

HOUSING AUTHORITY OF THE TOWN OF GREENWICH
Regular Meeting of the Board of Commissioners
December 12, 2018
Minutes of the Meeting

The Regular Meeting of the Board of Commissioners of the Housing Authority of the Town of Greenwich was held on Wednesday, December 12, 2018 at the Agnes Morley Heights Community Room. The Chairman, Sam Romeo, called the meeting to order in public session at 5:39 p.m.

The Chairman declared that a quorum was present and directed the Assistant Secretary, Lisette E. Contreras, to act as secretary for the meeting.

Commissioners Present: Sam Romeo, James Boutelle, Cathy Landy, Angelo Pucci and Robert Simms Jr.

Commissioners Absent: Abelardo Curdumi and Vincent De Fina

Staff Present: Anthony Johnson, Terry Mardula, Derrick Bryant, Penny Lore, Lisette Contreras, Teryl Reynolds, Sardis Solano, and Winston Robinson

Legal: Louis Pittocco

Public: Philomena Birmingham, Joan Yankowski and Carol Nuro

The Chairman welcomed the public and asked for any comments from residents. He reminded the public that this is a public meeting, not a public hearing and that he reserves the right whether or not to recognize speakers who are not residents of the Greenwich Housing Authority.

The Quarry Knoll Resident Council President stated that whenever it rains, a puddle forms by the dumpsters by the maintenance shop and it freezes over in the winter which is dangerous. The Executive Director asked if the area is a drain or just concrete. The Quarry Knoll Resident Council President replied that it's just concrete. The Executive Director explained that the reason why it has not been fixed is because the existing concrete will need to be removed and new concrete poured over to level it off. The Maintenance Personnel stated that the area is where the dump truck picks up the dumpster.

The Chairman stated that the flag at Quarry Knoll needs to have a light on it if it is not taken down every day.

A resident from Agnes Morley thanked the staff for the new furniture saying that it looks really nice. She suggested painting the hallways in the building. The Executive Director asked her to work with the Senior Asset Manager in picking out colors that the majority of the residents would agree on.

The Chairman asked for approval of the Minutes of the Annual Meeting of the Board on October 24, 2018. On a motion duly made and seconded, the minutes, were approved (Commissioner Pucci abstained due to absence).

The Chairman asked for approval of the Minutes of the Special Meeting of the Board on November 16, 2018. On a motion duly made and seconded, the minutes, with revisions, were approved (Commissioner Pucci and Commissioner Landy abstained due to absence).

Finance Committee:

The Finance Committee met on December 12, 2018. In attendance were Commissioner Boutelle, the Chairman, Commissioner Pucci, the Executive Director, Deputy Director and Finance Director.

Commissioner Boutelle stated that year-to-date numbers through October were reviewed. There were some deficits due to the large FSS payments.

Commissioner Boutelle reported that the 2019 budgets were reviewed as well. He inquired as to whether the budget for Parsonage Cottage is based on having 100% occupancy. The Parsonage Cottage Administrator replied that it is based on 98% occupancy. Commissioner Boutelle added there are also personnel changes to Parsonage Cottage in the coming year.

Commissioner Boutelle stated that the Finance Committee voted to recommend the approval of the 2019 budgets.

Development Committee:

The Development Committee did not meet this month.

The Executive Director stated that the only new project underway is the replacement of the windows at Agnes Morley Heights. The bid opening was today and the numbers came in much higher than we budgeted. CNG's bid was \$1,147,922 and Holzner's was \$1,694,250. HATG budgeted \$650,000 for the project of which \$550,000 is being funded through the energy company. The Chairman asked if the bids came in high because of the type of window that is being proposed. The Executive Director replied that in order to receive the funds from the energy company the windows need to be triple pane. He added that he has not reviewed the bids yet to assess why they came in so high. HATG might have to look into the option of buying the windows. He would like to study the bids and go from there.

Administrative Committee:

The Administrative Committee did not meet this month.

Other Residences Committee:

The Other Residences Committee did not meet this month.

The Parsonage Cottage Administrator stated that her Christmas party is scheduled for next Thursday 12/20 and the Board is invited.

The Executive Director stated that the new heating system at Parsonage Cottage is up and running, however, it has some glitches. The valves in the bedrooms need to be replaced because they are too old for the new system. The Parsonage Cottage Administrator added that one of the rooms needs the valves changed now.

Executive Directors Report:

The Executive Director reported that he is hoping to close the financing for the Armstrong Court Phase 1 New Construction in January. He wanted to close in December but HATG has not received the release of funds from HUD. There was a second ad that had to be published which cost us \$3,000 and another waiting period of 15 days. The Executive Director stated that the Chairman helped HATG receive the plans from the building department.

Staff Reports:

The Deputy Director stated that everything is working regularly at the properties. There has been a lot of turnover at Armstrong Court and Agnes Morley Heights due to new Section 8 vouchers being released.

