

AGENDA

A Regular Board Meeting for:
SAN ANTONIO HOUSING TRUST
will be held at

Council Briefing Room
100 Military Plaza, San Antonio, TX 78205
and virtually via ZOOM:

<https://us02web.zoom.us/j/86815798511?pwd=K0ZJTERoWHZZRnRyc3BvTXRCRG9iQT09>

DIAL-IN NUMBER: 1-346-248-7799 MEETING ID: 868 1579 8511 PASSWORD: 517287

on Tuesday, February 15, 2022 beginning at 4:00 p.m.

NOTICE: *A quorum of the board of directors will be physically located at 100 Military Plaza, San Antonio, TX 78205 at 4:00 p.m. One or more of the Directors may attend this meeting by video conference pursuant to the requirements set forth in the Texas Open Meetings Act. An electronic copy of the agenda packet may be accessed at the San Antonio Housing Trust website under the CALENDAR/Board Meeting date page prior to the meeting.*

NOTICE: *This meeting of the Board, being held for the reasons listed below, is authorized in accordance with the Texas Government Code, Sections 551.001 - 551.146. Verification of Notice of Meeting and Agenda are on file in the Office of the Executive Director.*

1. Call to Order and Roll Call
2. Discussion and possible action to approve minutes of May 27, 2021
3. Public Comment – Interested speakers will have 3 minutes each to address the Board on agenda items or housing policy related matters.
4. Discussion and possible action for Election of Officers
5. Discussion and possible action to appoint Board Members to San Antonio Trust Housing Foundation Board
6. Discussion and possible action to appoint Committee Assignments
7. Discussion and possible action for appointment and engagement of a General Counsel
8. Discussion and possible action to adopt a “Conflict-of-Interest” Policy
9. Adjournment

Executive Session. The San Antonio Housing Trust reserves the right to adjourn into Executive Session at any time during the course of this meeting to discuss any of the matters listed on the posted agenda, above, as authorized by the Texas Government Code, Sections 551.071 (consultation with attorney), 551.072 (deliberations about real property), 551.073 (deliberations about gifts and donations), 551.074 (personnel matters), 551.076 (deliberations about security devices), and 551.087 (economic development). *ANY ITEM DISCUSSED IN EXECUTIVE SESSION MAY BE ACTED ON IN OPEN SESSION*

Attendance by Other Elected or Appointed Officials: It is possible that members City boards,

commissions and/or committees may attend the open meeting in numbers that may constitute a quorum. Notice is hereby given that the meeting, to the extent required by law, is also noticed as a meeting of any other boards, commissions and/or committees of the City, whose members may be in attendance in numbers constituting a quorum. These members of other City boards, commissions, and/or committees may not deliberate or take action on items listed on the agenda. [Attorney General Opinion – No. GA-0957 (2012)].

This facility is wheelchair accessible and accessible parking spaces are available. Requests for accommodations or interpretative services must be made 48 hours prior to this meeting. Please contact Nicole Collazo, for concerns or requests, at (210) 735-2772 or FAX (210) 735-2112.

**San Antonio Housing Trust
Agenda Item 2**

This item includes the approval of minutes from the May 27, 2021 meeting.

MINUTES

DATE: Thursday, May 27, 2021

TIME AND PLACE: 2:43 p.m.; Zoom meeting; The Roseville Apartments Community Center, 4139 E Houston St, San Antonio, TX 78220

PRESENT: Celina Peña, Paul DeManche, Hilliard Galloway, Estrellita Garcia-Diaz, John Whitsett, Erica Martinez, and John Harris

ABSENT:

STAFF MEMBERS: Pedro Alanis- Executive Director; Nicole Collazo- Assistant Director, Maria Bradley- Senior Administrative Assistant, Robert "Woody" Wilson– Attorney.

VISITORS:

1. **CALL TO ORDER AND ROLL CALL:** The meeting was called to order at 2:45 p.m.
2. **APPROVAL OF BOARD MEETING MINUTES FOR APRIL 26, 2021.**
Director John Whitsett motioned, and Director Paul DeManche seconded to accept the minutes as presented.

MOTION CARRIED: 7-0.

3. **CITIZENS TO BE HEARD-INTERESTED SPEAKERS WILL HAVE 3 MINUTES EACH TO ADDRESS THE BOARD ON AGENDA ITEMS OR HOUSING POLICY RELATED MATTERS; A TOTAL OF 15 MINUTES WILL BE PROVIDED.**

NONE.

4. **RECOMMENDATION OUT OF COMMITTEE: BRIEFING, DISCUSSION, AND POSSIBLE ACTION REGARDING THE GOVERNANCE REALIGNMENT OF ALL SAN ANTONIO HOUSING TRUST RELATE ENTITIES AND RECOMMENDATION REGARDING AMENDED AND RESTATED ORGANIZATIONAL DOCUMENTS.**
Pete briefed to the board about the new proposed Governance structure and recommended to the board about accepting the new Governance structure.

Motion out of Committee- Director John Whitsett and seconded by Director Hillard Galloway to approve the presented Governance restructure.

MOTION CARRIED 7-0.

5. **EXECUTIVE SESSION:** Pursuant to 551.071, 551.072, 551.074 of the Texas Government Code (consultation with attorney, personnel, contracts, real estate, and litigation matters may be discussed)

ANY ITEM DISCUSSED IN EXECUTIVE SESSION MAY BE ACTED UPON IN OPEN SESSION.
NONE.

6. **ADJOURNMENT-** Without objection the chair adjourned the meeting at 2:48pm

ANY ITEM DISCUSSED IN EXECUTIVE SESSION MAY BE ACTED UPON IN OPEN SESSION

Signed this _____ of _____, 2022.

Respectfully Submitted By:

Secretary

**San Antonio Housing Trust
Agenda Item 3**

Public Comment

Interested speakers will have 3 minutes each to address the Board on agenda items or housing policy related matters; a total of 15 minutes will be provided. Instructions to sign up for Public Comment via Zoom video conference.

- To sign up for Public Comment please call 210-735-2772 24 hours prior to this meeting to place your name on the list.

**San Antonio Housing Trust
Agenda Item 4**

Discussion and possible action for the Election of Officers.

Summary:

The officers of the Trust consist of the President, a Vice President, a Secretary, a Treasurer, and any other officers that the Board may establish by most Trustees. Any person may hold any two or more offices of the Trust except the offices of President and Secretary.

- Elections are to be held as determined by the Board of Trustees.
- Slate is presented at the board meeting
- Nominations are accepted from the floor
- Election by majority of Trustees present is required.

The Managing Trustee shall hold the office of Treasurer, unless otherwise elected by the Board of Trustees and subject to City Council approval.

The President will preside at all meetings of the Board. The President will have other powers and duties not inconsistent with these Bylaws as may be assigned by the Board.

The Vice President will have the powers and duties of the President in its absence. A Vice President will act under the direction of the President and in his/her absence have the duties and powers of the President. A Vice President will have other duties and powers as the President, or the Board of Trustees may assign.

The Secretary will have the general powers and duties usually vested in such office of a Trust, including keeping all records, documents, and the corporation seal at the principal office of the Trust; affixing the corporate seal to any instrument requiring it and to attest the same by his or her signature when authorized by the Board of Trustees of after the instrument has been signed by the President, a Vice President or other authorized officer or agent' keeping the minutes of the meetings.

The Treasurer will be responsible for all funds and securities of the Trust and will have the general powers and duties usually vested in such office of the Trust, including receiving and documenting all monies due and payable to the Trust; depositing all monies received in the name of the Trust in a depository designated by the Board; disbursing monies of the Trust under the direction or orders of the Board; entering regularly in the books kept by the Treasurer a complete and accurate account of all monies received and disbursed by the Trust; rendering a statement of the financial accounts of the Trust to the Board as requested; exhibiting the books of account in his/her custody to any Trustee upon request; and submitting a full financial report to the Board of Trustees at a meeting during the next fiscal year.

Recommendation:

Staff recommends electing a President, Vice President, and Secretary. Staff also recommends keeping City's Managing Trustee installed as Treasurer.

**San Antonio Housing Trust
Agenda Item 5**

Discussion and possible action to appointment of Board Members to San Antonio Trust Housing Foundation Board

Summary:

On September 8, 1989, the City of San Antonio Housing Trust was established by Ordinance No. 67895.

Pursuant to said Declaration of Trust, Article III, Section 3.3.1, as amended by Resolution No. 90-0801 passed on August 15, 1990 and approved by Ordinance No. 72563 passed on November 1, 1990, the San Antonio Housing Trust Foundation, Inc., a Texas nonprofit corporation, is responsible for the administrative support of the operations of the City of San Antonio Housing Trust; and under Ordinance No. 74452 passed on September 26, 1991, the San Antonio Housing Trust Foundation, Inc. was designated and approved to be the administrative and fiscal agent of the City of San Antonio Housing Trust for the disbursement of awards of Trust assistance to sponsors of affordable housing projects and programs.

On June 10, 2021, City Council approved amendments to the Declaration of Trust and Final Rules and Regulations for the City of San Antonio Housing Trust. In Article III, Section 3.6 of the First Amended and Restated Declaration of Trust, states that the administration and management of the operations of the City of San Antonio Housing Trust and the staff support of the Board of Trustees will be provided by the San Antonio Housing Trust Foundation, Inc.

On August 5, 2021, City Council passed an Ordinance appointing Jalen McKee-Rodriguez, Phyllis Viagran, Dr. Adriana Rocha Garcia, Teri Castillo, and John Courage to the San Antonio Housing Trust, San Antonio Housing Trust Finance Corporation, San Antonio Housing Trust Foundation, and the San Antonio Housing Trust Public Facility Corporation Board of Directors.

On January 13, 2022 City Council approved the following appointments to the San Antonio Housing Trust Board of Trustees, the San Antonio Housing Trust Public Facility Corporation, and the San Antonio Housing Trust Finance Corporation Antoinette Brumfield (Housing Expert), Eric Cooper (Community Representative) and Jane Paccione (Community Representative) for the remainder of an unexpired term ending May 31, 2023 and Marinella Murillo (Housing Expert), Rachell Hathaway (Housing Expert) and Jordan Ghawi (Community Representative) for the remainder of an unexpired term ending May 31, 2025.

Recommendation:

Staff recommends the Housing Trust Board appoint Jalen McKee-Rodriguez, Phyllis Viagran, Dr. Adriana Rocha Garcia, Teri Castillo, John Courage, Antoinette Brumfield, Eric Cooper, Jane Paccione, Marinella Murillo, Rachell Hathaway, Jordan Ghawi, and Mark Carmona, to the Housing Trust Foundation Board.

**San Antonio Housing Trust
Agenda Item 6**

Discussion and possible action to appoint Committee Assignments

Summary:

The Board President can create ad-hoc committees as needed and only for specific tasks. There are two (2) standing Committees consisting of at least one (1) City Council Trustee and one (1) Community Trustee.

The Board President shall assign the Trustee to these standing Committees. The two (2) standing Committees are the **Governance and Policy Committee** that shall be responsible for evaluation of new Community Trustees, overall policy development and Executive Director evaluations; and **Finance and Audit Committee** that shall review and prepare the annual budget and oversee audits.

- Any Committee member may be removed by the Board President.
- Any ad hoc Committee may be abolished by the Board President.
- The standing Committees may only be abolished by the Board of Trustees.

The following persons have expressed interest in serving on a board committee:

- CM McKee-Rodriguez – Governance and Policy Committee
- Jane Paccione - Governance and Policy Committee
- Marinella Murillo – Finance and Audit Committee

Recommendation:

Staff recommends including project level reviews in Finance and Audit Committee

Staff recommends newly elected President provide committee assignments to the two standing committees with no more than 3-4 persons per committee.

**San Antonio Housing Trust
Agenda Item 7**

Discussion and possible action for appointment and engagement of General Counsel

Summary:

The SA Housing Trust issued an RFQ for Legal Services including General Counsel for the four entities of the Housing Trust. Proposals were due in July 2021 in anticipation of the Governance Realignment occurring in 2021.

