



TACOMA HOUSING AUTHORITY

BOARD OF COMMISSIONERS MEETING MINUTES REGULAR SESSION WEDNESDAY, NOVEMBER 18, 2020

The Commissioners of the Housing Authority of the City of Tacoma met in Regular Session via Zoom at 4:45 PM on Wednesday, November 18, 2020.

1. CALL TO ORDER

Vice Chair Smith called the meeting of the Board of Commissioners of the Housing Authority of the City of Tacoma (THA) to order at 4:49 PM.

2. ROLL CALL

Upon roll call, those present and absent were as follows:

PRESENT	ABSENT
Commissioners	
	Chair Stanley Rumbaugh
Vice Chair Shennetta Smith	
Commissioner Derek Young	
	Commissioner Dr. Minh-Anh Hodge
Commissioner Pastor Michael Purter	
Staff	
Michael Mirra, Executive Director	
Sha Peterson, Executive Administrator	
April Black, Deputy Executive Director	
Ken Shalik, Finance Director	
Barbara Tanbara, Interim Human Resources Director	
Frankie Johnson, Property Management Director	
Kathy McCormick, Real Estate Development Director	
Sandy Burgess, Administrative Services Director	
Julie LaRocque, Rental Assistance Director	
Cacey Hanauer, Client Support & Empowerment Director	

Vice Chair Smith declared there was a quorum present @ 4:50 pm and proceeded.

3. APPROVAL OF MINUTES OF THE PREVIOUS MEETING

Vice Chair Smith asked for any corrections to, or discussion of the minutes for the Regular Session of the Board of Commissioners on Wednesday, October 28, 2020. Commissioner Young moved to adopt the minutes; Commissioner Purter seconded.

Upon roll call, the vote was as follows:

AYES:	3
NAYS:	None
Abstain:	None
Absent:	2

Motion approved.

4. GUEST COMMENTS

Kristin Lynett, City of Tacoma

Kristin presented the City's Sustainability, Climate, Resiliency and Justice plan. She talked about the impact coming to Tacoma as a result of climate change, including the inequitable effects to expect. She gave real life examples. She described the City's effort to reduce and manage the change.

According to Kristin, the climate is changing due to the warming of the planet. Temperatures will be hotter and problematic in different ways, including reduced snowpack, which will reduce water storage and impair winter and summer recreation. It also means lower summer streamflow, which will have an impact on water supply for Salmon. Climate change can bring more intense rainfall as well. The City's infrastructure is not designed for that. Wildfire smoke will cause significant damage and death. These changes will not affect people equally. "We are already feeling the effects and looking at 1.5 degrees of warming," said Kristin.

She said that Tacoma can lead by example. The City has a robust tree-planting program and is committed to purchasing electric vehicles, including electric bikes for staff to use, policies to allow for detached accessory dwelling units, and Tacoma's reliance on hydro power, which is relatively carbon neutral. The City Council passed a resolution declaring a climate emergency and as part of that plan, the City will update the action plan to make it more aggressive and equitable, making social justice a key component.

The city is currently in Phase 1: understanding community priorities, carbon pollution emissions modelling and identifying vulnerabilities. Phase 2 is Strategy and Action Planning, and Stage 3 is Plan Release and Adoption. The work dovetails nicely with City resolution of racial transformation.

She discussed how the Housing Authority support these efforts, how the City can encourage climate justice literacy, learning and action, and what engagement opportunities exist for this work.

Commissioner Smith stated that THA is helping by offering jobs to the community. Commissioner Young was curious if THA has looked at opportunities with how we run things for climate action. According to ED Mirra environmental responsibility is one of THA's seven strategic objectives. She said that we know what that means when we build. He noted Salishan's innovative bio-infiltration swale system. He said that we need to better understand what environmental responsibility means when we manage operations. He mentioned THA's tree project and asked Director Frankie Johnson for an update. Director Johnson reviewed the project to plant trees and develop tree coverage to exceed the city standards within two years.