The Deputy Director reported that the Town Administrator, Ben Branyan, has been very helpful with the parking policy. The Board of Selectmen did not have their meeting on December 6th in which the McKinney Terrace parking policy was going to be brought up for approval. However, the Deputy Director is confident that by spring 2019 the parking policy should be in full effect.

The Deputy Director stated that 12 Section 8 vouchers need to be freed up for the new units at Armstrong Court.

The Deputy Director commented on the satisfactory score of the Quarry Knoll II MOR that the auditors that reviewed the files were more understanding than previous auditors. He mentioned that the contract with HUD expires in May 2020. If HATG wants to opt out of the contract, the letter notifying tenants and HUD will have to go out May 2019. He explained that the letter would not bind HATG in opting out should HATG decide within the year to not go through with it. Commissioner Boutelle asked if HATG needs board approval to send the letter out. The Executive Director responded that it does not because it's part of regular operations. However, HATG will need board approval to enter into a new contract. The Deputy Director stated that when HATG opted out Town Hall Annex from the HUD contract we were able to raise the rents much higher than on the program. All tenants received a voucher and it saved HATG from completing recertifications every year. The Executive Director added that the problem is if the letter is not sent, Quarry Knoll II is automatically under contract for another 40 years.

Other/New Business:

RESOLUTION #473:

The Finance Director explained that the public housing budgets for Agnes Morley Heights, Wilbur Peck Court, Quarry Knoll I, and Greenwich Close need to be approved in accordance with HUD regulations. After discussion, upon motion duly made and seconded, the following resolution was adopted:

RESOLVED, that the budgets for the fiscal year ending December 31, 2019, for the public housing facilities, Agnes Morley Heights, Wilbur Peck Court, Quarry Knoll I, and Greenwich Close, in the form submitted to the Board for review, be and they hereby are approved, and the Finance Director is directed to maintain such budgets in accordance with HUD regulations in the form submitted to the meeting and the Secretary is directed to file a copy thereof with the Minutes of the Meeting.

Commissioner Boutelle motioned to approve Resolution #473, Commissioner Simms seconded and all votes were in favor.

RESOLUTION #474:

The Finance Director has prepared the budgets for the fiscal year ending December 31, 2019 which include the budgets for our State Elderly, State Moderate Rental and Town Hall Annex (referred to by CHFA as the "Management Plans" of such facilities). After review of such Management Plans, upon motion duly made and seconded, the following resolution was unanimously adopted:

RESOLVED, that the Board approves the Management Plans for the State Elderly, State Moderate Rental and Town Hall Annex and the Finance Director is directed to submit such Management Plans to Connecticut Housing Finance Authority (CHFA).

Commissioner Boutelle motioned to approve Resolution #474, Commissioner Pucci seconded and all votes were in favor.

RESOLUTION #475:

WHEREAS, the Housing Authority of the Town of Greenwich (the “Authority”) is the majority member of Armstrong Court Phase I General Partner LLC (the “General Partner”), a Connecticut limited liability company having certain authority over the affairs of General Partner;

WHEREAS, the General Partner is the general partner of Armstrong Court Phase I Limited Partnership, a Connecticut limited partnership (the “Owner”), with sole and exclusive authority to act on Owner’s behalf in certain matters;

WHEREAS, pursuant to a certain Ground Lease Agreement by and between the Authority, as landlord, and the Owner, as tenant, Owner (the “Ground Lease”) will acquire a leasehold interest in a certain portion of property (the “Property”) known as “Armstrong Court”, located in the Town of Greenwich, State of Connecticut, as more particularly described in the Ground Lease (the “Ground Lease Transaction”);

WHEREAS, the Property is the site of existing multi-family housing, which Owner desires to redevelop and improve in phases (the “Project”);

WHEREAS, in order to finance the development of Phase I of the Project (“Phase I”), Owner intends to obtain financing from CHFA (the “CHFA Loan”), DOH (the “DOH Loan”) and the Authority (collectively, the “Sponsor Loans”);

WHEREAS, the Sponsor Loans shall be comprised of a so-called “leasehold purchase loan” in the maximum principal amount of \$940,000, a so-called “HTCC loan” in the maximum principal amount of \$271,449, and a so-called “energy loan” in the maximum principal amount of \$56,250, and shall each be evidenced and/or secured by promissory notes by Owner in favor of the Authority (the “Sponsor Loan Notes”) and subordinate leasehold mortgages by Owner in favor of the Authority (the “Sponsor Loan Mortgages”); together with the Sponsor Loan Notes, and all other documents, agreement and instruments to be executed or delivered in connection with the Sponsor Loans, collectively, the “Sponsor Loan Documents”);

WHEREAS, Owner intends to obtain additional funding for the development of Phase I from a tax credit investor, Wincopin Circle LLLP, its successors and/or assigns (the “Investor”), which will be admitted as limited partner of Owner, and, in connection therewith, the Investor shall make certain equity contributions to Owner, and the Owner, acting by and through its General Partner will enter into various documents in consideration of such equity contributions (collectively, the “Equity Documents”);

WHEREAS, in connection with the admission of Investor to Owner, the Authority, which serves as initial stand-in limited partner of the Owner, shall withdraw as such;

WHEREAS, the Owner shall enter into various construction, architect, management and other agreements in connection with the design, construction, development, management and leasing of Phase I and the units to comprises said Phase I (collectively, the “Construction Agreements”).

