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**Special Meeting of the
Board of Commissioners
of the
Housing Authority of the City of Everett**

Date: Monday, October 21, 2019
Time: 9:00 a.m.
Location: ***Via Telephone Conference
Call***
EHA Main Office
3107 Colby Avenue
Everett, WA 98201

**AGENDA
Special Meeting**

Roll Call

Items for Individual Consideration

- 1) Resolution No. 1482 Authorizing Formation of Mosaic Housing, a 501(c)(3) Nonprofit Corporation**
- 2) Resolution No. 1483 Authorizing Disposition of the Public Housing Scattered Site Units**
- 3) Resolution No. 1484 Authorizing Funding from the City of Everett for Hope Options and Capital Improvements**

Adjournment

Everett Housing Authority does not discriminate on the basis of disability in the administration of, or access to, its programs or activities. Requests for assistance or accommodations can be arranged by contacting Chris Neblett at (425) 303-1186, or chrisn@evha.org.

**HOUSING AUTHORITY OF THE CITY OF EVERETT
RESOLUTION NO. 1482**

A RESOLUTION of the Board of Commissioners of the Housing Authority of the City of Everett authorizing the Authority's participation in the organization and the operation of a nonprofit corporation.

BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF EVERETT, as follows:

Section 1. The Board of Commissioners (the "Board") of the Housing Authority of the City of Everett (the "Authority") finds and determines that:

(a) The Authority is authorized by the Housing Authorities Law (chapter 35.82 RCW) to, among other things: (i) "participate in the organization or the operation of a nonprofit corporation which has as one of its purposes to provide or assist in the provision of housing for persons of low income" (RCW 35.82.070(1)); and (ii) "delegate to one or more of its agents or employees such powers or duties as [the Authority] may deem proper" (RCW 35.82.040).

(b) The Authority often partners with a nonprofit corporation when it develops housing projects and when it acquires housing projects. There are federal housing programs, including the Section 202 and 811 programs administered by the U.S. Department of Housing and Urban Development, that are available only to nonprofit organizations that are recognized by the Internal Revenue Service (the "IRS") as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (the "Code"). Also, under the Code, ten percent of the federal low-income housing tax credits allocated by each state under Section 42 of the Code must be allocated to organizations described in Section 501(c)(3) or 501(c)(4) of the Code. The Authority is not such an organization. It is necessary and desirable to participation in the organization and the operation of a nonprofit corporation that can qualify for such federal housing programs and tax credit set-asides. The Authority's participation in the organization and the operation of a nonprofit corporation is necessary to aid the poor and infirm.

(c) The Board has been provided with forms of the Articles of Incorporation and Bylaws of a Washington nonprofit corporation that would qualify as an organization described in both RCW 35.82.070(1) and Section 501(c)(3) of the Code.

Section 2. The Board authorizes the Authority to participate in the organization and operation of a nonprofit corporation (the "Nonprofit Corporation") that has as one of its purposes the provision (or assistance in the provision) of housing for persons of low income. In connection therewith, the Authority is authorized to prepare and file such documents as are necessary to properly organize the Nonprofit Corporation as a Washington nonprofit corporation, to obtain such business licenses as a necessary to allow the Nonprofit Corporation to operate, and to be recognized by the IRS as an organization described in Section 501(c)(3) of the Code. The Chair of the Board and the Executive Director of the Authority, and their respective designees (each, an "Authorized Officer" and, collectively, the "Authorized Officers"), and each of them acting alone, are authorized on behalf of the Authority to determine the name of the Nonprofit Corporation and to execute, deliver and, if applicable, file (or cause to be executed and delivered and, if applicable, filed) all such instruments as are necessary or desirable to carry out the transactions contemplated by this resolution.

Section 3. The Authority is authorized to pay all fees and expenses related to the formation of the Nonprofit Corporation, the application by the Nonprofit Corporation for recognition by the IRS as an organization described in Section 501(c)(3) of the Code, and the initial operations of the Nonprofit Corporation (such as the costs of insurance); provided, the aggregate amount of such expenditures hereby authorized is limited to \$50,000 without additional Board authorization. The Authority may provide office space to the Nonprofit Corporation free of charge, and allow the Nonprofit Corporation's Board of Directors to use meeting rooms at the Authority's offices for purposes of conducting meetings.

Section 4. Board Appointments. The Board hereby directs that the initial members of the Nonprofit Corporation's Board of Directors shall be Ashley Lommers-Johnson, Commissioner Allison Warren-Barbour, Commissioner George Perez, Jr., Commissioner Benjamin Young, Commissioner Koren Smith, Gary Haddenham, and TBD.