SAHT received the following responsive proposals for General Counsel:

1. Robert W. Wilson II, Sanchez and Wilson, PLLC
2. Adam C. Harden - Locke Lord, LLP
3. Stephen Dennis - Clark Hill, PLC
4. Paul A. Fletcher - Langley & Banack, Inc.
5. Kelli Cubeta – Cubeta Law Group, PLLC
6. Clarissa M. Rodriguez - Denton Navarro Rocha Bernal & Zech

An evaluation team consisting of highly regarded attorney's and SAHT staff met on several occasions from November 2021 through January 2022 to:

- Discuss the responsive proposals
- Develop a shortlist
- Interview or obtain clarification from respondents
- Provide a recommendation

Evaluation Criteria was reviewed as follows:

- Ability to carry out scope of legal services
- Specific record and experience
- Professional qualifications and licensing
- Insurability and status of current work
- MWBE and/or employment of minority and women in performance of Trust
- Location and access

Recommendation:

The Evaluation Committee recommends the SAHT Board of Trustees execute an engagement letter with Denton Navarro Rocha Bernal & Zech to serve as General Counsel to the City of San Antonio Housing Trust.

Attachment:

Evaluation Team Members
Proposal
Engagement Letter

SA Housing Trust Legal Services RFQ

Evaluation Panel



Pedro (Pete) Alanis has over 18 years of community development experience including as the City of San Antonio's Real Estate Administrator. He became the Executive Director of the San Antonio Housing Trust in September 2019. Since then, he has renewed partnerships with local non-profits in affordable housing; developed funding priorities to assist San Antonio's most vulnerable populations; and facilitated the realignment of the San Antonio Housing Trust's governing board. These efforts provided the unified, transparent, and strategic focus necessary to establish the San Antonio Housing Trust as a leader in creating and preserving affordable housing for those in most need. In 2021, his leadership earned the San Antonio Housing Trust the inaugural Susan R. Sheeran Bridge Builder Award. Pete currently serves on the San Antonio Housing Commission, the Successfully Aging and Living in San Antonio workgroup, and the For Everyone Home Initiative team. He is also the Real Estate and Development Co-chair for the City of San Antonio's Strategic Housing Implementation Plan.

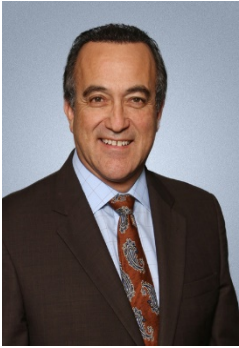


Timothy Alcott currently oversees SAHA's Development Services and Neighborhood Revitalization, Construction and Legal Services departments. Alcott holds a Bachelor of Business Administration in Accounting from St. Mary's University and a Juris Doctorate from OCU School of Law. He has been in the housing industry for over 20 years both in the private and public sectors. During his tenure at SAHA, he has worked with the organization to ensure the successful financing, construction or rehabilitation of thousands of apartments and homes. He is a member of the Urban Land Institute, U.S. Court of Appeals (Fifth Circuit), the Federal Bar Association, Housing Development and Law Institute, San Antonio Bar Association; and served as Vice President and Secretary of the Association of Corporate Counsel. He has been named as one of the top in-house counsel in San Antonio by the San Antonio Business Journal.



Leslie Hyman assists clients with business litigation and arbitration, antitrust and trade regulation counseling, and appellate matters, including bankruptcy appellate cases. Within her business litigation practice, she has handled numerous complex disputes involving issues such as contract rights, antitrust, fraud, and intellectual property. She has litigated in federal and state courts and before national and international arbitration tribunals. She also counsels clients in all aspects of the supply chain — manufacturers, distributors, and consumers — on antitrust and trade regulation matters, particularly in the distribution context and provides guidance in developing antitrust compliance materials and programs. Leslie has represented financial institutions, issuers, and individuals in investigations and private securities fraud litigation and arbitration proceedings.

Leslie is Past Chair of the State Bar of Texas Antitrust and Business Litigation Section and a member of the American Bar Association Antitrust Section. She is Past Chair of the State Bar of Texas Administration of Rules of Evidence Committee, is co-chair of the San Antonio Bar Association's Federal Courts Committee, is a founding member of the Steering Committee of the Bexar County Women's Bar's LEAD Academy, serves on the board of the San Antonio Bar Association's Appellate Practice Section, and is a member of the Board of Editors of San Antonio Lawyer Magazine.



Frank Garza has extensive public and employment law experience in representing municipalities and governmental entities in legal matters involving their business and operations. He has represented his clients in litigation, appellate and administrative matters before various county, district and appellate courts in Texas. He currently serves as City Attorney for the cities of Balcones Heights, Helotes, Hondo, Karnes City, Kyle, Olmos Park, Rockwall and Terrell Hills. Additionally, he currently provides legal guidance to the cities of Alamo Heights, Leon Valley EDC, Richmond, San Antonio and Windcrest.

Mr. Garza serves as general counsel to various other governmental entities including Brooke Development Authority, Port Authority of San Antonio, City of San Antonio Civil Service Commission, City of San Antonio Police and Fire Civil Service Commission, Alamo Area Metropolitan Policy Organization, VIA Transit Authority, Cibolo Canyon Special Improvement District, Westside 211 Special Improvement District and Westside Development Corporation.



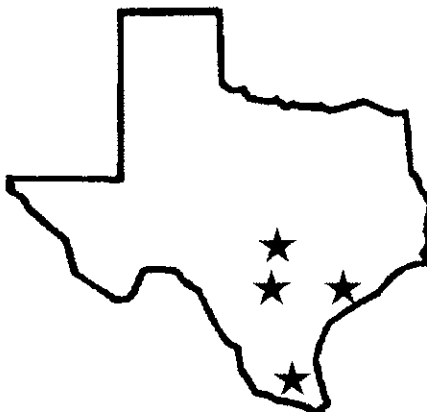
Jameene Williams is an Assistant City Attorney for the City of San Antonio. While she handles a wide array of legal matters for the City, she primarily serves as legal advisor to the City's Neighborhood and Housing Services and Planning Departments, and the City of San Antonio's Housing Commission. Jameene is the lead attorney for all general funded housing programs and regularly works with staff and outside counsel for the City's affiliated housing entities and non-profit delegate agencies. Prior to joining the City Attorney's office, Jameene worked at the law firm of Denton, Navarro, Rocha, Bernal & Zech, P.C. During her nine years at the firm, she exclusively represented cities and other local governmental entities.

Jameene was born in Atlanta, Georgia and raised in Chicago, Illinois. She attended the University of Chicago, graduating with a Bachelor of Arts degree in Political Science. Jameene then moved to Texas to attend the Thurgood Marshall School of Law at Texas Southern University, graduating, and becoming licensed to practice law in 2007. While in law school, Jameene clerked for the Honorable John T. Wooldridge, ret., of the 269th District Court of Harris County. She is licensed to practice law in all courts of the State of Texas, as well as the U.S. District Court for the Southern and Western Districts of Texas.



Nicole Collazo has worked in non-profit administration for more than 15 years, with the past 12 years focused on real estate development and non-profit affordable housing. She is currently the Director of Operations for the San Antonio Housing Trust, previously serving as the Interim Executive Director in 2019. When she first joined the organization in 2009, Nicole managed multiple aspects of the San Antonio Housing Trust including project financing, due diligence, partnerships relationships, and closings as well as communications with state and local agencies, investors, and legal teams. Throughout her tenure at SAHT, Nicole has been committed to improving communities and neighborhoods through affordable housing developments.

She holds a Bachelor of Arts in Business Administration from the University of the Incarnate Word. Prior to her career at the Trust, Nicole served as the Interim Arts Education Director of the Guadalupe Cultural Arts Center where she provided oversight of operations including all education programs and events. Born and raised in San Antonio, she thrives on the opportunity to help strengthen the community.



**RESPONSE TO THE SAN ANTONIO HOUSING TRUST
REQUEST FOR QUALIFICATIONS FOR
GENERAL COUNSEL**

Submitted July 15, 2021

by

Clarissa M. Rodriguez, Partner/Shareholder

San Antonio Office
2517 North Main Avenue
San Antonio, Texas 78212-4685
Phone (210) 227-3243
Fax (210) 225-4481

Rio Grande Valley Office
701 East Harrison
Suite 100
Harlingen, Texas 78550-9165
Phone (956) 421-4904
Fax (956) 421-3621

Austin Office
2500 W William Cannon Drive
Suite 609
Austin, Texas 78745-5320
Phone (512) 279-6431
Fax (512) 279 6438

Texas Gulf Coast
549 N. Egret Bay Blvd.
Suite 200
League City, TX 77573
Phone (832) 632-2102

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- E. Texas State Bar Good Standing Documentation

A

A. Transmittal Letter

The letter shall provide the names, title, address (physical and mailing) and telephone number of the official contact and shall be numbered if more than one page.

RESPONSE:

Denton Navarro Rocha Bernal & Zech, P.C.'s, (DNRB&Z and/or Firm) transmittal letter found in Tab A provides the name, title, address, and telephone number of the official contact. The Firm's San Antonio office is submitting this Response to the Request for Qualifications for General Counsel services.

San Antonio | Austin | Rio Grande Valley | Texas Gulf Coast
2517 N. Main Avenue | San Antonio, Texas 78212-4685
V 210-227-3243 | F 210-225-4481

July 15, 2021

San Antonio Housing Trust
Attn: Nicole Collazo, Assistant Director
2515 Blanco Road
San Antonio, Texas 78212

Re: *Response to Request for Qualifications - San Antonio Housing Trust*

Dear Ms. Collazo:

DNRB&Z is pleased to submit this Response to the Request for Qualifications for General Counsel services to the San Antonio Housing Trust (SAHT).

Our Firm focuses its practice on the representation of governmental entities, providing legal services in all areas of local government law, including but not limited to human resources, state/federal laws, contract law, public disclosures, real estate law, and purchasing/procurement issues as more fully described in our Response.

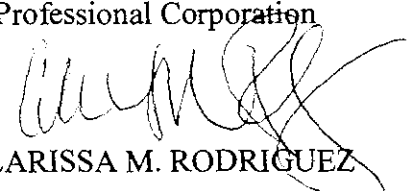
We propose the SAHT appoint DNRB&Z to provide General Counsel services. I will serve as Lead Attorney and will be your primary point of contact. Depending on your needs and workload, other lawyers in the Firm will be used when necessary to allow prompt and efficient responses to your needs and reduce your overall costs in connection with our engagement if selected.

If you have any questions or concerns about our Response, you can reach me by phone at (210) 227-3243 or email cmrodriguez@rampagelaw.com.

We appreciate the opportunity to present our proposal for your consideration.

Sincerely yours,

DENTON NAVARRO ROCHA BERNAL & ZECH
A Professional Corporation



CLARISSA M. RODRIGUEZ

CMR/dq

B

B. Statement Concerning Insurance

Confirmation that the Legal Firm has in place general liability insurance, worker's compensation, and professional liability insurance.

RESPONSE:

We have attached two sample copies of the Certificates of Insurance reflecting type of coverage and policy limits. If chosen as General Counsel for the SAHT, we would contact our Agents of Record requesting the issuance of Certificates of Insurance naming SAHT as Certificate Holders.



