

COMMISSIONERS' REGULAR BOARD MEETING*November 17, 2021***Resolution(s) Passed:**

21-20 Inducement Resolution regarding the Issuance of Multifamily Housing Revenue Bonds for the Acquisition, Construction, Renovation, Rehabilitation and Equipping of the Approximately 161-Unit Townes At River South Apartments Multifamily Housing Facility located in the City of Richmond, Virginia
Resolution approving the Interim Chief Executive Officer to begin HUD's Section 18 Process for the Calhoun Family Investment Center

MOTIONS: Hardiman/Johnson

VOTE: Aye: Blount, Coleman, Gooden, Hardiman, Johnson, Jones, Kessler, Pitchford, Shelton

ABSTAIN: None

ABSENT: None

MINUTES OF REGULAR MEETING
OF THE COMMISSIONERS OF
RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY
HELD AT ARMSTRONG RENAISSANCE
1665 NORTH 31ST STREET, RICHMOND, VIRGINIA
ON WEDNESDAY, NOVEMBER 17, 2021

Board of Commissioners

In Attendance In-Person:

Dr. Basil I. Gooden, Chairman
Veronica Blount
Barrett Hardiman
W. R. "Bill" Johnson, Jr.
Robley Jones
Neil Kessler
Charlene Pitchford
Patrice Shelton

In Attendance via GoToMeeting:

Jonathan Coleman

RRHA Staff

Stacey Daniels-Fayson, Interim Chief Executive Officer

Chairman Basil Gooden called the meeting to order at 5:33 p.m. with Ben Titter serving as General Counsel. A quorum was established.

General Counsel Comments

This meeting is being conducted in accordance with the Virginia Freedom of Information Act. A quorum of the Board is physically assembled at the Armstrong Renaissance in the city of Richmond. Due to the COVID-19 pandemic, which has made it unsafe for persons to gather in a single indoor location, this meeting is also available via GoTo Meeting in accordance with Va. Code § 2.2-3708.2(E).

Notice of this meeting was published on RRHA's website on **Wednesday, November 3, 2021**. That Notice identified that this meeting is available through GoToMeeting, and that members of the public could observe and participate. Specific instructions to access the meeting by Internet and by phone were disclosed in the Notice, which also directed members of the public to a link where they could register to deliver public comments. All requests to speak are delivered to Priscilla Jackson, Executive Administrative Assistant.

Members of the public must register in advance in accordance with the Board's Bylaws in order to make public comments during the meeting. To register, members of the public must access an online link by which they can provide the registration information required by the Board's Bylaws. Public comments must be made at electronic meetings of this Board in real time through the GoToMeeting application, either by Internet or by phone. Written comments will not be accepted and will not be included in the minutes of this meeting.

In accordance with the Bylaws, no member of the public may address the Board unless they have registered to speak or have otherwise been called upon by the Chair to speak. Accordingly, all members of the public are instructed to disable any audio or video broadcasts until and unless the Board has called upon such individual to deliver comments. If a member of the public refuses to disable an audio or video broadcast after having been warned to do so by the Chair, then the individual may be permanently banned from the remainder of the meeting.

Please disable your audio and video broadcasts now.

The members who are participating in this meeting include: (1) Commissioner Veronica Blount, (2) Commissioner Jonathan Coleman**, (3) Commissioner Basil Gooden, Chairman, (4) Commissioner Barrett Hardiman, Vice Chairman, (5) Commissioner W. R. "Bill" Johnson, Jr., (6) Commissioner Robley Jones (7) Commissioner Neil Kessler, (8) Commissioner Charlene Pitchford, and (9) Commissioner Patrice Shelton.

[** denotes Commissioners who participated in the meeting electronically via GoTo Meeting]

Members are reminded that all voting during this meeting will be conducted by roll call vote. When a motion is on the floor, I will call each member by name, in alphabetical order, to state their vote individually, until all members are polled.

As a final comment, Mr. Titter stated that the Ordinance from City Council that allows for Boards to meet by means of electronic meetings will expire on December 31, 2021. Unless City Council extends that Ordinance allowing, the Commissioners will have to resume in-person board and committee meetings beginning in January 2022. He will circulate some information to the Commissioners regarding this prior to the January 2022 meetings.