Section 5. Ratification. Any actions of the Authority or its officers prior to the date hereof and consistent with the terms of this resolution are ratified and confirmed.

Section 6. Effective Date. This resolution shall be in full force and effect from and after its adoption and approval.

ADOPTED by the Board of Commissioners of the Housing Authority of the City of Everett at an open public meeting on October 21, 2019.

HOUSING AUTHORITY OF THE CITY OF
EVERETT

Chair, Board of Commissioners

ATTEST:

Ashley Lommers-Johnson
Secretary-Treasurer

**HOUSING AUTHORITY OF THE CITY OF EVERETT
RESOLUTION NO. 1483**

A RESOLUTION authorizing the Authority to sell public housing units pursuant to HUD approval thereof, and determining related matters.

BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF EVERETT as follows:

Section 1. Recitals and Findings. The Board of Commissioners (the "Board") of the Housing Authority of the City of Everett (the "Authority") finds and determines that:

(a) The Authority is authorized by RCW 35.82.070(2) to, among other things: (i) "sell . . . or dispose of any real or personal property or any interest therein;" (ii) "sell, . . . exchange, transfer, or dispose of any real or personal property or interest therein at less than fair market value to a governmental entity for any purpose when such action assists the housing authority in carrying out its powers and purposes under [chapter 35.82 RCW];" (iii) "sell, . . . exchange, transfer, or dispose of any real or personal property or interest therein at less than fair market value . . . to a low-income person or family for the purpose of providing housing for that person, to a low-income person or family for the purpose of providing housing for that person or family;" (iv) "sell, . . . exchange, transfer, or dispose of any real or personal property or interest therein at less than fair market value . . . to a nonprofit corporation provided the nonprofit corporation agrees to sell the property to a low-income person or family or to use the property for the provision of housing for persons of low income for at least twenty years." The Authority also is authorized to "make and execute contracts and other instruments" (RCW 35.82.070(1)), and to "delegate to one or more of its agents or employees such powers or duties as [the Authority] may deem proper" (RCW 35.82.040).

(b) The Authority currently owns homes at the following addresses within the City of Everett, which homes have been owned (each, a "Section 18 Property"), leased, maintained and repaired as public housing units pursuant to rules and regulations of the U.S. Department of Housing and Urban Development ("HUD"):

1907 Chestnut St.	1203 103rd Place SW	1221 103rd Place. SW	1220 103rd Place SW
2028 Chestnut St.	2032 Chestnut St.	608 58th Place SE	614 58th Place SE
620 58th Place SE	623 58th Place SE	6518 Fleming St.	712 60th St. SW
727 60th St. SW	728 60th St. SW	13716 9th Ave. W	13718 9th Ave. W
1513 Virginia St.	1620 Rainier Ave.	2030 Jackson Ave.	2220 Pine St.
4632 College Ave.	2007 105th Place SE	302 76th Place SW	9305 3rd Place SE
1816 Cedar St.	6514 Fleming St.	6608 Cady Rd.	2504 Howard Ave.
2510 Howard Ave.	117 79th Place SE		

(c) Pursuant to Section 18 of the United States Housing Act of 1937, HUD authorized the Authority to dispose of the Section 18 Properties.

Section 2. Approval of Financing. The Authority is authorized to sell the Section 18 Properties, subject to the conditions of HUD's approval of the disposition of the Section 18 Properties, and further subject to the restrictions set forth in RCW 35.82.070(2). The Executive Director of the Authority (currently, Ashley Lommers-Johnson), the Authority's Director of Development (currently, Steve Yago), and their respective

designees (each, an "Authorized Officer" and, collectively, the "Authorized Officers"), and each of them acting alone, are authorized and directed, on behalf of the Authority to cause each of the Section 18 Properties to be sold and, in connection therewith, to: (i) determine the timing of the sale of each Section 18 Property; (ii) determine the purchase price of each Section 18 Property; (iii) determine whether any Section 18 Property should be sold separately or together with one or more other Section 18 Properties; (iv) cause the Authority to retain a real estate agent to sell any Section 18 Property, if such Authorized Officer determines such to be in the Authority's best interest; (v) determine whether the Authority's best interest are served by selling any one or more of the Section 18 Properties at less than fair market value to a governmental entity, to low-income persons or families, or to one or more nonprofit corporations; (vi) determine the terms of any such sale (provided, no such sale shall be made by means of an installment purchase contract without further Board approval); (vii) execute, deliver and, if applicable, file such purchase and sale agreements, transfer deeds and other property transfer instruments as any such Authorized Officer deems necessary or desirable to carry out the transactions contemplated by this resolution; and (viii) with respect to any Section 18 Property sold to a nonprofit corporation at a price less than its fair market value, to cause the purchaser to record as an encumbrance on title a restrictive covenant requiring the owner of purchaser to (A) sell such Section 18 Property to a low-income person or family or (B) use such Section 18 Property for the provision of housing for persons of low income for at least 20 years.

