



NOTICE OF MEETING

**The Austin Housing Finance Corporation, Board of Directors,
will convene at 3:00 PM on Thursday, November 03, 2016,
in Council Chambers at Austin City Hall, 301 W. Second Street, Austin, Texas**

AGENDA

The Board of Directors will go into a closed session under Chapter 551 of the Texas Government Code to receive advice from legal counsel, to discuss matters of land acquisition, to discuss personnel matters, or for other reasons permitted by law as specifically listed on this agenda. If necessary, the Board may go into a closed session as permitted by law regarding any item on this agenda.

Consent

1. Approve the minutes of the September 1, 2016 Board meetings of the Austin Housing Finance Corporation.
2. Approve a resolution appointing Elaine Hart as General Manager of the Austin Housing Finance Corporation.
3. Approve an inducement resolution for private activity bond financing to be submitted to the Texas Bond Review Board for an allocation of up to \$11,000,000 in private activity volume cap multi-family non-recourse bonds, by Govalle Affordable Housing, L.P., an affiliate of the Cesar Chavez Foundation or an affiliated entity, for a proposed affordable multi-family development located on Shady Lane within the thinkEAST Planned Unit Development. (District 3)
4. Set a public hearing regarding the issuance of up to \$11,000,000 dollars of Multi-family Housing Revenue Bonds to be issued by the Austin Housing Finance Corporation to finance the development by Govalle Affordable Housing, L.P., an affiliate of the Cesar Chavez Foundation, for a proposed affordable multi-family development located on Shady Lane within the thinkEAST Planned Unit Development. (District 3) (Suggested date and time: December 1, 2016, 3:00 p.m. at Austin City Hall, 301 W. Second Street, Austin, TX)

Adjourn



*The City of Austin is committed to compliance with the Americans with Disabilities Act.
Reasonable modifications and equal access to communications will be provided upon request.*

For assistance, please call 512-974-2210 or TTY users route through 711.

A person may request a Spanish language interpreter be made available by contacting the City Clerk's Office not later than twenty-four hours before the scheduled time of the item on which the person wishes to speak. Please call 974-3256 in advance or inform the City Clerk's staff present at the council meeting.

Cualquier persona puede solicitar servicios de intérprete en español comunicándose con la oficina del Secretario/a Municipal a no más tardar de veinte y cuatro horas antes de la hora determinada para el asunto sobre el cual la persona desea comentar. Por favor llame al 974-3256 con anticipo o informe al personal del Secretario/a Municipal presente en la sesión del Consejo.

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| Recommendation for Board Action | | | | |
| Austin Housing Finance Corporation | Item ID | 63790 | Agenda Number | 1. |
| Meeting Date: | 11/3/2016 | | Department: | Neighborhood and Community Development |
| Subject | | | | |
| Approve the minutes of the September 1, 2016 Board meetings of the Austin Housing Finance Corporation. | | | | |
| Amount and Source of Funding | | | | |
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| Fiscal Note | | | | |
| A fiscal note is not required. | | | | |
| Purchasing Language: | | | | |
| Prior Council Action: | | | | |
| For More Information: | Tu Ta, Administrative Senior, 512-974-3173. | | | |
| Boards and Commission Action: | | | | |
| MBE / WBE: | | | | |
| Related Items: | | | | |
| Additional Backup Information | | | | |
| AUSTIN HOUSING FINANCE CORPORATION THURSDAY, September 1, 2016 The Board of Directors of the Austin Housing Finance Corporation (AHFC) was convened on Thursday, September 1, 2016, in the Council Chambers of City Hall, 301 W. 2 nd Street, Austin, Texas. The following were the AHFC items considered by the Austin Housing Finance Corporation's Board of Directors. President Adler called the meeting to order at 4:03 p.m. Director Troxclair was absent. <u>CONSENT AGENDA</u> | | | | |