I have no further comments.

Chairman Gooden called for a motion to approve the agenda for the November 17, 2021 Board of Commissioners meeting.

Motion: (Hardiman/Shelton) Move to approve the Agenda for the November 17, 2021 Board of Commissioners meeting.

Motion Carried Unanimously

Absent: None

Minutes

The Minutes from the October 19, 2021 Annual Meeting and October 19, 2021 Regular Board of Commissioners Meeting were approved.

Motion: (Jones/Hardiman) Move to adopt the Minutes from the October 19, 2021 Annual Meeting and October 19, 2021 Regular Board of Commissioners Meeting

Motion Carried Unanimously

Absent: None

Citizen Information Period

The two citizens that had signed up to speak did not attend the meeting.

Chairman's Updates

Chairman Gooden thanked staff for the work that they have been doing and for helping him to transition into the role of Chairman. He provided the following updates and/or comments.

- The Board Standing Committee assignments have been submitted to the committee chairs.
- A new standing committee has been added, the Community Outreach and Engagement Committee. Commissioner Charlene Pitchford will chair this committee. This committee is designed to engage the community and get valuable feedback and input not only from the broader community (elected officials, local leaders, community organizations, elected officials), but from the families that we serve as well.
- Commissioner Barrett Hardiman will serve as the chair of the Real Estate and Community Development Committee.
- Commissioner Patrice Shelton will serve as the chair of the Property Management Committee.
- Commissioner Veronica Blount will serve as the chair of the Administration and Finance Committee.
- Commissioner Robley Jones will continue to serve as the chair of the Governance Committee.
- The Standing Committee structures are being revised in accordance with RRHA's Bylaws to allow Commissioners, staff and/or any other persons to serve on a particular committee.

Discussion: Chairman Gooden stated that the committee chairs will determine the composition of their committees. Commissioner Charlene Pitchford informed Chairman Gooden that Commissioner Bill Johnson will serve as Vice Chair of the Community Outreach and Engagement Committee.

Interim Chief Executive Officer's Updates

Interim CEO Stacey Daniels-Fayson provided the following updates and comments.

- Vaccination efforts continues for RRHA employees and residents; 82% of employees have been vaccinated.
- The CARES Act funding must be expended by December 31, 2021. Staff has expended 94% of the funds for the LIPH program and 82% for the Housing Choice Voucher Program. We will meet our goal of expending these funds by December 31, 2021.
- Several community events and meetings with various partners and organizations were held throughout the month.

RRHA Agency Updates

- **City/State Funding and Legislative Request**
 - A follow-up meeting was held with the state delegates to provide additional information on RRHA's funding request for Creighton Court. We anticipate receiving a response to this request within the next month.

- “Come Current” Campaign
 - Since April of 2021, RRHA staff has entered over 1,100 applications for families needing assistance. As of today, we have received \$1,579,765 for 821 families. Property Management staff continue to beat the pavements on a regular basis that so our families can take advantage of this program.
 - As of October 30th, approximately 700 families had delinquent account balances. Staff’s focus is to reach out to those families and assist with them submitting applications for rental assistance.
 - RRHA’s property managers, assistant managers, and senior office support specialists have done an excellent job in getting assistance for our families to prevent any of our families from being evicted.
- Annual Plan
 - Staff continues to work on updating the annual plan. HUD has requested that staff provide specific information on RRHA’s efforts to implement fair housing strategies.
 - Due to the substantive nature of some of the changes to the plan, we will put the revisions back out for a new 45-day review period and have a new public meeting and comments period. The plan and resolution will then be submitted to the Board before it is submitted back to HUD.
 - HUD did clarify that we are allowed to operate under the Admissions and Continued Occupancy Plan (ACOP) and the Administrative Plan that we submitted with this annual plan.

Action Item: Staff will prepare a presentation for the board that highlights the key changes to the annual plan.