CERTIFICATE OF LIABILITY INSURANCE

DATE (MM/DD/YYYY)
06/21/2021

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER MARSH USA INC/PHS 65812768 The Hartford Business Service Center 3600 Wiseman Blvd San Antonio, TX 78251	CONTACT NAME: PHONE (866) 467-8730 (A/C, No, Ext): FAX (888) 443-6112 (A/C, No): E-MAIL ADDRESS:
INSURED Denton Navarro Rocha Bernal & Zech, P.C 2517 N MAIN AVE SAN ANTONIO TX 78212-4685	INSURER(S) AFFORDING COVERAGE INSURER A: Hartford Lloyd's Insurance Company 38253 INSURER B: Hartford Underwriters Insurance Company 30104 INSURER C: INSURER D: INSURER E: INSURER F:

COVERAGES		CERTIFICATE NUMBER:		REVISION NUMBER:			
THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE. FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAID CLAIMS.							
INSR LTR	TYPE OF INSURANCE	ADDL INSR	SUBR WVD	POLICY NUMBER	POLICY EFF (MM/DD)	POLICY EXPIRY (MM/DD)	LIMITS
A	COMMERCIAL GENERAL LIABILITY			65 SBA NM	07/20/2021	07/20/2022	EACH OCCURRENCE
	<input type="checkbox"/> CLAIMS-MADE <input checked="" type="checkbox"/> OCCUR						AGGREGATE LIMIT
	<input checked="" type="checkbox"/> General Liability						ML (Any one person)
	GEN'L AGGREGATE LIMIT APPLIES PER:						PERSONAL & ADV INJURY
	<input type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input checked="" type="checkbox"/> LOC						GENERAL AGGREGATE
	OTHER:						PRODUCTS - COMP/OP AGG
B	AUTOMOBILE LIABILITY			65 WEC Eb	07/20/2021	07/20/2022	COMBINED SINGLE LIMIT (Per accident)
	<input checked="" type="checkbox"/> ANY AUTO						BODILY INJURY (Per person)
	<input type="checkbox"/> ALL OWNED AUTOS	<input type="checkbox"/> SCHEDULED AUTOS					BODILY INJURY (Per accident)
	<input checked="" type="checkbox"/> HIRED AUTOS	<input checked="" type="checkbox"/> NON-OWNED AUTOS					PROPERTY DAMAGE (Per accident)
	<input type="checkbox"/> UMBRELLA LIAB	<input type="checkbox"/> OCCUR					EACH OCCURRENCE
	<input type="checkbox"/> EXCESS LIAB	<input type="checkbox"/> CLAIMS-MADE					AGGREGATE
	DED RETENTION \$						
A	WORKER COMPENSATION AND EMPLOYERS' LIABILITY			65 WEC AF4EC9	07/20/2021	07/20/2022	<input checked="" type="checkbox"/> PER STATUTE <input type="checkbox"/> OTHER
	ANY PROPRIETARY OFFICER/MEMBER EXCLUDED? (Mandatory in NH)						E.L. EACH ACCIDENT
	If yes, describe under DESCRIPTION OF OPERATIONS						E.L. DISEASE - EA EMPLOYEE
							E.L. DISEASE - POLICY LIMIT

DESCRIPTION OF OPERATIONS / LOCATIONS / VEHICLES (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
Those usual to the Insured's Operations.

CERTIFICATE HOLDER

CANCELLATION

SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.

AUTHORIZED REPRESENTATIVE

Swann S. Castaneda

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ACORD 25 (2016/03)

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CERTIFICATE OF LIABILITY INSURANCE

8/1/2021

DATE (MM/DD/YYYY)

8/7/2020

THIS CERTIFICATE IS ISSUED AS A MATTER OF INFORMATION ONLY AND CONFERS NO RIGHTS UPON THE CERTIFICATE HOLDER. THIS CERTIFICATE DOES NOT AFFIRMATIVELY OR NEGATIVELY AMEND, EXTEND OR ALTER THE COVERAGE AFFORDED BY THE POLICIES BELOW. THIS CERTIFICATE OF INSURANCE DOES NOT CONSTITUTE A CONTRACT BETWEEN THE ISSUING INSURER(S), AUTHORIZED REPRESENTATIVE OR PRODUCER, AND THE CERTIFICATE HOLDER.

IMPORTANT: If the certificate holder is an ADDITIONAL INSURED, the policy(ies) must have ADDITIONAL INSURED provisions or be endorsed. If SUBROGATION IS WAIVED, subject to the terms and conditions of the policy, certain policies may require an endorsement. A statement on this certificate does not confer rights to the certificate holder in lieu of such endorsement(s).

PRODUCER LOCKTON COMPANIES 2100 ROSS AVENUE, SUITE 1400 DALLAS TX 75201 214-969-6700	CONTACT NAME: PHONE (AG No. Ext.): FAX (AG No.): E-MAIL ADDRESS: INSURER(S) AFFORDING COVERAGE INSURER A: OBE Insurance Corporation INSURER B: INSURER C: INSURER D: INSURER E: INSURER F:
INSURED 1356517 Denton Navarro Rocha Bernal & Zech, P.C. 2517 N. Main San Antonio TX 78212	MAIC # 39217

COVERAGES

CERTIFICATE NUMBER:

REVISION

MBF

XXX XXXX

THIS IS TO CERTIFY THAT THE POLICIES OF INSURANCE LISTED BELOW HAVE BEEN ISSUED TO THE INSURED NAMED ABOVE FOR THE POLICY PERIOD INDICATED. NOTWITHSTANDING ANY REQUIREMENT, TERM OR CONDITION OF ANY CONTRACT OR OTHER DOCUMENT WITH RESPECT TO WHICH THIS CERTIFICATE MAY BE ISSUED OR MAY PERTAIN, THE INSURANCE AFFORDED BY THE POLICIES DESCRIBED HEREIN IS SUBJECT TO ALL THE TERMS, EXCLUSIONS AND CONDITIONS OF SUCH POLICIES. LIMITS SHOWN MAY HAVE BEEN REDUCED BY PAYMENTS OF CLAIMS.

PROD LTR	TYPE OF INSURANCE	AGGREGATE LIMIT	POLICY NUMBER	POLICY EFF. DATE (MM/DD/YYYY)	EXP. DATE (MM/DD/YYYY)	COVERAGE
	COMMERCIAL GENERAL LIABILITY CLAIMS-MADE <input type="checkbox"/> OCCUR <input type="checkbox"/> GEN'L AGGREGATE LIMIT APPLIES PER: <input type="checkbox"/> POLICY <input type="checkbox"/> PROJECT <input type="checkbox"/> LOC OTHER:		NOT APPLICABLE			EACH OCCURRENCE \$ XXXXXXXX DAMAGE TO PROP. TO PREMISES (EIL) \$ XXXXXXXX TO EXP. (Per person) \$ XXXXXXXX L & ADV INJURY \$ XXXXXXXX GENERAL AGGREGATE \$ XXXXXXXX PRODUCTS - COMP/OP AGG \$ XXXXXXXX
	AUTOMOBILE LIABILITY ANY AUTO OWNED AUTOS ONLY <input type="checkbox"/> SCHEDULED AUTOS <input type="checkbox"/> HIRED AUTOS ONLY <input type="checkbox"/> NON-OWNED AUTOS ONLY <input type="checkbox"/>		NOT APPLICABLE			COMBINED SINGLE LIMIT (EIL accident) \$ XXXXXXXX BODILY INJURY (Per person) \$ XXXXXXXX BODILY INJURY (Per accident) \$ XXXXXXXX PROPERTY DAMAGE (Per accident) \$ XXXXXXXX
	UMBRELLA LIAB EXCESS LIAB <input type="checkbox"/> OCCUR <input type="checkbox"/> DED <input type="checkbox"/> RETENTION \$ <input type="checkbox"/>		NOT APPLICABLE			EACH OCCURRENCE \$ XXXXXXXX AGGREGATE \$ XXXXXXXX
	WORKERS COMPENSATION AND EMPLOYERS' LIABILITY ANY PROPRIETOR/PART. EXECUTIVE OFFICER/MEMBER EX. <input type="checkbox"/> ED7 (Mandatory in NH) If yes, describe operations below	Y/N N/A	NOT APPLICABLE			PER STATUTE <input type="checkbox"/> OTHER <input type="checkbox"/> E.L. EACH ACCIDENT \$ XXXXXXXX E.L. DISEASE - EA EMPLOYEE \$ XXXXXXXX E.L. DISEASE - POLICY LIMIT \$ XXXXXXXX
A	Legal Professional Liability	N	LAW-20287-01	8/1/2020	8/1/2021	Limits \$1,000,000 Retention \$15,000

DESCRIPTION OF OPERATIONS / LOCATIONS / RISKS (ACORD 101, Additional Remarks Schedule, may be attached if more space is required)
Coverage subject to actual policy terms, conditions and exclusions. All other policy terms / conditions as stated in policy.

CERTIFICATE HOLDER	CANCELLATION
	SHOULD ANY OF THE ABOVE DESCRIBED POLICIES BE CANCELLED BEFORE THE EXPIRATION DATE THEREOF, NOTICE WILL BE DELIVERED IN ACCORDANCE WITH THE POLICY PROVISIONS.
	AUTHORIZED REPRESENTATIVE

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ACORD 25 (2018/03)

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Tab | B

C

C. Statement Concerning Conflict of Interest

Disclose those interests of the Legal Firm that would impede with or interfere in the carrying out the duties and responsibilities of the position of a Privileged Attorney are deemed conflicting.

RESPONSE:

The Firm represents a number of municipalities and quasi-governmental entities. Pursuant to the Texas Disciplinary Rule of Professional Conduct 1.06 (c), a lawyer may undertake multiple representations if (1) the lawyer reasonably believes the representation of each client will not be materially affected; and (2) each affected or potentially affected client consents to such representation after full disclosure of the existence, nature, implications, and possible adverse consequences of the common representation and the advantages involved, if any.

The legal advice pertaining to administrative, operations, and compliance with federal state law or other internal legal advice such as personnel/employment matters present little if any risks of conflict with responsibilities to the SAHT. To that extent, we do not have any clients that would cause a conflict of interest with our responsibilities to the SAHT.

Because the Firm limits our representation to only local governments and quasi-governmental entities, the Firm believes no conflict of interest would ever arise in our representation of the SAHT. However, should a conflict of interest arise, the Firm will fully comply with our ethical obligations under the Texas Disciplinary Rules of Professional Conduct.

D

D. Qualifications Statement

The entire Qualification Package shall stand alone and include full responses to all RFQ instructions. The Qualification statement must not exceed 25 pages of 8 ½" X 11" paper.

RESPONSE:

We are proud to present the Firm's Statement of Qualifications to provide General Counsel services to provide the SAHT legal advice and counsel described in more detail on pages 1-24 of our Response.

1

1. Organizational Information

Describe the Legal Firm's name, principals, ownership organization, address, contact information, legal specializations, year established, former names, and identify home or branch office making submittal.

RESPONSE:

The name of the Firm is Denton Navarro Rocha Bernal & Zech, P.C.

DNRB&Z is owned by nine principals/shareholders:

Lowell F. Denton – San Antonio/Texas Gulf Coast
Ricardo J. Navarro – Rio Grande Valley
Patrick C. Bernal – San Antonio
Charles E. Zech – Austin
Robert L. Drinkard – Rio Grande Valley
Clarissa M. Rodriguez – San Antonio
Rebecca S. Hayward – Rio Grande Valley
Scott M. Tschirhart – Austin
T. Daniel Santee – San Antonio

The ownership interests vary among the principals/shareholders.

The four office locations are:

San Antonio Office:
2517 North Main Avenue
San Antonio, Texas 78212
Phone (210) 227-3243
Fax (210) 227-4481

Austin Office:
2500 West William Cannon Drive, Suite 609
Austin, Texas 78745
Phone (512) 279-6431
Fax (512) 279-6438

Rio Grande Valley Office:
701 East Harrison, Suite 100
Harlingen, Texas 78550
Phone (956) 421-4904
Fax (956) 421-3621

Texas Gulf Coast:
549 North Egret Bay Boulevard
Galveston, Texas 77573
Phone (832) 632-2102

Firm Website: www.rampagelaw.com

The Firm specializes in the practice of public entity law and was established as a professional corporation by Lowell F. Denton in June of 1990.

Former Firm names are as follows:

Denton & McKamie, P.C.
Denton, McKamie & Navarro, P.C.
Denton & Navarro, P.C.
Denton, Navarro & Bernal, P.C.
Denton, Navarro, Rocha & Bernal, P.C.
Denton, Navarro, Rocha, Bernal, Hyde & Zech, P.C.