Section 3. Ratification and Confirmation. All actions of the Authority and its officers prior to the date hereof and consistent with the terms of this resolution are ratified and confirmed.

Section 4. Effective Date. This resolution shall be in full force and effect from and after its adoption and approval.

ADOPTED by the Board of Commissioners of the Housing Authority of the City of Everett at meeting held on October 21, 2019.

HOUSING AUTHORITY OF THE CITY OF EVERETT

Chair, Board of Commissioners

ATTEST:

Secretary-Treasurer

**HOUSING AUTHORITY OF THE CITY OF EVERETT
RESOLUTION NO. 1484**

A RESOLUTION authorizing the Authority to apply for funding from the City of Everett to fund the Hope Options Program and improvements to the Evergreen Cottages, Lakeview Terrace, and Pacific Square projects, to accept any such funding received in the form of a grant, and to borrow any such funding received in the form of a loan, and determining related matters.

BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF EVERETT as follows:

Section 1. Recitals and Findings. The Board of Commissioners (the "Board") of the Housing Authority of the City of Everett (the "Authority") finds and determines that:

(a) Statutory Authorization. The Authority is authorized by the Housing Authorities Law (chapter 35.82 RCW) to, among other things: (i) "prepare, carry out, acquire, lease and operate housing projects; to provide for the construction, reconstruction, improvement, alteration or repair of any housing project or any part thereof" (RCW 35.82.070(2)); (ii) "make and execute contracts and other instruments, including but not limited to partnership agreements" (RCW 35.82.070(1)); (iii) "delegate to one or more of its agents or employees such powers or duties as [the Authority] may deem proper" (RCW 35.82.040); and (iv) issue bonds, notes or other obligations for any of its corporate purposes (RCW 35.82.020(11) and 35.82.130). The phrase "housing project" is defined by RCW 35.82.020 to include, among other things, "any work or undertaking . . . to provide decent, safe and sanitary urban or rural dwellings, apartments, mobile home parks or other living accommodations for persons of low income."

(b) City of Everett Funds. The City of Everett, Washington (the "City"), is authorized by RCW 35.83.050 to lend and grant money to the Authority. The Authority has applied for, and/or expects to apply for, federal Community Development Block Grant (CDBG) funds, HOME Investment Partnerships Program (HOME) grant funds, and other available amounts from the City, which may be received as grants and/or loans, for the purposes of financing the following (collectively, the "Authorized Purposes"): (i) the Authority's Hope Options Program, for which grant proceeds are expected to be used to fund mental health and case management services by the Authority and to increase the size of the Authority's health and safety "flex fund" (which fund is used to prevent homelessness and stabilize housing for program participants); (ii) replace and/or repair the building envelopes at the Authority's Evergreen Cottages, Lakeview Terrace and Pacific Square housing projects; and (iii) repave the parking lot at the Evergreen Cottages housing project. It is necessary to borrow money from the City to finance the Authorized Purposes.

Section 2. Authorizations. The Authority is authorized to: (i) submit applications to the City for the funding of one or more of the Authorized Purposes in the maximum aggregate amount of \$1,750,000; (ii) receive any such funds as grants and/or loans, and if the funds are lent to the Authority, to borrow such funds; and (iii) execute, deliver and cause to be recorded (if applicable) such grant agreements, loan agreements, promissory notes, restrictive covenants and deeds of trust as may reasonably be required by the City as a condition to the receipt of such funds. The Chair of the Board and the Authority's Executive Director, and their respective designees (each, an "Authorized Officer" and, collectively, the "Authorized Officers"), and each of them acting alone, are authorized and directed to execute, deliver and, if applicable, file (or cause to be executed and delivered and, if applicable, filed) on behalf of the Authority such documents, agreements and instruments required to be executed by the Authority carry out the transactions contemplated by these resolutions.

Section 3. Ratification and Confirmation. All actions of the Authority and its officers prior to the date hereof and consistent with the terms of this resolution are ratified and confirmed.

Section 4. Effective Date. This resolution shall be in full force and effect from and after its adoption and approval.

ADOPTED by the Board of Commissioners of the Housing Authority of the City of Everett at meeting held on October 21, 2019.

HOUSING AUTHORITY OF THE CITY OF EVERETT

Chair, Board of Commissioners

ATTEST:

Secretary-Treasurer