5. COMMITTEE REPORTS

Real Estate Development Committee—Chair Rumbaugh, Commissioner Young

The committee has not met.

Finance Committee—Commissioner Hodge and Commissioner Young

The committee has not met.

Education Committee—Vice Chair Smith, Commissioner Hodge

The committee has not met.

Citizen Oversight Committee—Vice Chair Smith, Commissioner Purter

The committee has not had an opportunity to catch up but hopes to do so and have something solid to present to ED Mira to bring forth to the board.

Diversity, Equity and Inclusion Committee—Vice Chair Smith, Commissioner Hodge

The committee has not met.

6. COMMENTS FROM THE EXECUTIVE DIRECTOR

Executive Director (ED) Michael Mirra directed the board to his report. In his report he provided a preview of discussions with the state legislators about preserving Arlington Drive state funding. He attached a paper distributed to legislators that answers questions concerning state legal responsibility to serve homeless young people. He provided that copy to the Board to equip them with their own discussions with the legislators. He also included in his report information regarding the Bezos Academy and the prospect that will establish one of its preschools at Salishan Family Investment Center. It would do this at no cost to THA for any reconstruction or operational expenses. He and Vice Chair Smith hosted a visit with Scott Edison of Bezos Academy. Scott returned for a later visit with architects to look over the Family Investment Center (FIC). They met with ED Mirra, Director Johnson, Byron Williams, Barbara Pearsall and Jeanette Simon of the Salishan Association. THA will be reviewing the details of this prospect. If it turns out as

we can hope, it will greatly accelerate our plans to turn the FIC into a child development center. Vice Chair Smith added that she saw what they were willing to do and their plan to hire within the community. They will also update the building, invest in residents with education background. Commissioner Young is excited to hear about this project. He has mentioned Salishan to community engagement programs. ED Mirra hopes to be able to come to the Board with a proposal for a long-term lease and agreement.

ED Mirra concluded by reporting on Congress's efforts to pass a HUD budget. He noted worrisome proposed language in the budget report that would direct HUD to study reserves held by MTW agencies.

7. ADMINISTRATIVE REPORTS

Finance

Finance Department (FD) Director Ken Shalik directed the board to the finance report. He said that THA is in good shape. One reason for better than expected financial outcomes is the delayed expenses of remodeling the first floor of 901 South L Street. He reviewed the expected reserves of the various pots of funds. Expenses in total is under because other expenditures were put on hold. Section 8 HAP is right on target for what to spend this year.

Commissioner Young commended Director Shalik. So many organizations are struggling and THA is doing well all around. Director Shalik responded that the agency has been intentional on what it is doing and he appreciates everyone's efforts this year and maintaining the budget.

There is a Board Finance Committee meeting on Thursday to visit with the state auditors in an exit conference. The good news is there is no finding for any of the areas. The committee will also discuss the 2021 proposed budget, which staff will present to the board first in a study session and then the regular session, both in December. Director Shalik gave a brief preview of the budget proposal.

Commissioner Young moved to ratify the payment of cash disbursements totaling \$5,333,423 for the month of October, 2020. Commissioner Purter seconded.

Upon roll call, the vote was as follows:

AYES:	3
NAYS:	None
Abstain:	None
Absent:	2

Motion Approved.

Policy, Innovation and Evaluation

Director Black introduced Katie Escudero who is in week two at THA. Katie is thrilled to be at THA. She was previously at King County Housing Authority in a similar department. She is very excited to jump in to the work THA is working on.

Director Black reviewed meetings with partners concerning Tacoma Schools Housing Assistance Program (TSHAP) and the College Housing Assistance Program (CHAP). The TSHAP expansion is underway. 31 families have been referred to Wellsprings and 24 are considered to be enrolled. They have been selected and the type of assistance has been identified. All but one are homeless and living in vehicles or other dire circumstances. While circumstances are difficult in the pandemic for launching such an ambitious expansion, Director Black is proud at how well the program is doing.