The San Antonio office submits our Response to the Request for Qualifications to the SAHT. Clarissa M. Rodriguez will be the Firm's primary authorized representative attorney assigned to provide General Counsel services for SAHT. As the attorney with knowledge of this Response to the Request for Qualifications submittal, Ms. Rodriguez's contact information is: address 2517 North Main Avenue, San Antonio, Texas 78212; phone (210) 227-3243; fax (210) 225-4481; and email cmrodriguez@rampagelaw.com.

2

2. Key Personnel

The Legal Firm shall provide a resume for key personnel that will be assigned to the Trust. The information for each individual must include the following: Name, Area(s) of Expertise, Years of Experience, and Professional Licenses(s). Provide documentation that attorneys are in good standing with the State Bar of Texas

RESPONSE:

All attorneys in the Firm are licensed and eligible to practice in the State of Texas. Tab E displays information for key personnel retrieved from the Texas State Bar website.

Below are the resumes of the key personnel anticipated to be assigned to perform legal services for the SAHT. The resumes contain the names, areas of expertise, years of experience, and professional licenses.

The resumes included in this response consist of Clarissa M. Rodriguez, Patrick C. Bernal, T. Daniel Santee, Megan R. Santee, Roxana P. Stevens, Cynthia X. Trevino, and Matthew J. Longoria.

CLARISSA M. RODRIGUEZ

Clarissa M. Rodriguez is a Partner/Shareholder. She joined the Firm in 2008, and her litigation practice involves employment issues, defense of Public Facility Corporations and housing authorities, land use, premises liability, personal injury, and constitutional issues. Ms. Rodriguez is experienced in representing municipalities and housing authorities as City Attorney or General Counsel including litigation matters. She also has experience in police and fire civil service issues. Ms. Rodriguez has been practicing law since 2006 and has been practicing Municipal Law since 2008.

Areas of Practice

City Attorney/General Counsel

Civil Appeals – State and Federal Courts

Civil Rights Litigation/Constitutional Litigation

Including §1983, excessive force, takings, First Amendment, Due Process, etc.

Civil Trial – State and Federal Courts

Development Agreements

Economic Development

Labor and Employment Litigation

Including Title VII, Whistleblower, ADAAA, FLSA, etc.

Land Use, Annexation, and Code Compliance Litigation

Including zoning, vested rights, etc.

Municipal Incorporation Litigation

Municipal Prosecution

Ordinance Drafting

Special Counsel Projects

Texas Tort Claims Act Litigation

Texas Public Information Act
Housing Authorities/Public Facility Corporations

Bar Admissions

State Bar of Texas, 2006

State Bar No. 24056222

U.S. District Court Southern District of Texas, 2009

U.S. District Court Western District of Texas, 2007

U.S. Court of Appeals - Fifth Circuit, 2011

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C.

2008 to Present

Partner/Shareholder. Assists with the representation of clients in State and Federal litigation matters in civil defense litigation, including motions and pleadings, discovery and depositions for governmental entities, representation of municipalities, economic development corporations, and counties as City Attorney and General Counsel. Research legislation, statutes, performs statutory interpretation, and assists with negotiations in municipal and state government relations in lobbying for municipal and governmental entities.

Shelton and Valadez, P.C.

2006 - 2008

Associate attorney. Assisted with representation of clients in State and Federal trial and arbitration matters in a wide range of commercial, work injury, and civil defense litigation disputes. Extensive written discovery, depositions, and motion practice experience, including appearances in State and Federal trial courts. Researched statutes, performed statutory interpretation, contract interpretation, and assisted with negotiations in municipal and state government relations for multiple clients within the law firm.

Denton, Navarro, Rocha, and Bernal, P.C.

2004 and 2005

Summer Law Clerk. Served as a law clerk during law school. Analyzed and drafted memoranda regarding employment law, 11th Amendment, sovereign, and official immunity, premises liability, and civil procedure issues.

Professional Associations and Memberships

American Bar Association

International Municipal Lawyers Association

San Antonio Bar Association

State Bar of Texas

Texas City Attorneys Association

Education

Drake University School of Law, Des Moines, Iowa

Juris Doctor – 2006

Legislative Practice Certificate – 2006

The University of Texas at San Antonio, San Antonio, Texas

Master of Public Administration – 2001

Texas A&M University, College Station, Texas
Bachelor of Arts – 1998

PATRICK C. BERNAL

Patrick C. Bernal is a Partner/Shareholder of the Firm since 2001. He practices primarily in the areas of municipal law and litigation. Mr. Bernal has practiced civil trial law in the area of local government defense since joining the Firm in 1991. He handles a variety of cases ranging from employment law, land use, annexation, flooding, civil rights, torts, contracts, personal injury, and property damage claims in State and Federal courts at the trial and appellate levels. Mr. Bernal has been practicing law since 1983.

Areas of Practice

Civil Appeals – State and Federal Court

Civil Rights Litigation/Constitutional Litigation

Includes §1983, excessive force, takings, First Amendment, Due Process, etc.

Civil Trial – State and Federal Court

Labor and Employment Litigation

Including Title VII, Whistleblower, ADA, FLSA, etc.

Land Use, Annexation, and Code Compliance Litigation

Including zoning, vested rights, etc.

Texas Tort Claims Act Litigation

Bar Admissions

State Bar of Texas, 1983

State Bar No. 02208750

U.S. District Court Western District of Texas, 1989

U.S. District Court Southern District of Texas, 2002

U.S. Court of Appeals - Fifth Circuit, 1994

Texas Supreme Court, 1983

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C.

1991 to Present

Partner/Shareholder. Specializing in the representation of governmental entities in practice areas listed above. Complex litigation in State and Federal courts, including the Western and Southern Districts of Texas, and appellate federal and state courts. Administrative proceedings before the Equal Employment Opportunities Commission (EEOC), Texas Work Force Commission on employment discrimination matters and unemployment benefits, and other state and federal agency matters. General Counsel representation of public entities, including attending meetings of governing bodies, handling general legal matters, and investigations of personnel matters.

Heard, Goggan, Blair and Williams

1988 - 1991

Litigation involving the collection of *ad valorem* property taxes in State and Federal bankruptcy courts. Also, represented governmental entities in general litigation matters in practice areas listed above.

City of San Antonio

1983 - 1988

General Counsel representation as an Assistant City Attorney, providing legal advice to numerous city departments covering a broad range of topics.

Professional Associations and Memberships

Fifth Circuit Bar Association

International Municipal Lawyers Association

San Antonio Bar Association

State Bar of Texas

Texas City Attorneys Association

Education

The University of Texas School of Law, Austin, Texas

Juris Doctor – 1983

The University of Texas, Austin, Texas

Master of Public Affairs – 1983

Texas A & M University, College Station, Texas

Bachelor of Arts – 1979

T. DANIEL “DAN” SANTEE, II

T. Daniel Santee, II is a Partner/Shareholder. He joined the Firm in 2015 and handles City Attorney and General Counsel matters. Mr. Santee has experience in municipal land use and economic development and has provided advice and guidance to numerous boards, commissions, and departments. He has drafted ordinances and code provisions, as well as development agreements. Mr. Santee has practiced law since 1995 and has 22 years of municipal legal experience and 20 years of economic development legal experience. Prior to joining the Firm, he served as the City Attorney for the City of Abilene. Mr. Santee holds merit certification in Municipal Law.

Areas of Practice

Charter Review

City Attorney/General Counsel

Development Agreements

Economic Development

Land Use and Annexation

Open Meetings and Public Information

Ordinance Drafting

Real Estate Transactions

Special Counsel Projects

Texas Public Information Act

Bar Admissions

State Bar of Texas, 1995

State Bar No. 00792816

U.S. District Court Northern District of Texas, 1998

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C. 2015 to Present
Partner/Shareholder of the City Attorney practice in the San Antonio office. Handles City Attorney, Special Counsel, and General Counsel matters.

City of Abilene 1997 - 2015
City Attorney (2007-2015) Interim City Attorney (2006-2007) First Assistant City Attorney (2002-2006) Assistant City Attorney (1997-2002). As City Attorney, handled every aspect of legal representation for the City with a staff of four attorneys and three paralegals. Direct legal advisor for the City Council, Planning and Zoning Commission, Zoning Board of Adjustments, Airport Development Board, and Development Corporation of Abilene. While serving in the capacity of Assistant City Attorney and then First Assistant City Attorney, Mr. Santee prosecuted cases in municipal court, litigated civil cases in State and Federal court, engaged in civil service negotiations, and handled civil service disciplinary appeals, as well as all briefing on requests under the Public Information Act. Also served as legal advisor to the Police and Fire Departments, Parks and Recreation Department, and Planning and Development Services Department.

Hardin-Simmons University /Cisco Junior College
Trinity Valley Community College 1997 - 2015
Adjunct Professor. Taught criminal justice, state and local government, federal government, and public administration.

Henderson County 1995 - 1997
Assistant County Attorney. Handled misdemeanor and juvenile prosecution, emergency commitments, and civil litigation; advised the Henderson County Commissioners Court and County Departments on legal matters.

Professional Associations and Memberships

Baylor Alumni Association – Life Member
Delta Theta Phi Legal Fraternity
Fifth Federal Circuit Bar Association
International Municipal Lawyers Association
San Antonio Bar Association
St. Mary's University Law Alumni Association
State Bar of Texas
Tau Delta Epsilon Christian Service Fraternity
Texas City Attorneys Association

Education

St. Mary's University School of Law, San Antonio, Texas
Juris Doctor – 1994

Baylor University, Waco, Texas
Bachelor of Arts – 1991

MEGAN R. SANTEE

Megan R. Santee is a Senior Associate attorney. She joined the Firm in 2016 and handles General Counsel work advising cities and other local governmental entities on employment, as well as planning and land use issues. Prior to joining the Firm, Mrs. Santee served as the Assistant Director of Planning and Community Services, Assistant to the City Manager for Special Projects, and Director of Public Works for the City of Abilene. She also represented the Abilene Housing Authority in a General Counsel capacity. Mrs. Santee has been practicing municipal law for over 20 years.

Areas of Practice

City Attorney/General Counsel

Civil Appeals – State and Federal Courts

Civil Rights Litigation/Constitutional Litigation

Including §1983, excessive force, takings, First Amendment, Due Process, etc.

Construction Litigation

Development Agreements

Labor and Employment Litigation

Including Title VII, Whistleblower, ADA, FLSA, etc.

Land Use, Annexation, and Code Compliance Litigation

Including zoning, vested rights, etc.

Municipal Court Prosecution

Open Meetings and Public Information

Ordinance Drafting

Real Estate Transactions

Texas Public Information Act

Bar Admissions

State Bar of Texas, 1997

State Bar No. 24002893

U.S. District Court Northern District of Texas, 2000

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C.

2016 to Present

Senior Associate attorney. Assists with the representation of municipalities, economic development corporations, and counties as City Attorney and General Counsel. Assists with the representation of clients in State and Federal litigation matters in civil defense litigation, including discovery and depositions for governmental entities.

City of Abilene

2009 - 2015

Director of Public Works

Assistant Director of Planning and Community Services and

2007 – 2009

Assistant to the City Manager for Special Projects

Assistant City Attorney

2000 - 2007

Research and Writing Consultant, Abilene, Texas 2000 - 2011

Law Office of Loren Williams, Albany, Texas 1998 - 2000
Associate

Eleventh District Court of Appeals, Eastland, Texas 1997 - 1998
Briefing Attorney

Professional Associations and Memberships

State Bar of Texas
Texas City Attorney Association

Education

Texas State University, San Marcos, Texas
Certified Public Manager – June 2011

Texas A&M University of Law School
(Texan Wesleyan University School of Law)
Juris Doctor – 1997

South Texas College of Law
1994 - 1995

Baylor University
Bachelor of Arts – 1991

ROXANA PEREZ STEVENS

Roxana Perez Stevens is an Associate attorney for the Firm. She joined the Firm in 2020 and handles general counsel and litigation matters. Mrs. Stevens earned her Bachelor of Business Administration from St. Mary's University in 1998, and her Juris Doctor from St. Mary's University School of Law in 2002. She was admitted to the State Bar of Texas in 2002 and has over 18 years of experience as a litigator and over 11 years of experience as a municipal attorney. Mrs. Stevens is admitted to practice before the U.S. District Court Southern District of Texas. She has experience in civil litigation, appeals, local government and municipal law, tort law, labor and employment law, civil rights, Texas Public Information Act, Texas Open Meetings Act, general counsel, human resource investigations, administrative hearings, and arbitrations.