- Organizational Review RFP Update
 - Seven proposals were received in response to the RFP for the Organizational Review Assessment.
 - The evaluation committee interviewed the top three candidates during the first week of November.
 - Following those interviews, the evaluation committee requested that the three candidates provide their best and final offers to the RFP.
 - The committee plans to evaluate those best and final offers and reach an award decision right after the Thanksgiving holiday.
- Strategic Planning Process Update
 - The award went to The Spark Mill.
 - The strategic planning team members have been selected. The members are Commissioner Hardiman, Commissioner Blount, Interim CEO Daniels-Fayson, Kenyatta Green, Alicia Garcia, Ingram Brown, and Patricia Williford.
 - The strategic planning kick-off meeting will be held on November 30th at 4:30 p.m.

Discussion: After a brief discussion, Chairman Gooden asked if any of the other Commissioners wanted to serve on the strategic planning team. Commissioner Kessler will serve on the strategic planning team.

Committee Updates

The *Real Estate and Community Development Committee* met on November 15, 2021. Commissioner Barrett Hardiman, Chairman of the Real Estate Committee provided the following updates:

- The Committee recommended the resolution for Townes at River South to the Board for approval.
- There will be a change in the review and approval process of real estate items requiring committee action. Resolutions will be presented to the committee for review one month in advance of requesting board approval of the resolution.
- To create a comprehensive plan for RRHA properties and affordable housing in the city, the real estate committee is being expanded to include several new committee members who are not commissioners.
- The committee will look at developing a matrix that can be used for the disposition of RRHA properties.

The *Administration and Finance Committee* met on November 15, 2021. Commissioner Robley Jones, Chairman of the Administration and Finance Committee provided the following updates:

- The lease enforcement efforts will start in January 2022.

Discussion: Since RRHA's lease enforcement efforts will start in January 2022, a suggestion was made for staff to send certified letters to those residents who are behind on their rent to make them aware that lease enforcement efforts will start in January 2022. Staff will investigate the possibility of doing this.

Resolution(s)

Agenda Item No. 1 – Inducement Resolution regarding the Issuance of Multifamily Housing Revenue Bonds for the Acquisition, Construction, Renovation, Rehabilitation and Equipping of the Approximately 161-Unit Townes At River South Apartments Multifamily Housing Facility located in the City of Richmond, Virginia

(21-20) WHEREAS, the Richmond Redevelopment and Housing Authority (the "Authority") is empowered, pursuant to the Virginia Housing Authorities Law, Chapter 1, Title 36 (the "Act") of the Code of Virginia of 1950, as amended (the "Virginia Code"), to issue its bonds for the purpose, among others, of financing the Plan of Finance (as hereinafter defined), located within the territorial boundaries of the city of Richmond, Virginia (the "City"); and

WHEREAS, Related Affordable, LLC, or an affiliate thereof controlled by such entity (the "Borrower"), has requested the Authority to agree to issue its multifamily residential rental housing revenue bonds under the Act in an amount not to exceed \$14,300,000 (the "Bonds"), the proceeds of which will be used to finance or refinance a portion of the cost of acquiring, constructing, renovating,

rehabilitating and equipping a multifamily residential rental housing project consisting of forty-nine buildings containing approximately 161 units, property office and maintenance buildings to be known as Townes at River South Apartments (the "Project") on approximately 16 acres of land located at East 9th and Everett Streets in the City of Richmond, Virginia, including the financing of reserve funds as permitted by applicable law and the costs of issuance incurred in connection with the issuance of the Bonds (together with the Project, the "Plan of Finance") as permitted under the Act; and

WHEREAS, the Project shall be established and maintained as a "qualified residential rental project" within the meaning of Section 142(d) of the Internal Revenue Code of 1986, as amended (the "Code"); and

WHEREAS, the Borrower has indicated there will be project-based rental assistance and project-based voucher assistance available at the Project and that it will work in good faith with the Authority to endeavor to provide certain employment and/or contracting opportunities to the residents and businesses of the neighborhoods surrounding the Project (collectively, the "Borrower's Special Commitments"); and

WHEREAS, preliminary plans for the Plan of Finance have been described to the Authority; and

WHEREAS, the Authority has determined that it is in the best interest of the Authority to issue the Bonds pursuant to the Act, in such amounts as may be necessary to finance the Plan of Finance.