Unrelated to Policy work, she is the incident commander during Covid and today has been a difficult day. One staff tested positive for Covid. That person had been at three properties. THA is closing all three sites and notifying staff who have been at those sites. Staff are also contacting the Health Department on how to communicate to tenants. This is an opportunity to follow protocols in place and some new forms the committee put together. While this is challenging, it was a good opportunity to work collaboratively as an emergency center to communicate to staff without being too alarming. THA will be closing three properties and 902 tomorrow and Friday to bring third-party sanitizing services. Director Black is working on an email alert to all staff tonight. She also working on information regarding social distancing and social gathering and following a plan to social distance for 14 days. This is a big ask of people but the Emergency Operations Committee (EOC) felt this was important. Vice Chair Smith stated that she and Commissioner Purter were discussing how this has been a trying time and her heart goes out to staff and tenants who have tested positive. Commissioner Young is glad to know how seriously THA is taking the challenge.

Client Support and Empowerment

Director Hanauer is grateful for Director Black's leadership and the guidance of Maintenance and Property Management. "It is a good comfort to know that we have them for guidance." It is business as usual at Client Support and Empowerment (CSE). Staff have a lot of new referrals and working hard with Rental Assistance to bring in county assistance dollars for tenants who are behind on their rent. Arlington Drive is filling up with young adults coming from homelessness. She is glad at how well staff are working together with the Y, CSE staff, Martha and Sylvia worked together to make welcome baskets for the new residents at The Rise on 19th. Vice Chair Smith is really amazed how staff work together to make sure people have a chance to start their new life at these properties. Director Hanauer responded that the thanks goes to ED Mirra, Property Management, and the YMCA who have done great work.

Rental Assistance

Rental Assistance (RA) staff are spending most of their time administering and distributing the Cares Act funds from Pierce County. The process started Monday. There are already 510 applications. Staff have already approved \$150k, including \$40k for property based subsidy properties. Staff did a great job marketing to clients. There were only two phone calls asking questions -- which shows that staff did a great job in being informative from the start. Director LaRocque gave full credit to staff who worked on it closely—Aley, Brandon and PM staff. THA is still at 100% utilization for voucher utilization.

Property Management

Rent assistance, lease up and transfer work at Arlington Drive and The Rise have been moving forward. The portfolio manager is projecting that Arlington Drive will be one unit short of half leased at the end of this month. Things are going well. This has been a hard day for staff because of staff infections with COVID-19. Director Johnson thanked Director Hanauer and her team for their assistance to staff and tenants and to Director Black's leadership. THA remains at 99% occupancy despite of COVID. This is a challenging time, but work is manageable. She appreciates everyone's assistance and partnership. Vice Chair Smith asked what THA is doing to make sure maintenance have the proper Personal Protective Equipment (PPE). Director Johnson reviewed how staff are equipped. PM continues to provide PPE, masks, shields, gloves and booties for shoes. THA has been very fortunate to get equipment. Yvonne Ginoulis found masks when there were none. We are stocked up now and continue to provide for maintenance.

Real Estate Development

The Real Estate Development (RED) team is working collaboratively with PM on Arlington and The Rise project, each doing different pieces. It has been rewarding to watch all come together to get the buildings leased efficiently. Arlington is 99% done and ahead of schedule. It is a beautiful building and welcoming. "You walk in and people want you to be there," commented Roberta Schur. The Rise at 19th construction is also going really well. Roberta encouraged everyone to drive by and take a look at the jewels sculpture. It was installed yesterday, which brightens up the corner. A few construction related problems will delay lease up until after Thanksgiving. There were issues with the elevator parts and other things. It is coming in under budget. RED is working closely with PM and RA staff to hit major goals and milestones. Staff have also been preoccupied with acquisition of the Trees properties. That project is expected to close in January. It is going really well with 300 units to add to THA's portfolio next year.