Areas of Practice

Arbitration: Contract and Discipline – Public Sector
City Attorney/General Counsel
Civil Appeals – State and Federal Courts
Civil Litigation – State and Federal Courts
Civil Rights Litigation/Constitutional Litigation

Civil Service Law – Municipal and County
 Civil Trial – State and Federal Courts
 Collective Bargaining and Civil Service
 Employment Law
 General Counsel - Governmental Entities
 General Counsel Advisory Work – All Entities
 General Litigation Representing Governmental Entities
 Labor & Employment Litigation
 Including Human Resources, Policies, Civil Rights, EEOC, TWC
 Land Use, Annexation, and Code Compliance Litigation
 Municipal Civil Service
 Police Legal Advisor
 Public Sector Labor Negotiation and Contract Arbitration
 Special Counsel Projects
 Texas Public Information Act – Open Records
 Texas Tort Claims Act Litigation

Bar Admissions

State Bar of Texas, 2002

State Bar No. 24037264

U.S District Court Southern District of Texas, 2007

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C. 2020 to Present
 Associate attorney. Assists with the representation of municipalities, economic development corporations, and counties. Assists with the representation of clients in State and Federal litigation matters in civil defense litigation for governmental entities.

The Knight Law Firm. 2018 to Present
 Litigation attorney

The City of Corpus Christi, 2011 –2018
 Full Time Supervising Assistant City Attorney, Attorney III (Senior Attorney)

Law Office of Roxana I. Perez Stevens 2013 - 2018
 Outside Counsel for the Port of Corpus Christi

Huseman and Stewart, L.L.P. 2013
 Senior attorney

Mckibben, Woolsey and Villarreal, L.L.P. 2010 – 2011
 Senior Associate attorney

Law Office of Ralph M. Rodriguez 2009 – 2010
 Senior Associate attorney

Chaves, Resendez and Rivero, L.L.P. 2006 – 2009
Senior Associate attorney

Gonzales Hoblit and Ferguson LLP 2003 – 2006
(formally Chaves, Gonzales and Hoblit, LLP)
Associate attorney – Senior Associate attorney

Law Offices of Luis R. Vera, Jr. and Associates, P.C 2002– 2003
Associate attorney - 2002 – 2003; Law Clerk - 2002

United States District Judge Orlando Garcia 2002
Judicial Clerkship

Professional Associations and Memberships

American Bar Association
Coastal Bend Women's Law Association
Corpus Christi Bar Association
Corpus Christi Young Lawyers Association
National Public Employers Labor Relations Association
State Bar of Texas
Texas City Attorneys Association
Texas Labor Management Association

Education

St. Mary's University, School of Law, San Antonio, Texas
Juris Doctorate – 2002

St. Mary's University, San Antonio, Texas
Bachelor of Business Administration, International Business – 1998

CYNTHIA X. TREVINO

Cynthia X. Trevino is an Associate attorney. Mrs. Trevino joined the Firm in 2014 and handles representation of municipalities, economic development corporations, and counties as City Attorney and General Counsel. Mrs. Trevino has been practicing Municipal Law since 2014.

Areas of Practice

City Attorney/General Counsel
Development Agreements
Economic Development
Municipal Court Prosecution
Open Meetings Act
Ordinance Drafting
Special Counsel Projects
Texas Public Information Act

Bar Admissions

State Bar of Texas, 2013

State Bar No. 24088546

U.S. District Court Western District of Texas, 2015

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C.

2014 to Present

Associate attorney. Handles Municipal Prosecution, City Attorney, and General Counsel matters for the Firm. Assists with the representation of clients in State and Federal litigation matters in civil defense litigation for governmental entities.

The Smeberg Law Firm, PLLC

2013 - 2014

Law Clerk/Associate attorney. Assisted with all stages of litigation. Negotiated and prepared commercial lease documents and post-judgment agreements; drafted bankruptcy adversary pleadings, claim objections, and various motions and orders for relief; drafted and responded to discovery requests; researched application of various state laws to bankruptcy proceedings; prepared wills and related estate planning documents.

St. Mary's University School of Law

2012 - 2013

Center for Terrorism Law San Antonio, Texas Research Fellow. Researched issues related to terrorism, counterterrorism, and cybersecurity; edited sections of Terrorism Law textbook, law review articles, and newsletter; worked on and edited legal briefings for judicial and non-judicial proceedings provided pro-bono support for military service members wrongfully accused of misconduct in the performance of their duties.

City of Jourdanton

2005 - 2009

City Secretary. Prepared City Council, Commission, and Board meeting agendas and minutes; drafted city ordinances and resolutions; coordinated a comprehensive records management program; coordinated and administered all phases of city elections; served as a tax collector; researched assignments as required for completion of Economic Development Program and USDA grant projects; responded to Texas Public Information Act requests; supervised utility billing department.

Professional Associations and Memberships

Bexar County Women's Bar Association

San Antonio Bar Association

State Bar of Texas

Texas City Attorneys Association

Education

St. Mary's University School of Law, San Antonio, Texas

Juris Doctor, 2013

Texas A&M – San Antonio, San Antonio, Texas

Bachelor of Arts, 2009

MATTHEW J. LONGORIA

Matthew J. Longoria is an Associate attorney. He joined the Firm in 2019 and handles litigation, appeals, municipal law, Texas Public Information Act, Open Meetings Act, ordinance and resolution drafting, and municipal prosecution. Mr. Longoria has been practicing law since 2019.

Areas of Practice

City Attorney/General Counsel
Civil Appeals – State and Federal
Civil Litigation – State and Federal Court
Municipal Court Prosecution
Open Meetings and Public Information
Ordinance and Resolution Drafting
Texas Public Information Act – Open Records
Zoning

Bar Admissions

State Bar of Texas, 2019

State Bar No. 24087035

U.S District Court Southern District of Texas, 2020

Employment Experience

Denton Navarro Rocha Bernal and Zech, P.C.

2017 to Present

Associate attorney (2019-Present)

Law Clerk (2017-2019)

Associate attorney. Prosecution of Class C misdemeanors; counsel and advisor to municipalities and other local governmental entities on ordinance issues; defense of injury claims, employment claims, land use claims; handling of electronic discovery. Conducted legal research on dynamic employment, land use, and injury issues including TTCA, HIPPA, and discrimination and harassment claims made pursuant to Title VII, ADEA, ADA, and state laws.

Center for Legal and Social Justice

2015 - 2016

Student Attorney. Represented landowners in complex, consumer law litigation; conducted legal research and analyzed the Truth in Lending Act and claims made pursuant to state constitutional violations.

Kangxin Partners, P.C.

2014

Summer Intern. Analyzed trademark and copyright discovery reports for potential infringements; reviewed trademark classes and aided in securing registration; prepared a copyright workshop and made a presentation for law firm panel.

Professional Associations and Memberships

San Antonio Bar Association

San Antonio Young Lawyers Association

State Bar of Texas

Texas City Attorneys Association

Texas Young Lawyers Association

Education

St Mary's University School of Law, San Antonio, Texas

Juris Doctor – 2016

Beihang University Institute on Chinese Law and Business, Beijing, China

Study Abroad Program - 2014

University of California, Santa Cruz, California

Bachelor of Arts - 2008

3

3. Resource Utilization Plan

Workload Status Based on the Legal Firm's current workload and staffing, indicating the current percentage of capacity at which the Firm is operating. Indicate the current backlog (if any) of key personnel assignments in months.

RESPONSE:

At present, DNRB&Z is an 18-attorney, four Of Counsel law Firm, with four office locations called upon geographically to serve communities throughout the State of Texas, including every major metropolitan area. Each office is equipped with a team of legal support staff to assist with the attorney's workload and any other administrative objectives. All matters are assigned to a specific team composed of a minimum of one Partner, Associate, Paralegal and Legal Secretary that have perfected a consistent method of assisting clients. The Firm takes a collaborative approach to serving clients, using resources and knowledge from all of our attorneys as appropriate for any particular matter where they may have expertise.

The Firm has a clear understanding of the scope of services and the tasks that are required to provide the SAHT with the best quality representation based on its history and current representation. Our success and continuous client satisfaction is reflected in our ability to acknowledge the task given within 24 hours, work with staff to ensure that the assignment is timely provided and understand and recognize tasks or review items per the entity's calendar. We will continue to maintain efficient time standards while working with the staff to effectively produce client satisfaction and desired results. The Firm's depth of attorneys includes experienced former city secretaries, public works directors, housing authority directors, and in-house city attorneys.

We can proudly disclose that all key personnel assignments in which we attend to have no current backlog.

4

4. Experience and Qualifications

The Legal Firm shall list examples of the Firm's record and experience related to the submitted Scope of Services.

RESPONSE:

We believe that the Firm has a comprehensive understanding of the scope of work outlined in the General Counsel section of the Request for Qualifications.

Provide legal advice, counsel, consultation, and assistance on a continuing basis, as needed, to the Executive Director, Boards of the Trust entities, and management, on a wide variety of non-profit and public corporation organizational needs including but not limited to human resources, state/federal laws, contract law, public disclosures, real estate law, and purchasing/procurement.

The Firm provides legal advice and assistance to local government entities, their employees, and officials in just about every conceivable area of activity. Our experience and abilities often place the Firm in a position to provide prompt and thorough responses to initial inquiries to assist in the recognition of potential liabilities and the reduction of risk. To that extent, we provide the following general overview of our expertise for each scope of service requirement:

Experience with Governmental Entities, Boards and Commissions: Because the Firm represents only governmental entities, every lawyer in our Firm has experience in dealing with the various boards and commissions that exist within local government entities.

Agreements/Contracts: The Firm has a depth of experience in the negotiation, drafting, and review of numerous types of contracts including water supply agreements, interlocal agreements, water lease agreements, utility construction agreements, economic development agreements, contracts for the sale of goods and services, such as architectural and engineering services, independent contractor agreements and information technology services, franchise agreements, easement and rights-of-way access agreements, real estate purchase/sale agreements, and many others. Ms. Rodriguez and Mr. Santee have extensive experience in Request for Proposals and Request for Qualifications in the general counsel capacity and have solicited, negotiated, and drafted the terms of the agreements. Several attorneys in the Firm have negotiated multiple types of contracts to include contracts for placement of Wi-Fi in a community, franchise agreements for use of streets and other rights-of-way, multitudes of economic development and other development agreements, and routine purchasing and competitive bid negotiations.

Human Resources/Personnel Law: Where the area of personnel is concerned, we are regularly called upon by the Texas Municipal League Intergovernmental Risk Pool to protect and defend municipalities and their officials in everything from employment claims resulting from EEOC investigations to state and federal employment and civil rights claims. Ms. Rodriguez has substantial experience in human resources and employment

acting as an advisor for local governments on the hiring, discipline, and termination of government employees, and drafting and revising personnel policies and handbooks.

Purchasing and Procurement: The Firm has a history of experience advising and making presentations at conferences on all aspects of bidding and procurement. DNRB&Z recently presented on this area of law and best practices for the variety of options available. Additionally, Mrs. Santee served as a Director of Public Works who dealt with bidding and procurement for large-scale projects with insight and the same perspective as your employees.

Real Property: Various attorneys of DNRB&Z have extensive experience with real estate and condemnation issues, platting and zoning, including representing City Councils and Planning and Zoning Commissions, as well as Boards of Adjustments. Mr. Denton successfully represented the City of San Marcos in a challenge to various Planned Development Districts within the City. Mr. Denton also successfully defeated a challenge brought by a local church attempting to hold the City of Boerne's Zoning Ordinance invalid under the Religious Land Use and Institutionalized Persons Act. The Firm handles matters involving the acquisition of real property rights and disputes regarding real property prior to statutory offerings in eminent domain proceedings.