- AHFC1. Approve the minutes of the August 04, 2016, Board meeting of the Austin Housing Finance Corporation.
The motion to approve the minutes of the August 4, 2016 Board meetings of the Austin Housing Finance Corporation was approved on Director Renteria's motion, Director Pool's second on a 10-0 vote. Director Troxclair was absent.
- AHFC2. Approve a resolution appointing Rosie Truelove as Treasurer of the Austin Housing Finance Corporation.
Resolution No. 20160901-AHFC002 was approved on Vice President Tovo's motion, Director Houston's second on a 10-0 vote. Director Troxclair was absent.
- AHFC3. Conduct a public hearing regarding the issuance of up to \$20,000,000 dollars of Multi-family Housing Revenue Bonds to be issued by the Austin Housing Finance Corporation to provide financing for a proposed affordable senior housing development by Villages at Fiskville, LP, or an affiliated entity, located at 10017 Middle Fiskville Road. (Council District 4)
The public hearing was held and a motion to close the public hearing was approved on Vice President Tovo's motion, Director Renteria's second on a 10-0 vote. Director Troxclair was absent.
- AHFC4. Approve a resolution appointing Rosie Truelove as a Director to the Board of Directors of the AHFC Aldrich 51 Non-Profit Corporation and the AHFC 1034 Clayton Lane Non-Profit Corporation.
Resolution No. 20160901-AHFC004 was approved on Director Pool's motion, Director Renteria's second on a 9-0 vote. Director Zimmerman abstained. Director Troxclair was absent.
- AHFC5. Approve a resolution appointing Bert Lumbreras, Rosie Truelove, and Rebecca Giello as Directors of Arbors at Creekside Non-Profit Corporation, the Austin Inner-City Redevelopment Corporation, the Villas on Sixth Non-Profit Corporation, and the AHFC Village on Little Texas Non-Profit Corporation for terms expiring on July 31, 2019.
Resolution No. 20160901-AHFC005 was approved on Director Renteria's motion, Director Pool's second on a 9-0 vote. Director Zimmerman abstained. Director Troxclair was absent.

President Adler adjourned the meeting at 4:12 p.m. without objection.

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| Recommendation for Board Action | | | | |
| Austin Housing Finance Corporation | Item ID | 63208 | Agenda Number | 2. |
| Meeting Date: | 11/3/2016 | | Department: | Neighborhood and Community Development |
| Subject | | | | |
| Approve a resolution appointing Elaine Hart as General Manager of the Austin Housing Finance Corporation. | | | | |
| Amount and Source of Funding | | | | |
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| Fiscal Note | | | | |
| There is no unanticipated fiscal impact. A fiscal note is not required. | | | | |
| Purchasing Language: | | | | |
| Prior Council Action: | September 1, 2016 – Council appointed Elaine Hart as Interim City Manager effective October 31, 2016 to serve until such time a new City Manager is appointed by the Austin City Council. | | | |
| For More Information: | Rosie Truelove, AHFC Treasurer, 512-974-3064; David Potter, Neighborhood Development Program Manager, 512-974-3192. | | | |
| Boards and Commission Action: | | | | |
| MBE / WBE: | | | | |
| Related Items: | | | | |
| Additional Backup Information | | | | |
| <p>If approved, this resolution would appoint Elaine Hart as the General Manager of the Austin Housing Finance Corporation (AHFC), replacing Marc A. Ott whose resignation with the City of Austin became effective October 30, 2016.</p> <p>Customarily, the City Manager of the City of Austin has been appointed to the office of General Manager of the Austin Housing Finance Corporation by its Board of Directors. Ms. Hart was appointed Interim City Manager by the Austin City Council to serve in that capacity until such time as a new City Manager is appointed.</p> | | | | |

RESOLUTION NO.

**BE IT RESOLVED BY THE BOARD OF DIRECTORS OF THE AUSTIN
HOUSING FINANCE CORPORATION**

Elaine Hart is appointed as General Manager of the Austin Housing Finance Corporation (AHFC), replacing Marc A. Ott, effective November 3, 2016, to serve until a new City Manager is appointed by Council to serve as the AHFC General Manager.