NOW, THEREFORE, BE IT RESOLVED BY THE RICHMOND REDEVELOPMENT AND HOUSING AUTHORITY THAT:

1. The foregoing recitals are approved by the Authority and are incorporated in, and deemed a part of, this resolution.
2. It is hereby found and determined that the Plan of Finance will further the public purposes of the Act by assisting in providing housing to low and moderate income persons in the City.
3. It is hereby found and determined that the Project will constitute "residential building(s)" as that term is defined in the Act.
4. To induce the Borrower to undertake the Plan of Finance and maintain the Project as a "qualified residential rental project" within the meaning of Section 142(d) of the Code, the Authority hereby agrees, subject to approvals required by applicable law, to assist the Borrower in financing the Plan of Finance, including the financing of reserve funds as permitted by applicable law, by undertaking the issuance of (and hereby declares its official intent to issue) the Bonds upon the terms and conditions to be mutually agreed upon between the Authority and the Borrower. The Bonds shall be issued in form and pursuant to terms to be set by the Authority. The Bonds may be issued in one or more series at one time or from time to time, and the Bonds of any such series may be either taxable or tax-exempt for purposes of federal income taxation.
5. All other acts of the officers of the Authority that are in conformity with the purposes and intent of this resolution and in furtherance of the issuance and sale of the Bonds and the undertaking of the Plan of Finance are hereby ratified, approved, and confirmed.
6. The Authority hereby designates McGuireWoods LLP, Richmond, Virginia, and Harrell & Chambliss LLP, Richmond, Virginia, to serve as co-bond counsel (collectively, "Bond Counsel") and hereby appoints such firms to supervise the proceedings and approve the issuance of the Bonds.

7. The Authority hereby agrees, if requested, to accept the recommendation of the Borrower with respect to the appointment of a bond purchaser, placement agent or underwriter for the sale of the Bonds pursuant to the terms to be mutually agreed upon.
8. The Borrower agrees to indemnify and save harmless the Authority, its officers, commissioners, employees, and agents from and against all liabilities, obligations, claims, damages, penalties, losses, costs, and expenses in any way connected with the issuance and sale of the Bonds, such indemnification agreement to be included in the definitive documents for the Bonds in substantially the form attached to this resolution as Exhibit A.
9. All costs and expenses in connection with the financing and the Plan of Finance, including the fees and expenses of the Authority (including, without limitation, any application fee and/or origination fee and all ongoing administrative fees), Bond Counsel, counsel for the Borrower and any bond purchaser, placement agent or underwriter for the sale of the Bonds, and counsel, shall be paid from the proceeds of the Bonds (but only to the extent permitted by applicable law) or by the Borrower. If for any reason such Bonds are not issued, it is understood that all such fees and expenses shall be paid by the Borrower and that the Authority shall have no responsibility therefor.
10. The Bonds shall be limited obligations of the Authority and shall be payable solely out of revenues, receipts and payments specifically pledged therefor. Neither the commissioners, officers, agents, or employees of the Authority, past, present, and future, nor any person executing the Bonds, shall be liable personally on the Bonds by reason of the issuance thereof. The Bonds shall not be deemed to constitute a general obligation debt or a pledge of the faith and credit of the Commonwealth of Virginia or any political subdivision thereof, including the Authority or the City (and the Bonds shall so state on their face), and neither the Commonwealth of Virginia nor any such political subdivision thereof shall be personally liable thereon, nor in any event shall the Bonds be payable out of any funds or properties other than the special funds and sources provided therefor. Neither the faith and credit nor the taxing power of the Commonwealth of Virginia, or any political subdivision thereof, shall be pledged to the payment of the principal of the Bonds or the interest thereon or other costs incident thereto. The Bonds shall not constitute an indebtedness within the meaning of any constitutional or statutory debt limitation or restriction.
11. The Authority (including its officers, commissioners, employees, and agents) shall not be liable and hereby disclaims all liability to the Borrower and all other persons or entities for any damages, direct or consequential, resulting from the issuance of the Bonds or failure of the Authority to issue the Bonds for any reason. Any obligation of the Authority to exercise its powers in the City to issue the Bonds as requested by the Borrower is contingent upon the satisfaction of all legal requirements and the Authority shall not be liable and hereby disclaims all liability to the Borrower for any damages, direct or consequential, resulting from the Authority's failure to issue Bonds for the Plan of Finance for any reason, including but not limited to, the failure of the City Council of the City (the "City Council") to approve the issuance of the Bonds.
12. The Authority recommends that, following a public hearing (the "Public Hearing") to be held with respect to the Plan of Finance and the Bonds in accordance with Section 147(f) of the Code and Section 15.2-4906, as applicable to housing authorities, of the Virginia Code, the City Council approve the issuance of the Bonds.