In our practice, we handle numerous real estate issues, including purchases and sale of real property, leases, eviction proceedings, economic development contracts, and acquisition of rights-of-ways and easements. The Firm's attorneys have experience in negotiating, reviewing, writing, and/or amending real estate transactions. This includes multiple purchases of real property. The Firm's attorneys regularly draft and negotiate parks and recreation building leases, convention center space, cell tower placement, utility placement, and many others.

Create, update and review loan documents and agreements, real estate contracts, program guidelines, policy documents, Board resolutions, and other documents pertaining to all operations of the Trust entities.

Ordinances and Resolutions: Attorneys in the Firm have experience with drafting, updating, amending, or creating new ordinances or resolutions, legislative findings, incorporation of code provisions, and codification based on city council direction and policy decisions. They also have experience in an extensive scope of topics, including but not limited to budget amendments, rental property registration, stormwater ordinances, sexually-oriented business ordinances, subdivision regulation ordinances, zoning ordinances, and many others, to include Interlocal Agreements.

Real Estate Matters: Our attorneys have handled real estate transactions for governmental entities. On behalf of the City of College Station, Mr. Denton successfully handled the acquisition of major water infrastructure sites and other real property to acquire and develop the City's water assets. He has also handled the acquisition of land on behalf of the City of Laredo necessary for the City's Airport expansion. Many of the Firm's attorneys have extensive experience with platting and zoning, including representing governmental

entities. During Mr. Santee's 18 years as an attorney for the City of Abilene he represented the City's Planning & Zoning Commission. Ms. Rodriguez and Mr. Santee both have experience in matters related to zoning. Mrs. Trevino has represented several governmental entities in land use and real estate procurement matters.

Advise the Trust on legal feasibility of financing programs, loan programs, and other programs as to compliance with local, state, and federal law or proposed revisions to the applicable laws.

Economic Development: Because of our Firm's active participation in professional organizations like the Texas City Attorneys Association (TCAA), the International Municipal Lawyers Association (IMLA), and the San Antonio Bar Association (SABA), we are always current in the ever-changing landscape of local government law at both the state and federal level and how these changes may affect our clients. As General Counsel for Development Corporations and in our role as City Attorneys and Special Project counsel, our Firm helps negotiate and draft numerous incentive agreements, industrial district agreements, tax abatements, and other economic development packages all of which are vital to supporting a municipality's tax base. In this context, the Firm is well versed in the areas of tax increment financing, tax abatements, hotel occupancy tax, reinvestment ones, 380 agreements, development agreements, industrial districts, and other alternative urban renewal and economic development laws and projects. The Firm successfully transitioned the Cities of Sweetwater and Pharr from Type A Economic Development Corporations to Municipal Development Districts (MDD), guiding these governmental entities through the dual election process so that the MDD could include the Extraterritorial Jurisdiction (ETJ). These were the first two governmental entities to accomplish that type of transition.

As General Counsel for Development Corporations and in our role as Special Counsel, our Firm helps negotiate and draft numerous incentive agreements, industrial district agreements, tax abatements, and other economic development packages, all of which are vital to supporting a municipality's tax base. In this context, we are well versed in the areas of tax increment financing, tax abatements, hotel occupancy tax, reinvestment zones, 380 agreements, development agreements, industrial districts, and other alternative urban renewal and economic development laws and projects.

Tax Increment Reinvestment Zones (TIRZ): Mr. Santee was the legal advisor for two TIRZ boards in Abilene, successfully overseeing the wind-down of one and the creation of the second. DNRB&Z serves as the advisor for the cities of Pflugerville, Robstown, and Schertz TIRZ Boards. The Firm advises numerous cities on TIRZ related issues and is well equipped to handle any legal matters that might arise in this area.

Identify legal issues or obstacles in the execution, improvement, and or modification of the Trust's operations.

The Firm, if selected, will spend several days, *at no cost to the SAHT*, reviewing the operations with all the departments, to evaluate the areas for improvement or modifications

necessary. This will allow for a smooth transition. This will allow an opportunity for the Firm and the SAHT to develop the necessary working relationships, and most importantly, determine where the operational needs can be improved on the legal side to improve efficiency and effective delivery of the SAHT functions.

Attend all Board meetings of the Trust entities and other meetings as requested.

Open Government: Our attorneys are very familiar with both Texas Open Meetings Act and the Texas Public Information Act, and deal with questions from governmental entities and their Boards & Commissions daily regarding compliance.

The Firm routinely counsels governmental entities on issues relating to the Texas Open Meetings Act and the Texas Public Information Act. Our attorneys and paralegals are experienced in handling requests for public information, meeting statutory deadlines associated with those requests, and advocating before the Office of the Texas Attorney General. The Firm has developed procedures and processes to streamline and assist clients with efficient legal compliance and responding to these requests.

Special Counsel for Board Members: Our attorneys counsel executive management and staff to prepare for Board meetings. This means assisting elected and appointed officials and their boards and commissions with agendas and postings under the Texas Open Meetings Act. Agenda review and preparation in anticipation of a meeting is a routine aspect of general counsel legal services.

Service is generally coordinated with the client to best create an approach that works for the individual client. Attending Board meetings of the SAHT or other important meetings as required will be assigned to Clarissa M. Rodriguez. If Ms. Rodriguez is not available, the SAHT will be notified immediately, and T. Daniel Santee, Cynthia X. Trevino, or Matthew J. Longoria will attend the meeting.

Represent the Trust entities on legal matters and in litigation matters.

Litigation: Our litigation attorneys possess a long history of experience with the Tort Claims Act and labor law matters filed against governmental entities. We are retained directly by public entities to defend employment, personal injury, and property damage claims, and routinely defend governmental clients through assignment by the Texas Municipal League Intergovernmental Risk Pool, the Housing Authority Insurance Group, the Texas Association of Counties, and JI Companies to represent its member entities and their officials. This experience includes a strategic motion practice to address jurisdictional issues typically through a plea to the jurisdiction that may bar claims based on the failure to waive immunity, usually related to notice, the election of remedies, and background facts demonstrating that the suit is outside the specific waiver of immunity under the Tort Claims Act. From the outset of a case, we focus on developing a strong record to address a matter on appeal if necessary. Our experience involves thoughtful approaches to potential settlement to pose to the client as an option if the circumstances warrant that approach.

Public Facility Corporations (PFC's) are entitled to sovereign immunity under the Texas Tort Claims Act. As an example, below are two such cases in which our Firm has successfully represented PFC's.

Velasquez v. Woodhill PFC, et al

On July 13, 2016, San Antonio Police Department (SAPD) was dispatched to the Woodhill Apartments located in San Antonio, Texas, at approximately 11:00 p.m. for a shooting. James Norwood, a licensed uniformed security officer working for Texas Lawman, was performing security for Orion Real Estate Services (Orion) at the Woodhill Apartments owned by Woodhill Public Facility Corporation ("Woodhill PFC" or "PFC"). Norwood noticed the Plaintiff on the premises drinking alcohol in violation of apartment rules. When Norwood approached Velasquez at the swimming pool and asked him to leave, a struggle ensued and Velasquez assaulted Norwood. SAPD arrived and secured Velasquez. In October 2016, Plaintiff Velasquez filed suit asserting negligence and violations of Fourth, Eighth, and Fourteenth Amendments along with medical damages for which the PFC was immune under the Tort Claims Act. The agreement between Texas Lawman and Orion is signed by an "Agent" for the Owner of the property, which is Woodhill PFC. There is no privity of contract between Woodhill PFC and Texas Lawman. This omission was used as a defense to Plaintiff's negligence and other claims since Orion is an independent contractor under its contract with Woodhill PFC. We filed a 12(b) Motion to Dismiss on behalf of Defendant Woodhill PFC filed which was granted by the Court. This permitted Plaintiff to file an amended complaint to establish constitutional claims against Norwood. Plaintiff failed to file an amended complaint within the allotted time. The Court dismissed the remaining claims in the case on July 24, 2017.

Starlings v. San Antonio River Authority, et al

Mr. Starlings was injured on October 25, 2013, while riding his bicycle at the boat dock on the Riverwalk near the intersection of Newell and Camden, in San Antonio, that evening. Plaintiff claimed he ran into a chain strung across the exit/entrance way with no warning sign. His bike flipped over and he sustained injuries to his face. Plaintiff filed his lawsuit against City of San Antonio, the San Antonio River Authority ("SARA") and the San Antonio River Authority Public Finance Corporation ("SARAPFC") on September 24, 2015. Plaintiff asserted Defendants' failure to maintain the subject thoroughfare in a safe condition to the walking and riding public constitutes negligence and gross negligence. The limited waiver of immunity in this case is Texas Tort Claims Act (TTCA) section 101.021(1), which waives sovereign immunity for incidents that involve (1) property damage, personal injury, or death arising from the negligent operation or use of a motor-driven vehicle or motor-driven equipment by an employee; or (2) personal injury or death caused by a condition or use of tangible personal property or real property. Plaintiff was riding a bicycle at the time of the occurrence; thus, the Texas Recreational Use Statute (RUS) applied. Defendants SARA and SARAPFC filed a Plea to the Jurisdiction which was granted on December 20, 2016. Plaintiff did not file an appeal.

To round out our experience, we are proud to share that a Westlaw case search reveals over 200 appellate and federal court decisions currently available where lawyers of our Firm zealously represented local governments.

Public Law: Our attorneys have advised governmental entities in numerous areas of public law including litigation, contracts, franchise agreements, regulatory takings claims, labor and employment practices, open meetings/open records, bidding and contracting, and property rights issues. Our Firm represents public entities in litigation and pre-litigation defense in claims under personal injury and death claims, state and federal constitutional issues, civil rights, voting rights issues, public official liability, religious freedom, and collective bargaining/meet and confer negotiations with Public Employee Unions. The attorneys of our Firm are familiar with legal issues and the cost constraints facing the SAHT by having represented similar entities. Some of these entities include Public Facility Corporations, San Antonio Housing Authority, Carrizo Springs Housing Authority, Dilley Housing Authority, Eagle Pass Housing Authority, El Paso Housing Authority, Seguin Housing Authority, and Nixon Housing Authority. We represented these housing authorities in employment, contract, tort, and Fair Housing Act litigation.

We have represented San Antonio entities in various legal proceedings since 1993. These legal matters included claims relating to personal injury suits, premises liability, Fair Housing Act, breach of contract, employment discrimination, and retaliation. In the context of affiliated non-profit disputes, the Firm worked extensively with officials from the U.S. Housing and Urban Development Department, Office of Inspector General, U.S. Attorney's Office, in the local, regional, and Washington D.C. offices.

Advise and/or represent the Trust entities regarding legislative matters.

The Firm regularly attends to and tracks legislation on a state and federal level. After every bi-annual state legislative session, the Firm evaluates and tracks changes that affect governmental entities and provides a summary to its clients. The Firm also assists with implementation of the relevant changes needed based on amendments to the statutes or other laws. DNRB&Z and Alamo Area Council of Government host an annual legislative presentation regarding legislation impacting governmental entities.

5

5. References

Provide at least three references. References must include: Name & Location, Legal Firm's role and responsibility. Project description and reference phone contact information.

RESPONSE:

We have listed the three client references for the San Antonio office as follows:

Seguin Housing Authority
516 Jefferson Avenue
Seguin, Texas 78155
Attn: Brenda Edwards, Executive Director
(830) 303-2010

San Antonio River Authority
100 East Guenther
San Antonio, Texas 78204
Attn: Allison Elder, Director of Legal Services
(210) 302-3229

Texas Municipal League Intergovernmental Risk Pool (TMLIRP)
P.O. Box 149194
Austin, Texas 78714
Attn: Charles "Bo" Joseph, General Counsel
(512) 491-2300

For the references listed, the Firm acts as counsel for employment and other litigation matters, EEOC Investigations, real estate matters, as well as all other tasked assignments.