ADOPTED: _____, 2016

ATTEST: _____
Jannette S. Goodall
Secretary

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| Recommendation for Board Action | | | | |
| Austin Housing Finance Corporation | Item ID | 63802 | Agenda Number | 3. |
| Meeting Date: | 11/3/2016 | | Department: | Neighborhood and Community Development |
| Subject | | | | |
| <p>Approve an inducement resolution for private activity bond financing to be submitted to the Texas Bond Review Board for an allocation of up to \$11,000,000 in private activity volume cap multi-family non-recourse bonds, by Govalle Affordable Housing, L.P., an affiliate of the Cesar Chavez Foundation or an affiliated entity, for a proposed affordable multi-family development located on Shady Lane within the thinkEAST Planned Unit Development. (District 3)</p> | | | | |
| Amount and Source of Funding | | | | |
| <p>Up to \$11,000,000 of Private Activity Bonds may be issued by the Austin Housing Finance Corporation (AHFC) for this project. These bonds are not obligations of the City of Austin or of AHFC, and the full faith and credit of the City is not pledged to repay these bonds.</p> | | | | |
| Fiscal Note | | | | |
| <p>There is no unanticipated fiscal impact. A fiscal note is not required.</p> | | | | |
| Purchasing Language: | | | | |
| Prior Council Action: | | | | |
| For More Information: | Rosie Truelove, AHFC Treasurer, 512-974-3064; David Potter, Program Manager, 512-974-3192. | | | |
| Boards and Commission Action: | | | | |
| MBE / WBE: | | | | |
| Related Items: | | | | |
| Additional Backup Information | | | | |

Approval of this inducement resolution will permit staff to submit an application to the Texas Bond Review Board (BRB) requesting consideration to authorize the Austin Housing Finance Corporation (AHFC) to issue multi-family housing revenue bonds in an amount up to \$11,000,000 to assist with the development of the Govalle Terrace Apartments by Govalle Affordable Housing, L.P., or an affiliated entity. The property is located in Council District 3.

Regulations governing the issuance of revenue bonds for the purpose of financing affordable housing specify that the bonds are non-recourse, and the full faith and credit of the AHFC or the City of Austin is not pledged to repay the bonds.

Proposed Project

The proposed development is for 97 units to be located on Shady Lane near Jain Lane in the thinkEAST Planned Unit Development (PUD). Financing for the development is proposed to come from non-competitive 4% Low Income Housing Tax Credits, the Private Activity Bonds issued by AHFC, and Rental Housing Development Assistance (RHDA) funding from AHFC.

Estimated Sources of Funds

| <u>Sources:</u> | | <u>Uses:</u> | |
|------------------------|----------------------|-------------------------|----------------------|
| Private Activity Bonds | \$ 6,932,000 | Acquisition | \$ 1,600,000 |
| Tax Credits | 4,599,962 | Pre-Development | 650,000 |
| AHFC funding | 3,380,000 | Construction/Hard Costs | 10,215,759 |
| Deferred Developer Fee | <u>1,069,922</u> | Soft & Carrying Costs | <u>3,516,125</u> |
| Total | \$ 15,981,844 | Total | \$ 15,981,844 |

Project Characteristics

- 97 units to be built on property in the thinkEAST PUD.
- Unit mix: 10 studio/one-bath units (approximately 500 square feet, approximate rent \$320 to \$900).
- 35 one-bedroom/one-bath units (approximately 600 square feet, approximate rent \$634 to \$1,000).
- 38 two-bedroom/two-bath units (approximately 800 square feet, approximate rent \$758 to \$1,223).
- 14 three-bedroom/two-bath units (approximately 1,000 square feet, approximate rent \$871 to \$1,425).
- Ten units will be made accessible for persons with mobility disabilities, and at least 2 units will be made accessible for persons with hearing and sight disabilities.