13. The Secretary of the Authority is authorized and directed to deliver to the City Council (1) a reasonably detailed summary of the comments, if any, expressed at the Public Hearing, (2) a fiscal impact statement concerning the Plan of Finance and (3) copies of this resolution and the Public Hearing resolution of the Authority.
14. The Chairman, Vice Chairman, Secretary or any Assistant Secretary of the Authority, or the designee of any of them, is hereby authorized to request an allocation or allocations of the State Ceiling (as defined in Section 15.2-5000 of the Virginia Code) in accordance with the applicable provisions of the Virginia Code and any regulations or executive orders issued thereunder, following the Public Hearing and City Council approvals described above. All costs incurred by the Authority, if any, in connection with such proceeding shall be paid for by the Borrower.
15. No Bonds may be issued pursuant to this resolution until such time as (a) the Public Hearing has been held, (b) the issuance of the Bonds has been approved by the City Council, (c) the Bonds have received an allocation or allocations of the State Ceiling in accordance with the applicable provisions of the Virginia Code and any regulations or executive orders issued thereunder, and (d) the final terms and details of the Bonds have been approved by subsequent resolution of the Authority (including, but not limited to, terms satisfactory to the Authority with respect to the Borrower's commitment to provide the Borrower's Special Commitments).
16. The approval of the issuance of the Bonds does not constitute an endorsement to a prospective purchaser of the Bonds of the creditworthiness of the Plan of Finance or of the Borrower.
17. This resolution is a Declaration of Official Intent under U.S. Treasury Regulations for purposes of Sections 103 and 141 to 150 of the Code. Based upon the representations of the Borrower, the Authority reasonably expects that certain costs of the Project may be reimbursed with the proceeds of the Bonds. The maximum principal amount of the Bonds is expected not to exceed \$14,300,000.
18. This resolution shall take effect immediately upon its adoption.

Motion: (Hardiman/Johnson) Move to adopt Resolution #1

Motion Carried Unanimously

Commissioners' Comments

- o Commissioner Pitchford suggested that the Board do a community outreach initiative to assist some of the residents by providing holiday baskets.
- o Commissioner Neil Kessler suggested that the Board look at ways to recognize the RRHA staff for the hard work that they have been doing over the last 18 months. Chairman Gooden stated that the Board will look at ways to implement both suggestions.

Closed Session

At 6:45 p.m., Commissioner Jones asked to go into Closed Session and read the following motion:

I move that we go into closed meeting for the following purposes:

1. *Discussion and consideration of the performance of RRHA's Interim Chief Executive Officer, as permitted by Section 2.2-3711(A)(1) of the Virginia Freedom of Information Act; and*
2. *Consultation with legal counsel pertaining to actual litigation, specifically the matter of LaFonda Page v. RRHA, because such consultation in an open meeting would adversely affect the litigating posture of RRHA, as permitted by Section 2.2-3711(A)(7) of the Virginia Freedom of Information Act.*

Motion: (Jones/Hardiman) Move to go into Closed Session.

Motion Carried Unanimously

At 9:06 p.m., Commissioner Jones asked to come out of Closed Session.

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Board of Commissioners of the Richmond Redevelopment and Housing Authority (the "Board") convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of the Virginia Freedom of Information Act; and

WHEREAS, Section 2.2-3711(B) of the Code of Virginia of 1950, as amended, requires a certification by the Board that such closed meeting was conducted in conformity with Virginia law.

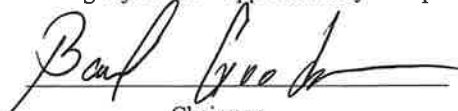
NOW, THEREFORE, BE IT RESOLVED that the Board hereby certifies that, to the best of each member's knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed, or considered by the Board.

Motion: (Jones/Hardiman) Move to come out of Closed Session

Motion Carried Unanimously

Adjournment

There being no further business, the meeting adjourned at approximately 9:07 p.m.


Chairman


Interim Chief Executive Officer/Secretary