

Minutes of Meeting

The Regular Meeting of the Housing Authority of the City of Norwalk was held at 5:30 PM Wednesday January 18, 2016.

PLACE: **Central Offices**
24 ½ Monroe Street
Norwalk, CT 06854

PRESENT: Cesar Ramirez, Chairman
Jeffrey Ingraham Vice Chairman
Deidra Davis, Treasurer
Brenda Penn-Williams, Commissioner

ATTENDING: Curtis O. Law, Executive Director
Candace E. Mayer, Deputy Director
Kras Carlucci, Director of Housing Operations
Patricia Marsden-Kish, Director of Education
Tom Ivers, Choice Neighborhood Director
Donna Lattarulo, Esq., NHA Legal Counsel
Megan Glasheen Esq, Reno & Cavanaugh - via Teleconference
Seth Zirkle Esq, Reno & Cavanaugh - via Teleconference
Eva Erlich – Trinity Financial - via Teleconference
Mike Lorenzo – Trinity Financial – via Teleconference

Meeting opened at 5:37 P.M.

Roll call was taken.

Old Business:

Commissioners Tabled:

- a. Treasurers Reports for June, July, August, and September 2016
- b. Bills and Communications June, July August, September. October and November 2016
- c. Changes to Norwalk Housing Personnel Policy Regarding Travel and Education

New Business:

14-13 Commissioner Ingraham moved to approve:

- d. Public Hearing and Regular Meeting Minutes December 14, 2016

Commissioner Davis seconded the motion.

ACTION

AYES

NAYES

All in Favor.

Commissioner Ramirez
Commissioner Ingraham
Commissioner Davis
Commissioner Penn-Williams

Motion was carried.

Commissioners tabled:

- e. Bills and Communications December 2016.
- d. Treasurers Report October 2016

14-14 Commissioner Ingraham moved to approve:

- g. Admissions and Occupancy Report December 2016

Commissioner Penn-Williams seconded the motion.

ACTION	AYES	NAYES
	Commissioner Ramirez Commissioner Ingraham Commissioner Davis Commissioner Penn-Williams	
All in Favor.		Motion was carried.

14-15 Commissioner Ingraham moved to approve:

- h. Maintenance Report December 2016.

Commissioner Penn-Williams seconded the motion.

ACTION	AYES	NAYES
	Commissioner Ramirez Commissioner Ingraham Commissioner Davis Commissioner Penn-Williams	
All in Favor.		Motion was carried

14-16 Commissioner Ingraham moved to approve:

- i. MOD Report December 2016.

Commissioner Penn-Williams seconded the motion.

ACTION	AYES	NAYES
	Commissioner Ramirez Commissioner Penn-Williams Commissioner Ingraham Commissioner Davis	
All in Favor.		Motion was carried

The December 2016 Education and CNI Reports were not presented at this meeting.

Commissioners Tabled:

- q. Mortgage Deed and Modification of Loan Agreement between the Housing Authority of the City of Norwalk and Cedar Court Housing LLC.

14-17 Commissioner Ingraham moved to approve:

- r. Award Archidesign Group LLC of Danbury CT a contract in the amount of \$17,000 for design of the replacement of stair landings & parking lot @ Fairfield Avenue Apartments.

Commissioner Davis seconded the motion.

ACTION	AYES	NAYES
	Commissioner Ramirez Commissioner Penn-Williams Commissioner Davis Commissioner Ingraham	
All in Favor.		Motion was carried

14-18 Commissioner Ingraham moved to approve:

RESOLUTION AUTHORIZING AGREEMENT REGARDING INFRASTRUCTURE and LETTER AGREEMENT BETWEEN TRINITY FINANCIAL, INC., THE PHASE WASHINGTON VILLAGE PHASE ONE OWNER AND THE HOUSING AUTHORITY OF THE CITY OF NORWALK IN CONNECTION WITH THE WASHINGTON VILLAGE PHASE 1 REDEVELOPMENT