Population Served

- CCF has obtained a written agreement from LifeWorks to provide 4 PSH units to Youth Aging out of Foster Care. These four (4) units will be reserved for individuals with incomes at or below 30% of the Median Family Income (MFI), currently \$16,350 for a single-person household.
- Thirty-one (31) units will be reserved for individuals or families with incomes at or below 50% MFI, currently \$27,250 for a single-person household and \$38,900 for a 4-person household.
- Forty-two (42) units will be reserved for individuals and families with income at or below 60% MFI, currently \$32,700 for a single-person household and \$46,680 for a 4-person household.
- Nineteen (19) units will have no income restrictions.
- One (1) unit will be reserved for the property manager.

Current Property Tax Status and Future Impact

The property currently has no property tax exemptions. The Travis Central Appraisal District will determine whether the residential use of this vacant property will be eligible for any exemptions after the property is developed.

The Cesar Chavez Foundation

CCF, is a California 501(c)(3) nonprofit corporation, was founded in 1966 by César E. Chávez who envisioned an organization that would provide social services, alongside the work being done by the United Farm Workers, for the farm workers laboring in the fields. Since its inception, the Foundation's emphasis on housing integrated with social services has been crucial to the enrichment of the communities they serve.

CCF serves tens of thousands of individuals through affordable housing development, educational programming, and broadcast communications and through its conference center in Keene, CA. The organization has expanded its reach from primarily serving farm workers to addressing quality of life issues for individuals, families and communities throughout the Southwest.

For more information on the proposed project, as well as socioeconomic characteristics and amenities in the surrounding area, please see the project's Development Application here:

<http://austintexas.gov/page/fy-15-16-funding-applications>

RESOLUTION NO.

WHEREAS, the Austin Housing Finance Corporation (Corporation) has been created and organized under the provisions of the Texas Housing Finance Corporations Act, Chapter 394, Local Government Code, V.T.C.A. (Act), for the purpose of providing a means of financing the costs of residential ownership and development that will provide decent, safe and sanitary housing for persons of low and moderate income at prices they can afford.

WHEREAS, the Issuer and/or an entity legally acting for and on behalf of the Corporation (either or both Issuer) is or are authorized to provide for the acquisition and construction of multifamily housing projects, and to provide for the issuance of revenue bonds for this purpose.

WHEREAS, Govalle Affordable Housing, L.P., is a limited partnership organized under the laws of the State of Texas.

WHEREAS, the term "Borrower" shall mean Govalle Affordable Housing, L.P., and/or one of its subsidiary, affiliate or related corporations or entities.

WHEREAS, the Borrower has advised the Issuer that it is considering proceeding with the acquisition, construction and/or improvement of a multifamily project described in Exhibit A (Project) within the City of Austin, Texas and within the jurisdiction of the Issuer.

WHEREAS, the Borrower has advised the Issuer that a contributing factor which would further induce the Borrower to proceed with providing for the acquisition, construction and/or improvement of the Project would be a commitment and agreement by the Issuer to issue Project.

WHEREAS, the Borrower has proposed to the Issuer that the Borrower will be further induced to proceed with providing for the acquisition, construction and/or improvement of the Project if the Issuer will make such commitment and agreement and adopt this Resolution.

WHEREAS, all or a portion of the expenditures relating to the Project (Expenditures) have been paid within 60 days prior to the passage of this Resolution or will be paid on or after the passage of this Resolution.

WHEREAS, the Issuer reasonably expects (based upon information supplied by the Borrower, upon which it is reasonable and prudent for the Issuer to rely) to reimburse the Borrower or persons acting on its behalf for the Expenditures with the proceeds of the Bonds.

WHEREAS, the Issuer declares that this Resolution shall, in accordance with its provisions, constitute the agreement of the Issuer to issue the Bonds in such aggregate principal amount, now estimated not to exceed \$11,000,000, as is actually required to finance and pay for the acquisition, construction and/or improvement of the Project.

