 13 MR. DIETZ: Okay. The fiscal year 2022 14 investment policy is approved as submitted. Tab Item 5 is 15 the presentation, discussion, and possible approval of the 16 fiscal year 2022 Broker Listing. 17 MS. SMITH: Along with the investment policy, the Public Funds Investment Act also requires that we 18 19 submit a broker listing to the Board and ask you to 20 approve that. 21 And this is the listing that our investment 22 advisor uses to bid the investments that we purchase. 23 They bid the three different companies, and this is the 24 list that they have provided us to work with. They have

taken two of the names off: Vining Sparks and TradeWeb.

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And they have added Goldman Sachs, Jefferies, JPMorgan, 1 2 Moreton Capital Markets and Robert W. Baird to the list, 3 and we are asking the Board to approve this. 4 Once the Board approves it, along with the 5 investment policy, it will be sent out to all of these 6 folks, so that they have copies of it and know how to 7 invest our funds, as well as all of the banks that we deal 8 with. 9 MR. DIETZ: Okay. 10 MS. SMITH: So, we are asking for your approval. 11 12 MR. DIETZ: Any questions or comments from the 13 Board? 14 (No response.) 15 MR. DIETZ: If not, is there a motion? MS. CARDENAS: 16 Motion to approve. 17 MR. DIETZ: It has been moved that we approve the broker listing for fiscal year 2022 as presented. 18 19 there a second? 20 MR. A. WILLIAMS: I will second. 21 MR. DIETZ: It has been moved and seconded. 22 Please note for the record that I will abstain from the 23 vote on this particular tab item, due to my relationship 24 with Raymond James. So, all in favor --

MR. LONG: Public comment.

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1	MR. DIETZ: Is there any public comment?
2	(No response.)
3	MR. DIETZ: Hearing none, all in favor of
4	approving the fiscal year 2022 broker listing as
5	submitted, please say aye.
6	(A chorus of ayes.)
7	MR. DIETZ: Any opposed?
8	(No response.)
9	MR. DIETZ: Okay. The fiscal year 2022 broker
10	listing is approved as submitted. Thanks for the
11	reminders about public comment. I don't know why I am
12	forgetting that today.
13	MS. SMITH: Thank you very much.
14	MR. DIETZ: Thank you. Tab Item 6 is the
15	review, discussion, and possible approval of the annual
16	performance review of the President of the Corporation,
17	and related actions.
18	And for discussion about this particular tab
19	item, we will go into closed meeting as provided by Texas
20	Government Code Article 551.074 for personnel matters.
21	So, for the record, it is 10:59 a.m., and we are going
22	into closed meeting at this time.
23	(Whereupon, the Board recessed into Executive
24	Session.)
25	MR. DIETZ: It is 11:33 a.m. on Wednesday,

September 15th, and we are back in open session. 1 2 Everything is working over there. Right? We are back to being recorded. 3 THE REPORTER: Yes. 4 5 MR. DIETZ: Thank you. Okay. No action was 6 taken in our closed meeting. We did discuss personnel 7 matters as provided in Article 551.074 of the Texas 8 Government Code, with regard to Tab Item 6, the review, 9 discussion and possible approval of the annual performance 10 review of the President of the Corporation, and related 11 actions. Is there a motion? 12 MS. CARDENAS: I move. 13 MR. DIETZ: Okay. 14 MS. CARDENAS: I'm sorry. 15 MR. DIETZ: I was going to say, I think the 16 motion that might be appropriate would be something along 17 the lines of we approve the annual performance review and the commensurate salary increase for the fiscal year. 18 19 MS. CARDENAS: I make a motion as stated by the 20 Chairman of the Board to approved as discussed in closed 21 session meeting as well. 22 MR. DIETZ: Okay. 23 MR. A. WILLIAMS: I will second. MR. DIETZ: So it has been moved and seconded 24 25 that we approve the annual performance review of the

1	President, including an increase in salary commensurate
2	with the performance review. Is there any public comment?
3	(No response.)
4	MR. DIETZ: Hearing none, all in favor, please
5	say aye.
6	(A chorus of ayes.)
7	MR. DIETZ: Any opposed?
8	(No response.)
9	MR. DIETZ: Okay. The annual performance
10	review and salary adjustment is approved as submitted.
11	MR. LONG: Thank you very much.
12	MR. DIETZ: I think that that brings us to the
13	end of the meeting. Are there any additional action
14	items?
15	MR. LONG: No additional action items. Again,
16	just a reminder that the next scheduled meeting is
17	Wednesday, October 13 at 10:30 unless otherwise denoted by
18	the Board changing it, or we get back to you in terms of
19	time.
20	MR. DIETZ: I don't think does that work
21	generally for everybody? It sounds like that works.
22	MR. LONG: Great.
23	MR. DIETZ: So great. Then it is 11:35 a.m.,
24	and we are adjourned.
25	(Whereupon, at 11:35 a.m., the meeting was

1 concluded.)

<u>CERTIFICATE</u>

MEETING OF: TSAHC Board of Trustees

LOCATION: Austin, Texas

DATE: September 15, 2021

I do hereby certify that the foregoing pages, numbers 1 through 29, inclusive, are the true, accurate, and complete transcript prepared from the verbal recording made by electronic recording by Elizabeth Stoddard before the Texas State Affordable Housing Corporation.

DATE: September 20, 2021

 (Transcriber)

On the Record Reporting 7703 N. Lamar Blvd., #515 Austin, Texas 78752