WHEREAS, prior to closing on the documents to implement the construction of Phase 1 of the Washington Village Redevelopment, the City of Norwalk ("the City") released its construction schedule for the construction of certain public infrastructure improvements, including street construction, associated with Phase 1 ("City Infrastructure Construction Schedule"); and

WHEREAS, the City Infrastructure Construction Schedule is longer than the Housing Authority of the City of Norwalk (the "Authority"), Trinity Financial, Inc. (the "Master Developer"), and the Trinity Washington Village Phase One Limited Partnership (the "Phase 1 Owner") had anticipated; and

WHEREAS, the extended City Infrastructure Construction Schedule requires the Phase 1 Owner to undertake temporary measures (e.g. possibly installing temporary egress stairs and ramps to the roads where the Infrastructure Project is occurring) to make the project eligible for temporary certificates of occupancy and final certificates of occupancy within the time frames promised to the Phase 1 Owner's lenders and investors; and

WHEREAS, the Phase 1 development budget did not anticipate the costs related to these temporary measures ("Temporary Access Measures"); and

WHEREAS, the Authority, the Master Developer and the Phase 1 Owner have determined to reprogram funds that were earmarked for the repayment of a portion of the Authority's loan from Siemens related to energy improvements (the "ESCO Loan") to be used to pay for the Temporary Access Measures provided that (a) the Phase 1 Owner shall exhaust the construction contingency and the owner's portion of any cost savings before using the funds originally programed to repay the ESCO Loan and (b) any effort to obtain contribution for such cost from the City are not successful; and

WHEREAS, the Board of Commissioners of the Authority has determined that it is in the best interest of the Authority to enter into an agreement to allow for the reprogramming of the funds related to the ESCO Loan as well as a related letter agreement that clarifies that if the funds are used for the Temporary Access Measures, the Master Developer will seek replacement funding for the ESCO Loan payment from another source.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF NORWALK THAT:

1. Reprogramming the funds that were earmarked for the repayment of a portion of the Authority's loan from Siemens related to energy improvements (the "ESCO Loan") to pay for the Temporary Access Measures, be and is hereby authorized and directed, provided that (a) the Phase 1 Owner shall exhaust the construction contingency and the owner's portion of any cost savings before using the funds originally programed to repay the ESCO Loan and (b) any effort to obtain contribution for such cost from the City are not successful; and
2. The expenditure of such reprogrammed funds as aforesaid is hereby authorized; and
3. The Executive Director be and hereby is authorized, empowered and directed to execute and deliver, in consultation with legal counsel to the Authority and upon such additional terms and conditions as determined by the Executive Director to be in the best interests of the Authority, (a) the Agreement Regarding Infrastructure as generally set forth in Exhibit A and (b) the letter agreement concerning the replenishment of ESCO funds as generally set forth at Exhibit B; and
4. The Executive Director be and hereby is authorized, empowered and directed, to take any and all such steps necessary, related or ancillary to the foregoing to achieve the purposes of this Resolution; and
5. This resolution shall take effect immediately.

Commissioner Davis seconded the motion

ACTION	AYES	NAYES
	Commissioner Ramirez Commissioner Penn-Williams Commissioner Davis Commissioner Ingraham	
All in Favor.		Motion was carried

14-19 Commissioner Ingraham moved to approve:

RESOLUTION AUTHORIZING AMENDMENT OF REDEVELOPMENT AGREEMENT BETWEEN TRINITY FINANCIAL, INC., AND THE HOUSING AUTHORITY OF THE CITY OF NORWALK IN CONNECTION WITH THE WASHINGTON VILLAGE PHASE 1 REDEVELOPMENT

WHEREAS, pursuant to the terms and conditions of that certain contract for redevelopment of Washington Village, Norwalk, Connecticut by and among the Housing Authority of the City of Norwalk ("NHA" or the "Authority"), Trinity Washington Village, Limited Partnership and Trinity Financial, Inc. (collectively, "Trinity") dated November 18, 2013, (the "Redevelopment Agreement"), NHA and Trinity set forth the terms and conditions pursuant to which the NHA owned development known as Washington Village would be redeveloped; and