WHEREAS, the Issuer finds, considers, and declares that the issuance of the Bonds in the amount identified above and for the purpose identified above will be appropriate and consistent with the objectives of the Act, and that the adoption of this Resolution constitutes, (i) an inducement to the Borrower to proceed with providing for the acquisition, construction and/or improvement of the Project, (ii) the taking of affirmative official action by the Issuer, acting by and through its Board of Directors, towards the issuance of the Bonds, and that such action is similar to the adoption of a bond resolution/within the meaning of Section 1.103-8(a)(5) of the Federal Treasury Regulations and (iii) the declaration of the intention

of the Issuer, in accordance with the provisions of Section 1.150-2 of the Federal Treasury Regulations, to reimburse the Expenditures for the Project at such time as the Bonds are issued; **NOW, THEREFORE,**

**BE IT RESOLVED BY THE BOARD OF DIRECTORS OF
AUSTIN HOUSING FINANCE CORPORATION:**

Section 1. The Issuer agrees as follows:

- (a) To adopt a bond resolution or bond resolutions prepared by its Bond Counsel, McCall, Parkhurst & Horton L.L.P., Dallas, Texas, when requested by the Borrower, authorizing the issuance of Bonds pursuant to the Act, and to issue the Bonds, subject to the requirements of the Act, the execution of the appropriate agreements or contracts described in (b), below, and the sale of the Bonds under terms and conditions satisfactory to the Issuer and the Borrower, to finance and pay for the acquisition, construction and/or improvement of the Project, including amounts sufficient to pay the fees, expenses, and costs in connection with such issuance, including an amount adequate to reimburse the Issuer for its administrative and overhead expenses and costs with respect to the Bonds and the Project, with the Bonds to be payable from payments by the Borrower to the Issuer and/or to a corporate trustee in such sums as are necessary to pay the principal of, interest on, and redemption premium, if any, together with the paying agents' and trustee's fees on, the Bonds, as and when the same shall become due and payable.
- (b) Prior to the issuance of the Bonds, when requested by the Borrower, to enter into such loan agreement, installment sale agreement, lease, and/or any other appropriate contracts or agreements between the Issuer and the

Borrower as are mutually acceptable in all respects to the Issuer and the Borrower, under which the Borrower will be obligated to make payments to the Issuer and/or to a corporate trustee in such sums as are necessary to pay the principal of, interest on, and redemption premium, if any, together with the paying agents' and trustee's fees on, the Bonds, as and when the same shall become due and payable, and with such payments also to be sufficient to defray the Issuer's administrative, overhead, and other expenses and costs with respect to the Bonds and the Project.

- (c) To take, or cause to be taken, such other action, and to execute such additional contracts and agreements mutually agreeable to the parties in all respects, when requested by the Borrower as may be required in accordance with the Act and this Resolution to cause the issuance of the Bonds and to obtain an allocation of state volume cap for the Bonds.

Section 2. Subject to the provisions of Section 3 of this Resolution, by the acceptance of this Resolution and proceeding with the Project, the Borrower agrees that it will (i) fully indemnify and hold the Issuer harmless from any and all damages, losses, and reasonable expenses, including attorneys' fees, arising at any time from or with respect to the Bonds and the Project (except those resulting from gross negligence or willful misconduct of the Issuer), and (ii) pay or reimburse the Issuer for all reasonable and necessary out-of-pocket expenses, including attorneys' fees and expenses and the fees and expenses of other consultants, which the Issuer may incur at the request of the Borrower arising from the performance or attempted performance by the Issuer of its obligations hereunder.

Section 3. Nothing contained in this Inducement Resolution shall be interpreted as to bind the Issuer to issue any bonds. The Issuer shall have the authority, without cause, not to issue the bonds.

Section 4. Subject to the provisions of Section 3 of this Resolution, the adoption of this Resolution constitutes the acceptance of the Borrower's proposal that it be further induced to proceed with providing for the acquisition, construction and/or improvement of the Project, and this proposal and acceptance shall constitute an agreement between the Issuer and the Borrower in accordance with the provisions of this Resolution.