6

6. Claims/Performance/Insurance/Bonding

If the Legal Firm is currently involved in litigation or arbitration based on its work, briefly describe the nature of the claim.

If the Legal Firm has ever been terminated from an assignment for non- performance, please briefly explain.

Is the Legal Firm currently carrying General Liability, Workers Compensation, Professional Liability and Errors and Omissions insurance, and will it continue to carry such insurance for the duration of the contract term?

RESPONSE:

Based on our current representation, the Firm is not involved in any litigation or arbitration.

Our Firm is proud to disclose that it has never been terminated from an assignment due to non-performance.

We carry General Liability, Commercial Automobile, Workers Compensation, Professional Liability/Errors and Omissions insurance. Additional insurance details are noted in Section B of this response. We agree to maintain coverage as stated in the SAHT Request for Qualifications.

7

7. Minority and Woman Owned Business

Provide documentation that the law-firm is a minority or women-owned business enterprise and/or will have the employment of minority group members and women in the performance of the Trust Contract.

RESPONSE:

The Firm possesses a South Central Texas Regional Certification Agency (SCTRCA) certification. We have met the requirements of the SCTRCA for the Small, Minority, Women and Veteran Business Enterprise program since 1992 and have held our certification to date. Our certificate number is 219109197 and in accordance with the agency's requirements, we provide the following services, NAICS 541110: Offices of Lawyers & NAICS 541199: All Other Legal Services.

Apart from that, the Firm routinely utilizes the services of small, minority and women-owned business enterprises in the context of legal support services.

E

E. Texas State Bar Good Standing Documentation

Provide documentation that attorneys are in good standing with the State Bar of Texas.

RESPONSE:

All attorneys in the Firm are licensed and eligible to practice in the State of Texas. Provided in Tab E of this Response to Request for Qualifications is documentation from the Texas State Bar website for each key personnel that will be assigned to the SAHT.



STATE BAR of TEXAS

**MS. CLARISSA M. RODRIGUEZ**

Eligible to Practice in Texas

DENTON NAVARRO ROCHA BERNAL & ZECH, P.C.*Bar Card Number:* 24056222*TX License Date:* 11/03/2006*Primary Practice Location:* San Antonio , Texas

2517 N Main Ave

San Antonio, TX 78212-4685

CONTACT INFORMATION

Tel: 210-227-3243 ☎

Practice Areas: Government/Administrative, Insurance, Labor-Employment, Litigation: Personal Injury*Statutory Profile Last Certified On:* 06/19/2020**PRACTICE INFORMATION***Firm:* Denton Navarro Rocha Bernal & Zech, P.C.*Firm Size:* 11 to 24*Occupation:* Private Law Practice*Practice Areas:* Government/Administrative, Insurance, Labor-Employment, Litigation: Personal Injury**Services Provided:**

Deaf/Hard of Hearing Translation: Not Specified

ADA-accessible client service: Not Specified

Language translation: Not Specified

Fee Options Provided: ?

None Reported By Attorney

COURTS OF ADMITTANCE**Federal:**

Fifth Circuit Court of Appeals

Texas Southern District/Bankruptcy Court

Texas Western District Court

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

*Please note: This information is self-reported by**Texas Southern District/Bankruptcy Court*

Foreign Language Assistance:

Spanish

LAW SCHOOL**School****Degree earned**

Drake University

Doctor of Jurisprudence/Juris Doctor (J.D.)

Graduation Date 05/2006**PUBLIC DISCIPLINARY HISTORY****State of Texas**

No Public Disciplinary History

Other States

None Reported By Attorney

Sanctions that indicate a judgment is on appeal are still in effect but are not final and subject to change. To request a copy of a disciplinary judgment that is not available online or for more information about a specific disciplinary sanction listed above, please contact the Office of the chief Disciplinary Counsel at (877) 953-5535.

The Texas Attorney Profile provides basic information about Attorneys licensed to practice in Texas. Attorney profile information is provided as a public service by the State Bar of Texas as outlined in Section 81.115 of the Texas Government Code. The information contained herein is provided "as is" with no warranty of any kind, express or implied. Neither the State Bar of Texas, nor its Board of Directors, nor any employee thereof may be held responsible for the accuracy of the data. Much of the information has been provided by the attorney and is required to be reviewed and updated by the attorney annually. The information noted with an asterisk (*) is provided by the State Bar of Texas. Access to this site is authorized for public use only. Any unauthorized use of this system is subject to both civil and criminal penalties. This does not constitute a certified lawyer referral service.



STATE BAR of TEXAS

**MR. PATRICK CHARLES 'PAT' BERNAL**

Eligible to Practice in Texas

DENTON NAVARRO ROCHA BERNAL & ZECH, P.C.*Bar Card Number:* 02208750*TX License Date:* 11/04/1983*Primary Practice Location:* San Antonio , Texas

2517 N Main Ave

San Antonio, TX 78212-4685

CONTACT INFORMATION

Tel: 210-227-3243 ☎

Practice Areas: Government/Administrative, Labor-Employment*Statutory Profile Last Certified On:* 06/11/2020**PRACTICE INFORMATION***Firm:* Denton Navarro Rocha Bernal & Zech, P.C.*Firm Size:* 11 to 24*Occupation:* Private Law Practice*Practice Areas:* Government/Administrative, Labor-Employment*Services Provided:*

None Reported By Attorney

Fee Options Provided: ⓘ

None Reported By Attorney

Please note: Not all payment options are available for all cases, and any payment arrangement must be agreed upon by the attorney and his/her**COURTS OF ADMITTANCE***Federal:*

Fifth Circuit Court of Appeals

Texas Southern District/Bankruptcy Court

Texas Western District Court

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

Please note: This information is self-reported by*_____*

7/15/2021

State Bar of Texas | Find A Lawyer | Patrick Charles Bernal

Foreign Language Assistance:

Spanish

LAW SCHOOL

School

Degree earned

University of Texas

Graduation Date 05/1983

PUBLIC DISCIPLINARY HISTORY

State of Texas

No Public Disciplinary History

Other States

None Reported By Attorney

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STATE BAR of TEXAS

**MR. THOMAS DANIEL 'DAN' SANTEE II**

Eligible to Practice in Texas

DENTON NAVARRO ROCHA BERNAL & ZECH, P.C.*Bar Card Number:* 00792816*TX License Date:* 05/05/1995*Primary Practice Location:* San Antonio , Texas

2517 N Main Ave

San Antonio, TX 78212-4685

CONTACT INFORMATION

Tel: 210-227-3243 ☎

Practice Areas: Government/Administrative*Statutory Profile Last Certified On:* 10/02/2019**PRACTICE INFORMATION***Firm:* Denton Navarro Rocha Bernal & Zech, P.C.*Firm Size:* 11 to 24*Occupation:* Government Lawyer*Practice Areas:* Government/Administrative*Services Provided:*

Deaf/Hard of Hearing Translation: Not Specified

ADA-accessible client service: Not Specified

Language translation: Not Specified

Fee Options Provided: ?

None Reported By Attorney

COURTS OF ADMITTANCE*Federal:*

Fifth Circuit Court of Appeals

Texas Northern District Court

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

Please note: This information is self-reported by Texas attorneys. Current license or admittance

Foreign Language Assistance:

Spanish

LAW SCHOOL**School****Degree earned**

St. Mary's University

Graduation Date 12/1994**PUBLIC DISCIPLINARY HISTORY****State of Texas**

No Public Disciplinary History

Other States

None Reported By Attorney

Sanctions that indicate a judgment is on appeal are still in effect but are not final and subject to change. To request a copy of a disciplinary judgment that is not available online or for more information about a specific disciplinary sanction listed above, please contact the Office of the chief Disciplinary Counsel at (877) 953-5535.

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STATE BAR of TEXAS

**MS. MEGAN ROBBINS SANTEE**

Eligible to Practice in Texas

DENTON NAVARRO ROCHA BERNAL & ZECH, P.C.*Bar Card Number:* 24002893*TX License Date:* 11/07/1997*Primary Practice Location:* Austin , Texas2500 W. William Cannon, Suite 609
Austin, TX 78745**CONTACT INFORMATION**

Tel: 512-279-6431 ☎

Practice Areas: Government/Administrative, Appellate: Civil*Statutory Profile Last Certified On:* 05/24/2021**PRACTICE INFORMATION***Firm:* Denton Navarro Rocha Bernal & Zech, P.C.*Firm Size:* 11 to 24*Occupation:* Private Law Practice*Practice Areas:* Government/Administrative, Appellate: Civil*Services Provided:*

Deaf/Hard of Hearing Translation: Not Specified

ADA-accessible client service: Not Specified

Language translation: Not Specified

Fee Options Provided: ⓘ

None Reported By Attorney

COURTS OF ADMITTANCE*Federal:*

Texas Northern District Court

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

Please note: This information is self-reported by Texas attorneys. Current license or admittance status can only be certified by the appropriate

Foreign Language Assistance:

None Reported By Attorney

LAW SCHOOL**School****Degree earned**

Texas Wesleyan University

Graduation Date 05/1997**PUBLIC DISCIPLINARY HISTORY****State of Texas**

No Public Disciplinary History

Other States

None Reported By Attorney

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STATE BAR of TEXAS

**MS. ROXANA ISABEL 'ROXY' PEREZ**

Eligible to Practice in Texas

DENTON, NAVARRO, ROCHA, BERNAL & ZECH, P.C.**Bar Card Number:** 24037264**TX License Date:** 11/06/2002**Primary Practice Location:** San Antonio , Texas2517 North Main
San Antonio. TX 78212**CONTACT INFORMATION****Tel:** 210-227-3243 📞

Practice Areas: Administrative and Public, Business, Government/Administrative, Insurance, Labor-Employment, Litigation: Commercial, Litigation: Personal Injury, Law Office Management, Oil, Gas and Energy Resources, Other, Appellate: Civil

Statutory Profile Last Certified On: 03/02/2021**PRACTICE INFORMATION****Firm:** Denton, Navarro, Rocha, Bernal & Zech, P.C.**Firm Size:** 11 to 24**Occupation:** Government Lawyer
Practice Areas: Administrative and Public, Business,
 Government/Administrative, Insurance, Labor-Employment, Litigation:
 Commercial, Litigation: Personal Injury, Law Office Management, Oil, Gas
 and Energy Resources, Other, Appellate: Civil
Services Provided:

Deaf/Hard of Hearing Translation: Not Specified

ADA-accessible client service: Not Specified

Language translation: Not Specified

COURTS OF ADMITTANCE**Federal:**

Texas Southern District/Bankruptcy Court

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

Please note: This information is self-reported by
 Texas attorneys. Current license or admittance

 Last updated: 03/02/2021
 License number: 24037264
 State: Texas

7/15/2021

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payment arrangement must be agreed upon by the attorney and his/her client. The State Bar of Texas is not responsible for payment arrangements between an attorney and his/her client.

Foreign Language Assistance:

Spanish

LAW SCHOOL

School

Degree earned

St. Mary's University

Graduation Date 05/2002

PUBLIC DISCIPLINARY HISTORY

State of Texas

No Public Disciplinary History

Other States

None Reported By Attorney

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STATE BAR of TEXAS

**CYNTHIA XIMENEZ 'CINDY TREVINO' TREVINO**

Eligible to Practice in Texas

DENTON NAVARRO ROCHA BERNAL & ZECH, P.C.*Bar Card Number:* 24088546*TX License Date:* 11/01/2013*Primary Practice Location:* Austin , Texas2517 North Main Avenue
San Antonio, TX 78212**CONTACT INFORMATION**

Tel: 210-227-3243 ☎

Practice Areas: Government/Administrative*Statutory Profile Last Certified On:* 05/07/2021**PRACTICE INFORMATION***Firm:* Denton Navarro Rocha Bernal & Zech, P.C.*Firm Size:* 11 to 24*Occupation:* Private Law Practice*Practice Areas:* Government/Administrative*Services Provided:*

Deaf/Hard of Hearing Translation: Not Specified

ADA-accessible client service: Not Specified

Language translation: Yes

Fee Options Provided: ?

