

RKN
11/07/19
Item No. 24

ORDINANCE 2019-11-07-0916

**RELATING TO A PUBLIC HEARING AND APPROVING FINANCING BY THE
SIMONTON CULTURAL EDUCATION FACILITIES FINANCE CORPORATION
FOR THE BENEFIT OF FAMILY ENDEAVORS, INC. AND RELATED MATTERS.**

**THE STATE OF TEXAS §
COUNTY OF BEXAR §
CITY OF SAN ANTONIO §**

WHEREAS, the City of San Antonio, Texas (the "*City*") has been informed that the Simonton Cultural Education Facilities Finance Corporation (the "*Corporation*") created pursuant to Chapter 337, Texas Local Government Code ("*State Law*") will issue bonds, loans and/or other obligations (the "*Obligations*") in the maximum aggregate principal amount of \$8,000,000, whereby the proceeds of the Obligations will be loaned to Family Endeavors, Inc. (the "*Borrower*") for the purpose of financing and refinancing the Project (defined below) (the "*Financing*"); and

WHEREAS, the Corporation is authorized by State Law to provide the Financing for cultural, health, educational and housing facilities by contractual arrangement, and the Obligations issued to the Corporation constitute contractual arrangements in which the Corporation is authorized by State Law to participate in; and

WHEREAS, the Obligations are being issued for the purpose of (a) refinancing the cost of the acquisition, construction, renovation and equipping of the Endeavors Corporate Headquarters located at 6363 De Zavala Rd., San Antonio, TX 78249; (b) financing the cost of the acquisition, construction, renovation and equipping of a new administrative and counseling building adjacent to the Endeavors Corporate Headquarters located at 6333 De Zavala Rd., San Antonio, TX 78249 (collectively, the "*Project*"); and (c) paying a portion of the costs of issuance of the Obligations; and

WHEREAS, the Borrower has agreed to make payments in amounts sufficient to pay the payments required to be made under the Obligations (the "*Payments*"); and

WHEREAS, section 147(f) of the Internal Revenue Code of 1986, as amended (the "*Code*") requires that the issuance of any qualified 501(c)(3) obligations be approved by either the governing body of the City or the chief elected executive officer of the City after a public hearing following reasonable public notice; and

WHEREAS, the publication of the Notice of Public Hearing (the "*Public Notice*") is evidenced by a Publisher's Affidavit, a copy of which is attached hereto as **Exhibit A**; and

WHEREAS, attached hereto as **Exhibit B** is Certificate of Public Hearing regarding the conduct of the Public Hearing; **NOW THEREFORE**:

BE IT RESOLVED BY THE CITY COUNCIL OF THE CITY OF SAN ANTONIO, TEXAS:

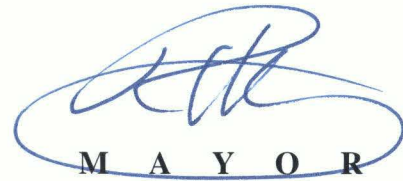
SECTION 1. The City hereby approves the Financing and the Project solely for the purpose of satisfying the requirements of section 147(f) of the Code; provided that the City shall have no liabilities for the Payments nor shall any of the City's assets be pledged to secure the Payments.

RKN
11/07/19
Item No. 24

SECTION 2. No fiscal language is required for this Ordinance.

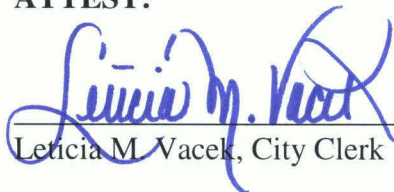
SECTION 3. This Ordinance is effective immediately upon the receipt of eight affirmative votes; otherwise, it is effective ten days after passage.

PASSED AND APPROVED this 7th day of November, 2019.




M A Y O R
Ron Nirenberg

ATTEST:



Leticia M. Vacek, City Clerk

APPROVED AS TO FORM:



Andrew Segovia, City Attorney

Agenda Item:	24 (in consent vote: 5, 6, 7, 8, 9, 10A, 10B, 10C, 10D, 10E, 11, 12, 13, 14, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 29)						
Date:	11/07/2019						
Time:	09:42:59 AM						
Vote Type:	Motion to Approve						
Description:	Ordinance approving the issuance by the Simonton Cultural Education Facilities Finance Corporation of bonds, loans and/or other obligations in a maximum amount of \$8,000,000.00 for the benefit of the Family Endeavors, Inc. for purposes of Section 147(f) of the Internal Revenue Code. An administrative fee of \$2,500.00, payable by the Simonton Cultural Education Facilities Finance Corporation, will be deposited into the General Fund in accordance with the FY 2020 Adopted Budget. [Ben Gorzell, Chief Financial Officer; Troy Elliott, Deputy Chief Financial Officer]						
Result:	Passed						
Voter	Group	Not Present	Yea	Nay	Abstain	Motion	Second
Ron Nirenberg	Mayor		x				
Roberto C. Treviño	District 1		x				
Jada Andrews-Sullivan	District 2		x			x	
Rebecca Viagran	District 3		x				
Adriana Rocha Garcia	District 4		x				
Shirley Gonzales	District 5	x					
Melissa Cabello Havrda	District 6		x				
Ana E. Sandoval	District 7		x				
Manny Pelaez	District 8		x				
John Courage	District 9		x				x
Clayton H. Perry	District 10		x				

CERTIFICATE FOR ORDINANCE

**THE STATE OF TEXAS §
COUNTY OF BEXAR §
CITY OF SAN ANTONIO §**

We, the undersigned officers of the City of San Antonio, Texas (the “City”), hereby certify as follows:

1. The City Council of said City convened in regular meeting on October __, 2019 (the “Meeting”), at the designated meeting place, and the roll was called of the duly constituted officers and members of said City Council, to wit:

Ron Nirenberg	Mayor
Roberto C. Trevino	District 1 Councilmember
Jada Andrews-Sullivan	District 2 Councilmember
Rebecca J. Viagran	District 3 Councilmember
Dr. Adriana Rocha Garcia	District 4 Councilmember
Shirley Gonzales	District 5 Councilmember
Melissa Cabella Havrda	District 6 Councilmember
Ana Sandoval	District 7 Councilmember
Manny Pelaez	District 8 Councilmember
John Courage	District 9 Councilmember
Clayton Perry	District 10 Councilmember

and all of said persons were present, except _____, thus constituting a quorum. Whereupon, among other business, the following was transacted at said Meeting: a written

**ORDINANCE RELATING TO A PUBLIC HEARING AND APPROVING
FINANCING BY THE SIMONTON CULTURAL EDUCATION FACILITIES
FINANCE CORPORATION FOR THE BENEFIT OF FAMILY ENDEAVORS, INC.
AND RELATED MATTERS.**

(the “Ordinance”) was duly introduced for the consideration of said City Council. It was then duly moved and seconded that said Ordinance be adopted and, after due discussion, said motion, carrying with it the adoption of said Ordinance, prevailed and carried by the following vote:

AYES: All members of the City Council shown present above voted “Aye,” except as provided below:

NAYS: _____

ABSTENTIONS: _____

2. That a true, full and correct copy of the aforesaid Ordinance adopted at the Meeting described in the above and foregoing paragraph is attached to and follows this Certificate; that said Ordinance has been duly recorded in said City Council's minutes of said Meeting; that the above and foregoing paragraph is a true,

RKN
11/07/19
Item No. 24

full and correct excerpt from said City Council's minutes of said Meeting pertaining to the adoption of said Ordinance; that the persons named in the above and foregoing paragraph are the duly chosen, qualified and acting officers and members of said City Council as indicated therein; that each of the officers and members of said City Council was duly and sufficiently notified officially and personally, in advance, of the time, place and purpose of the aforesaid Meeting, and that said Ordinance would be introduced and considered for adoption at said Meeting, and each of said officers and members consented, in advance, to the holding of said Meeting for such purpose, and that said Meeting was open to the public and public notice of the time, place and purpose of said meeting was given, all as required by Chapter 551, Texas Government Code.

3. That the Mayor of said City has approved and hereby approves the aforesaid Ordinance; that the Mayor and the City Clerk of said City have duly signed said Ordinance; and that the Mayor and the City Clerk of said City hereby declare that their signing of this Certificate shall constitute the signing of the attached and following copy of said Ordinance for all purposes.

SIGNED November __, 2019.

Leticia Vacek
City Clerk

Ron Nirenberg
Mayor

RKN
11/07/19
Item No. 24

EXHIBIT A

PUBLISHER'S AFFIDAVIT

HEARST

MEDIA SOLUTIONS

San Antonio Express-News | ExpressNews.com | mySA.com

SAN ANTONIO EXPRESS NEWS AFFIDAVIT OF PUBLICATION

STATE OF TEXAS: COUNTY OF BEXAR

Before me, the undersigned authority, a Notary Public in and for the State of Texas, on this day personally appeared: Lynette Nelson, who after being duly sworn, says that she is the BOOKKEEPER of HEARST NEWSPAPERS, LLC - dba: SAN ANTONIO EXPRESS-NEWS, a daily newspaper published in Bexar County, Texas and that the publication, of which the annexed is a true copy, was published to wit:

Customer ID: 849439

Customer Name: Orrick, Herrington Sutcliffe

Order ID: 3039759

Publication
EN Classified

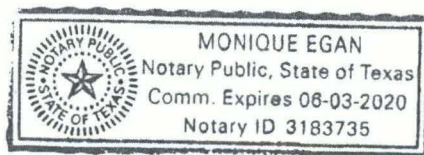
Pub Date
26-SEP-19


Lynette Nelson
Bookkeeper

Sworn and subscribed to before me, this 26 day of Sept. A.D. 2019

Notary public in and for the State of Texas





NOTICE OF PUBLIC HEARING

NOTICE IS HEREBY GIVEN that a public hearing will be held on October 4, 2019, commencing at 10:00 a.m., at Endeavors Corporate Headquarters, 6363 De Zavala Rd., San Antonio, TX 78249, to provide an opportunity for all interested persons to be heard with respect to proposed loans from Frost Bank (the "Bank") to the Simonton Cultural Education Facilities Finance Corporation (the "Corporation") in the maximum principal amount of \$8,000,000 and a proposed loan (qualified 501(c)(3) bonds as defined in Section 145 of the Internal Revenue Code of 1986, as amended) from the Corporation to Family Endeavors, Inc. (the "Borrower") in the same amount (collectively the "Loans"); all pursuant to a loan agreement by and among the Corporation, the Bank and the Borrower.

The Loans are being made for the purpose of (a) refinancing the cost of the acquisition, construction, renovation and equipping of the Endeavors Corporate Headquarters located at 6363 De Zavala Rd., San Antonio, TX 78249; (b) financing the cost of the acquisition, construction, renovation and equipping of a new administrative and counseling building adjacent to the Endeavors Corporate Headquarters located at 6333 De Zavala Rd., San Antonio, TX 78249; and (c) paying certain expenses in connection with the issuance of the Loans (collectively, the "Project"). The Project is owned by the Borrower. The Loans are not payable out of taxes and are secured by and payable solely from funds provided by the Borrower.

All interested persons are invited to attend the hearing to express their views, both orally and in writing, with respect to the Loans and the Project. Any interested persons unable to attend the hearing may submit their views in writing to the President of the Board of Directors of the Corporation c/o Orrick, Herrington & Sutcliffe LLP Attn: Hoang Vu, 609 Main Street, 40th Floor, Houston, Texas 77002, prior to the date scheduled for the hearing.

San Antonio Express-News | ExpressNews.com | mySA.com

Page 1 of 1

RKN
11/07/19
Item No. 24

EXHIBIT B

CERTIFICATE OF PUBLIC HEARING

CERTIFICATE OF PUBLIC HEARING

I, the undersigned, hereby certify in connection with a series of loan transactions to be entered into by the Simonton Cultural Education Facilities Finance Corporation, a Texas non-profit corporation (the "*Corporation*"), Family Endeavors, Inc., a Texas non-profit corporation ("*Borrower*") and Frost Bank, a Texas state bank in the maximum amount of \$8,000,000.00 (the "*Loans*") for the benefit of Borrower, as follows:

1. I served as Hearing Officer for the Corporation for the purpose of conducting a public hearing on the Loans and the use of the proceeds thereof for the purpose of refinancing the cost of the acquisition, construction, renovation and equipping of the Endeavors Corporate Headquarters located at 6363 De Zavala Rd., San Antonio, TX 78249 and financing the cost of the acquisition, construction, renovation and equipping of a new administrative and counseling building adjacent to the Endeavors Corporate Headquarters located at 6333 De Zavala Rd., San Antonio, TX 78249 (the "*Project*").

2. Such hearing was conducted commencing at 10:00 a.m. on October 4, 2019 at Endeavors Corporate Headquarters, 6363 De Zavala Rd., San Antonio, TX 78249, which building and office was open to the public for purposes of the hearing.

3. At the time for the commencement of the hearing, comments, either orally or in writing, were publicly requested on the Project to be financed with proceeds of the Loan and on the making of the Loans.

4. At the hearing,

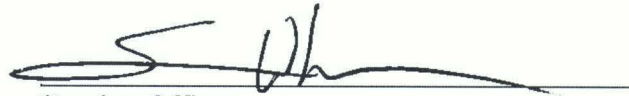
☒ no persons presented comments orally or in writing.

☐ the comments summarized in Exhibit B-1 were made orally by the persons listed therein.

☐ the written comments attached hereto were presented.

5. No time limitations were imposed on any public comments.

IN WITNESS WHEREOF, I have hereunto set my hand this October 4, 2019.


Hearing Officer