WHEREAS, pursuant to the Redevelopment Agreement, NHA and Trinity agreed that the redevelopment effort would take place in multiple phases; and

WHEREAS, NHA was awarded a Choice Neighborhood Grant in the amount of \$30 million by the U.S. Department of Housing and Urban Development to assist with the redevelopment costs for proposed redevelopment of Washington Village; and

WHEREAS, in connection with the redevelopment, NHA and Trinity have assembled funding for the redevelopment which includes a combination of grants and loans and equity, as well as a development team, and proposed ownership structure and are prepared to implement the redevelopment of Washington Village Phase 1; and

WHEREAS, Trinity has created an affiliated single purpose ownership entity (the "Owner Entity") which will undertake and perform the Washington Village Phase 1 redevelopment work; and

WHEREAS, the City of Norwalk (the "City") has agreed to provide funding to pay for the cost of certain infrastructure work in connection with the redevelopment of Washington Village; and

WHEREAS, the City has required certain amendments to the Redevelopment Agreement as generally set forth in Exhibit A attached hereto; and

WHEREAS, the Board of Commissioners of the Authority has determined that it is in the best interest of the Authority to permit the amendment of the Redevelopment Agreement to, inter alia, add the city as a party thereto, all as generally set forth in Exhibit A.

NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF NORWALK THAT:

1. The amendment of the Redevelopment Agreement as generally set forth in Exhibit A, and upon such additional terms and conditions as determined by the Executive Director, in consultation with legal counsel to the Authority, to be in the best interests of the Authority, be and hereby authorized and directed; and
2. The Executive Director be and hereby is, authorized, empowered and directed to execute and deliver such documents, agreements and instruments as he determines, in consultation with legal counsel to the Authority, to be necessary and appropriate to effectuate the foregoing and in the best interests of the Authority; and
3. The Executive Director be and hereby is, authorized and directed to take and perform any and all such acts ancillary and related to the foregoing or necessary to fulfill or in furtherance of the foregoing purposes, upon such terms and conditions and in such manner as the Executive Director determines, in consultation with legal counsel to the Authority, to be in the best interests of the Authority.

Commissioner Davis seconded the motion.

ACTION	AYES	NAYES
	Commissioner Ramirez Commissioner Penn-Williams Commissioner Davis Commissioner Ingraham	
All in Favor.		Motion was carried

14-20 Commissioner Davis moved to approve:

- u. Staff to attend National after- School Association Conference in Dallas TX, March 19-22 at no cost.

Commissioner Ingraham seconded the motion.

ACTION

AYES

NAYES

Commissioner Ramirez
Commissioner Penn-Williams
Commissioner Davis
Commissioner Ingraham

All in Favor.

Motion was carried

14-21 Commissioner Davis moved to approve:

v. Commissioners and Staff to attend 2017 PHADA Convention and Exhibition, April 30 – May 3, 2017 at the Chicago Hilton, for the Member Registration price of \$440 per person and room rate of \$209 per night.

Commissioner Ingraham seconded the motion.

ACTION

AYES

ABSTENTIONS

Commissioner Ramirez
Commissioner Davis
Commissioner Ingraham
Commissioner Penn-Williams

All in Favor.

Motion was carried

14-22 Commissioner Davis moved to approve:

w. Commissioners and Staff to attend 2017 NAHRO Washington Conference March 26-28 held at Crystal Gateway Marriott Hotel; Arlington VA at the Early Bird Registration Price of \$475 per person room rate of \$209 if made by January 31, 2017.

Commissioners did not hold an Executive Session.

Commissioner Ingraham moved to adjourn the meeting. Commissioner Penn- Williams seconded the motion.

All in Favor. The meeting adjourned at 7:20 PM.

Respectfully Submitted,

Curtis O. Law
Executive Director /Secretary