NOW THEREFORE BE IT RESOLVED:

That the Authority authorizes the Executive Director and/or Chairman of the Authority, on behalf of the Authority, to take any action in furtherance of the transactions contemplated herein, including without limitation, entering into the Ground Lease Transaction, making the Sponsor Loans, withdrawing as limited partner of Owner, and, as may be applicable, executing, negotiating, and/or delivering the Ground Lease, the Sponsor Loan Documents, any of the Equity Documents (including,

without limitation, any right of first refusal or option to purchase the Project), and any other documents, instruments, or agreements as may be necessary or desirable to consummate any of said transactions.

The undersigned Chairman of the Board hereby certifies that the foregoing resolutions were duly adopted by the Housing Authority of the Town of Greenwich Board of Commissioners at the Regular Board Meeting held on December 12, 2018.

Commissioner Pucci motioned to approve Resolution #475, Commissioner Simms seconded and all votes were in favor.

RESOLUTION #476:

At a Meeting of the Housing Authority of the Town of Greenwich held at Adams Gardens, 9 Sound Beach Avenue, Riverside, Connecticut, 06878 on December 12, 2018.

All of the directors and officers were present.

A discussion ensued with regard to amending that certain loan from the First Bank of Greenwich in the original amount of FOUR MILLION ONE HUNDRED FIFTEEN THOUSAND 00/100 DOLLARS (\$4,115,000.00), which loan was originally approved to facilitate the construction of 11 units of housing at Adams Gardens.

Upon Motion duly made and seconded, the following Resolution was adopted:

RESOLVED, that Anthony L. Johnson, Executive Director, is authorized to sign any and all documents necessary to consummate amendment of the loan with the First Bank of Greenwich for the purpose of modifying the construction period to end on. April 1, 2019, rather than February 1, 2017 (or any other date previously provided by any amendment including May 1, 2017, July 1, 2017 and/or October 1, 2017).

The undersigned Secretary of the Housing Authority of the Town of Greenwich (the "Authority") hereby certifies that:

Attached hereto is the text of Resolution#: 476 duly adopted at a meeting of the Board of Commissioners of the Authority held on December 12, 2018, at which a quorum was present, and such Resolution was duly adopted at such meeting and remains in full force and effect.

IN WITNESS WHEREOF I have executed this Certificate on December 12, 2018.

The Chairman stated that this is another reason why HATG is displeased with AMEC; since they did not properly complete the sewers at Adams Garden II the town has not released the certificate of occupancy therefore impeding HATG from converting the construction loan into a mortgage. The Executive Director explained that the interest rate on a construction loan is slightly higher than on a mortgage loan but the larger issue is that HATG is not receiving any equity on it. He added that one of the sewers need to be aligned which requires ripping up the parking lot and properly inserting the male/female components or aligning the entire sewer system. The Executive Director stated that HATG is still holding the funds owed to AMEC and will not release them until the job is complete. If AMEC is unable to fix the sewer, HATG will have to fix it.

Commissioner Boutelle motioned to approve Resolution #476, Commissioner Landy seconded and all votes were in favor.

The Executive Director mentioned that the new name/logo for HATG was circulated and did not see any negative comments. Most of the board liked the name/logo that was chosen. The Chairman requested to have the name/logo re-circulated to the Board.

Attorney Pittocco explained that with a “doing business as” (DBA) name HATG would still remain the entity; it would simply be using a different name. The DBA is not an official name for filing just a name that is adopted. The Chairman inquired as to whether this is what Stamford Housing Authority did when they changed their name to Charter Oak Communities. Attorney Pittocco responded that he is unaware of what the Stamford Housing Authority did but he will ask Mike Santoro from Department of Housing. He added that with the DBA, HATG would have to notify all corporations that it does business with of the name change. Any new contracts can be entered into with the DBA and “DBA” does not need to be stated in the contracts. Commissioner Boutelle asked to whom the tenants will write their checks to. The Deputy Director replied that tenants will write it out to the adopted name. Attorney Pittocco stated that a DBA form needs to be filed with the Town Clerk. Nothing needs to be filed with the state. Commissioner Simms asked if the new logo needs to be registered with the state. Attorney Pittocco replied that it does not have to be. Attorney Pittocco will do more research on the matter and will reach out to Mike Santoro.

The Executive Director informed the Board that the Executive Assistant will be out on maternity leave for 3 months. Maria Morris will be covering for her. Everyone wished the Executive Assistant good luck.

There being no further business to come before the Board, upon a motion duly made and seconded, the meeting was adjourned at 6:41 p.m.

Respectfully submitted by,

Lisette E. Contreras