Section 5. With respect to this inducement resolution and because the Borrower will have to comply with federal and State of Texas rent control requirements in the event the Borrower is awarded Low Income Housing Tax Credits, the Issuer, to the extent the Borrower is awarded Low Income Housing Tax Credits, waives its Affordable Rent requirements set forth in the Issuer's Rules.

Section 6. The Issuer reasonably expects (based upon information supplied by the Borrower, upon which it is reasonable and prudent for the Issuer to rely) to reimburse the Expenditures with the proceeds of the Bonds.

ADOPTED: _____, 2016

ATTEST: _____

Jannette S. Goodall
Secretary

EXHIBIT A

DESCRIPTION OF PROJECT

The Project will consist of a 97-unit mixed income apartment community located near 5301 Jain Lane, in Austin, Texas. The project will be located in the thinkEAST PUD, and will have 4 units that are affordable to households with incomes at or below 30% MFI, 31 units with incomes at or below 50% MFI, 42 units with incomes at or below 60% MFI, and the remaining units will be market rate.

DRAFT

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| Recommendation for Board Action | | | | |
| Austin Housing Finance Corporation | Item ID | 63803 | Agenda Number | 4. |
| Meeting Date: | 11/3/2016 | Department: | Neighborhood and Community Development | |
| Subject | | | | |
| Set a public hearing regarding the issuance of up to \$11,000,000 dollars of Multi-family Housing Revenue Bonds to be issued by the Austin Housing Finance Corporation to finance the development by Govalle Affordable Housing, L.P., an affiliate of the Cesar Chavez Foundation, for a proposed affordable multi-family development located on Shady Lane within the thinkEAST Planned Unit Development. (District 3) (Suggested date and time: December 1, 2016, 3:00 p.m. at Austin City Hall, 301 W. Second Street, Austin, TX) | | | | |
| Amount and Source of Funding | | | | |
| Up to \$11,000,000 of Private Activity Bonds may be issued by the Austin Housing Finance Corporation (AHFC) for this project. These bonds are not obligations of the City of Austin or of AHFC, and the full faith and credit of the City is not pledged to repay these bonds. | | | | |
| Fiscal Note | | | | |
| There is no unanticipated fiscal impact. A fiscal note is not required. | | | | |
| Purchasing Language: | | | | |
| Prior Council Action: | | | | |
| For More Information: | Rosie Truelove, AHFC Treasurer, 512-974-3064; David Potter, Program Manager, 512-974-3192. | | | |
| Boards and Commission Action: | | | | |
| MBE / WBE: | | | | |
| Related Items: | | | | |
| Additional Backup Information | | | | |
| <p>This public hearing will meet the Tax Equity Financial Responsibility Act (TEFRA) hearing requirements and allows the Austin Housing Finance Corporation (AHFC) to receive public input for the issuance of up to \$11,000,000 in private activity volume cap multi-family housing nonrecourse bonds to provide interim and permanent financing for the development of the Govalle Terrace Apartments. The property is located in Council District 3.</p> <p><u>Proposed Project</u> The proposed development is for 97 units to be located on Shady Lane near Jain Lane in the thinkEAST Planned Unit Development (PUD). Financing for the development is proposed to come from non-competitive 4% Low Income Housing Tax Credits, the Private Activity Bonds issued by AHFC, and Rental Housing Development Assistance (RHDA) funding from AHFC.</p> <p><u>Estimated Sources of Funds</u></p> <p><u>Sources:</u> <u>Uses:</u></p> | | | | |

| | | | |
|------------------------|----------------------|-------------------------|----------------------|
| Private Activity Bonds | \$ 6,932,000 | Acquisition | \$ 1,600,000 |
| Tax Credits | 4,599,962 | Pre-Development | 650,000 |
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| Total | \$ 15,981,844 | Total | \$ 15,981,844 |

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For more information on the proposed project, as well as socioeconomic characteristics and amenities in the surrounding area, please see the project's Development Application here:

<http://austintexas.gov/page/fy-15-16-funding-applications>