None Reported By Attorney

COURTS OF ADMITTANCE*Federal:*

Texas Western District Court

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

Please note: This information is self-reported by Texas attorneys. Current license or admittance status can only be certified by the appropriate

Foreign Language Assistance:

Spanish

LAW SCHOOL**School****Degree earned**

St. Mary's University

Doctor of Jurisprudence/Juris Doctor (J.D.)

Graduation Date 05/2013**PUBLIC DISCIPLINARY HISTORY****State of Texas**

No Public Disciplinary History

Other States

None Reported By Attorney

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STATE BAR of TEXAS

**MATTHEW J. LONGORIA**

Eligible to Practice in Texas

DENTON NAVARRO ROCHA BERNAL & ZECH, P.C.*Bar Card Number:* 24087035*TX License Date:* 11/03/2017*Primary Practice Location:* San Antonio , Texas2517 N. Main Avenue
San Antonio, TX 78212**CONTACT INFORMATION****Tel:** 210-227-3243 ☎**Practice Areas:** Government/Administrative*Statutory Profile Last Certified On:* 09/24/2020**PRACTICE INFORMATION***Firm:* Denton Navarro Rocha Bernal & Zech, P.C.*Firm Size:* 11 to 24*Occupation:* Government Lawyer*Practice Areas:* Government/Administrative**Services Provided:**

Deaf/Hard of Hearing Translation: Not Specified

ADA-accessible client service: Not Specified

Language translation: Not Specified

Fee Options Provided: ⓘ

None Reported By Attorney

COURTS OF ADMITTANCE**Federal:**

None Reported By Attorney

Other Courts:

None Reported By Attorney

Other States Licensed:

None Reported By Attorney

Please note: This information is self-reported by Texas attorneys. Current license or admittance status can only be certified by the appropriate

Foreign Language Assistance:

None Reported By Attorney

LAW SCHOOL**School****Degree earned**

St. Mary's University

Graduation Date 05/2016**PUBLIC DISCIPLINARY HISTORY****State of Texas**

No Public Disciplinary History

Other States

None Reported By Attorney

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San Antonio | Austin | Rio Grande Valley | Texas Gulf Coast
2517 N. Main Avenue | San Antonio, Texas 78212-4685
V 210-227-3243 | F 210-225-4481

February 8, 2022

Pedro Alanis
Executive Director
San Antonio Housing Trust
2515 Blanco Road
San Antonio, TX 78212

Via Email: pedroalanis@saht.org

RE: Agreement for Legal Services – General Counsel

Dear Mr. Alanis,

Thank you for the opportunity to provide this engagement letter to provide General Counsel services for the San Antonio Housing Trust and affiliated entities (San Antonio Housing Trust Foundation, San Antonio Housing Trust Public Facilities Corporation, and San Antonio Housing Trust Public Finance Corporation), together “Entities.”

I, Clarissa M. Rodriguez, will be the supervising Partner/Shareholder. My Partner T. Daniel Santee will also be assisting, as well as our Associates Cynthia Trevino and Megan Santee. Depending on your needs and workload, other lawyers in the firm may be used, when necessary, to increase our ability to respond to your needs and reduce your overall costs in connection with our engagement.

Denton Navarro Rocha Bernal & Zech, P.C., has found that the practice of billing clients on an hourly basis for work actually completed, and with invoices submitted on a monthly basis, works best for our clients and us. Our invoices are due on receipt and are past due after thirty days. The current engagement will be bill as General Counsel. Our hourly billing rates for different levels of engagement are as follows:

- General Counsel: \$205 per hour for Partners/Shareholder; \$185 per hour for Associates; \$125 per hour for Law Clerks; \$140 per hour for Planner; and \$95 per hour for Paralegals

All related travel or other expenses are always charged “at cost” with no “mark-up” and all related mileage is charged by multiplying the actual miles traveled by the then current IRS rate. Copy rates are .20 cents per page, color copies are .70 cents per page, fax rates are .50 cents per page.

It is understood that the information exchanged between you, your staff, your representatives, Board Members, and the Firm is subject to the attorney-client relationship and is therefore both privileged and confidential. All communications and information are subject to the confidentiality provisions of Rule 1.05 of the Texas Disciplinary Rules of Professional Conduct and Rule 503 of the Texas Rules of Evidence.

Pursuant to State law, the Firm recognizes that the Entities may not enter into a contract with a company for goods and services unless the contract contains a written verification from the company that it: (i) does not boycott Israel; and (ii) will not boycott Israel during the term of the contract (Texas Government Code, Chapter 2270.002). As such, the Firm hereby verifies that it does not boycott Israel, and agrees that, during the term of this Agreement, will not boycott Israel as that term is defined in the Texas Government Code, Section 808.001, as amended. Further, the Firm hereby certifies that it is not a company identified under Texas Government Code, Section 2252.152 as a company engaged in business with Iran, Sudan, or Foreign Terrorist Organization.

Non-Boycott of Energy. Pursuant to Texas Senate Bill 13 (2021), Contractor certifies that either (i) it does not boycott Israel and will not boycott energy companies; and (2) will not boycott energy companies during the term of the contract resulting from this solicitation. Contractor shall state any facts that make it exempt from the boycott certification as an attachment to this agreement.

Non-Boycott of Firearm Entity. Pursuant to Texas Senate Bill 19 (2021), Contractor certifies that it: (a) does not have a practice, policy, guidance, or directive that discriminates against firearm entity or firearm trade association; and (b) will not discriminate during the term of the contract against a firearm entity or firearm trade association.

Please execute this letter in the space provided below to acknowledge our engagement on behalf of the San Antonio Housing Trust and Entities and return it to our office. Please return the executed letter to our office via facsimile at (210) 225-4481 or by email at cmrodriguez@rampagelaw.com.

We look forward to representing the San Antonio Housing Trust and Entities.

Very truly yours,

DENTON NAVARRO ROCHA BERNAL & ZECH
A Professional Corporation

CLARISSA M. RODRIGUEZ

CMR/ec

Accepted:

Pedro Alanis
Executive Director
San Antonio Housing Trust

Date: _____

**San Antonio Housing Trust
Agenda Item 8**

Discussion and possible action to adopt a “Conflict-of-Interest” Policy

Summary:

Per Article III, Section 3.14 of the First Amended and Restated Declaration of Trust, the Trust must establish and adopt a Conflict-of-Interest Policy which is applicable to all Trustees. The purpose of the policy is to protect the organization’s tax-exemption interest when contemplating an action that might benefit an board member.

The policy defines Financial and Non-Financial Interest, outlines the duty to disclose, sets conditions for conflicts to exist, establishes procedures for addressing the conflict, and outlines violations of conflicts.

Recommendation:

Staff recommends adoption of the attached conflict of interest policy.

Conflict of Interest Policy

SAN ANTONIO HOUSING TRUST (SAHT)

Article I

Purpose

The purpose of the conflict-of-interest policy is to protect this tax-exempt organization's (Organization/SAHT) interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of an officer or director of the Organization or might result in a possible excess benefit transaction. This policy is intended to supplement but not replace any applicable state and federal laws governing conflict of interest applicable to nonprofit and charitable organizations.

Article II

Definitions

1. Interested Person:

Any director, principal officer, or member of a committee with governing board delegated powers, who has a direct or indirect financial interest or other conflict of interest, as defined below, is an interested person.

2. Financial Interest:

A person has a financial interest if the person has, directly or indirectly, through business, investment, or family:

- a. An ownership or investment interest in any entity with which the Organization has a transaction or arrangement,
- b. A compensation arrangement with the Organization or with any entity or individual with which the Organization has a transaction or arrangement, or
- c. A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with which the Organization is negotiating a transaction or arrangement.

Compensation includes direct and indirect remuneration as well as gifts or favors that are not insubstantial.

A financial interest is not necessarily a conflict of interest. Under Article III, Section 2, a person who has a financial interest may have a conflict of interest only if the appropriate governing board or committee decides that a conflict of interest exists.

3. Other Conflict of Interest:

A person has an "other" conflict of interest that might influence an officer's, director's, or committee member's duties that may be affected, directly or indirectly, by action taken or not taken by the SAHT.

Article III **Procedures**

1. Duty to Disclose:

In connection with any actual or possible conflict of interest, an interested person must disclose the existence of the financial interest or other conflict and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.

2. Determining Whether a Conflict of Interest Exists:

After disclosure of the financial interest or other conflict and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

3. Procedures for Addressing the Conflict of Interest:

- a.** An interested person may make a presentation at the governing board or committee meeting, but after the presentation, he/she shall leave the meeting during the discussion of, and the vote on, the transaction or arrangement involving the possible conflict of interest.
- b.** The chairperson of the governing board or committee shall, if appropriate, appoint a disinterested person or committee to investigate alternatives to the proposed transaction or arrangement.
- c.** After exercising due diligence, the governing board or committee shall determine whether the Organization can obtain with reasonable efforts a more advantageous transaction or arrangement from a person or entity that would not give rise to a conflict of interest.
- d.** If a more advantageous transaction or arrangement is not reasonably possible under circumstances not producing a conflict of interest, the governing board or committee shall determine by a majority vote of the disinterested directors whether the transaction or arrangement is in the Organization's best interest, for its own benefit, and whether it is fair and reasonable. In conformity with the above determination, it shall make its decision as to whether to enter into the transaction or arrangement.

4. Violations of the Conflicts of Interest Policy:

- a.** If the governing board or committee has reasonable cause to believe a member has failed to disclose actual or possible conflicts of interest, it shall inform the member of the basis for such belief and afford the member an opportunity to explain the alleged failure to disclose.
- b.** If, after hearing the member's response and after making further investigation as warranted by the circumstances, the governing board or committee determines the member has failed to disclose an actual or possible conflict of interest, it shall take appropriate disciplinary and corrective action as authorized by law.

Article IV
Records of Proceedings

The minutes of the governing board and all committees with board delegated powers shall contain:

- a. The names of the persons who disclosed or otherwise were found to have a financial interest or other conflict of interest in connection with an actual or possible conflict of interest, the nature of the financial interest or other conflict of interest, any action taken to determine whether a conflict of interest was present, and the governing boards or committee's decision as to whether a conflict of interest in fact existed.
- b. The names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Article V
Compensation

- a. A voting member of the governing board who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- b. A voting member of any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization for services is precluded from voting on matters pertaining to that member's compensation.
- c. No voting member of the governing board or any committee whose jurisdiction includes compensation matters and who receives compensation, directly or indirectly, from the Organization, either individually or collectively, is prohibited from providing information to any committee regarding compensation.

Article VI
Annual Statements

Each director, principal officer and member of a committee with governing board delegated powers shall annually sign a statement which affirms such person:

- a. Has received a copy of the conflicts of interest policy,
- b. Has read and understands the policy,
- c. Has agreed to comply with the policy, and
- d. Understands the Organization charitable and in order to maintain its federal tax

exemption it must engage primarily in activities in which accomplish one or more of its tax-exempt purposes.

Article VII
Periodic Reviews

To ensure the Organization operates in a manner consistent with charitable purposes and does not engage in activities that could jeopardize its tax-exempt status, periodic reviews shall be conducted. The periodic reviews shall, at a minimum, include the following subjects:

- a. Whether compensation arrangements and benefits are reasonable, based on competent survey information, and the result of arm's length bargaining.
- b. Whether partnerships, joint ventures, and arrangements with management organizations conform to the Organization's written policies, are properly recorded, reflect reasonable investment or payments for goods and services, further charitable purposes and do not result in inurement, impermissible private benefit or in an excess benefit transaction.

Article VIII
Use of Outside Experts

When conducting the periodic reviews as provided for in Article VII, the Organization may, but need not, use outside advisors. If outside experts are used, their use shall not relieve the governing board of its responsibility for ensuring periodic reviews are conducted.

ADOPTED on _____.

ATTESTED:

Secretary

SEAL

_____, President