8. NEW BUSINESS

8.1 RESOLUTION 2020-11-18 (1)

Certificate of Compliance

**Annual Moving to Work Plan
Certifications of Compliance**

**U.S. Department of Housing and
Urban Development, Office of
Public and Indian Housing**

Certifications of Compliance with Regulations:

Board Resolution to Accompany the Annual Moving to Work Plan*

Acting on behalf of the Board of Commissioners of the Moving to Work Public Housing Agency (TACOMA HOUSING AUTHORITY) listed below, as its Chairman or other authorized TACOMA HOUSING AUTHORITY official if there is no Board of Commissioners, I approve the submission of the Annual Moving to Work Plan for the TACOMA HOUSING AUTHORITY Plan Year beginning (01/01/2021), hereinafter referred to as "the Plan", of which this document is a part and make the following certifications and agreements with the Department of Housing and Urban Development (HUD) in connection with the submission of the Plan and implementation thereof:

- (1) The TACOMA HOUSING AUTHORITY published a notice that a hearing would be held, that the Plan and all information relevant to the public hearing was available for public inspection for at least 30 days, that there were no less than 15 days between the public hearing and the approval of the Plan by the Board of Commissioners, and that the TACOMA HOUSING AUTHORITY conducted a public hearing to discuss the Plan and invited public comment.
- (2) The TACOMA HOUSING AUTHORITY took into consideration public and resident comments (including those of its Resident Advisory Board or Boards) before approval of the Plan by the Board of Commissioners or Board of Directors in order to incorporate any public comments into the Annual MTW Plan.
- (3) The TACOMA HOUSING AUTHORITY certifies that the Board of Directors has reviewed and approved the budget for the Capital Fund Program grants contained in the Capital Fund Program Annual Statement/Performance and Evaluation Report, form HUD-50075.1 (or successor form as required by HUD).
- (4) The TACOMA HOUSING AUTHORITY will carry out the Plan in conformity with Title VI of the Civil Rights Act of 1964, the Fair Housing Act, section 504 of the Rehabilitation Act of 1973, and title II of the Americans with Disabilities Act of 1990.
- (5) The Plan is consistent with the applicable comprehensive housing affordability strategy (or any plan incorporating such strategy) for the jurisdiction in which the PHA is located.

(6) The Plan contains a certification by the appropriate state or local officials that the Plan is consistent with the applicable Consolidated Plan, which includes a certification that requires the preparation of an Analysis of Impediments to Fair Housing Choice, for the TACOMA HOUSING AUTHORITY's jurisdiction and a description of the manner in which the Plan is consistent with the applicable Consolidated Plan.

(7) The TACOMA HOUSING AUTHORITY will affirmatively further fair housing by fulfilling the requirements at 24 CFR 903.7(o) and 24 CFR 903.15(d), which means that it will take meaningful actions to further the goals identified in the Assessment of Fair Housing (AFH) conducted in accordance with the requirements of 24 CFR 5.150 through 5.180, that it will take no action that is materially inconsistent with its obligation to affirmatively further fair housing, and that it will address fair housing issues and contributing factors in its programs, in accordance with 24 CFR 903.7(o)(3). Until such time as the TACOMA HOUSING AUTHORITY is required to submit an AFH, and that AFH has been accepted by HUD, the TACOMA HOUSING AUTHORITY will address impediments to fair housing choice identified in the Analysis of Impediments to fair housing choice associated with any applicable Consolidated or Annual Action Plan under 24 CFR Part 91.

(8) The TACOMA HOUSING AUTHORITY will comply with the prohibitions against discrimination on the basis of age pursuant to the Age Discrimination Act of 1975.

(9) *In accordance with 24 CFR 5.105(a)(2), HUD's Equal Access Rule, the TACOMA HOUSING AUTHORITY will not make a determination of eligibility for housing based on sexual orientation, gender identify, or marital status and will make no inquiries concerning the gender identification or sexual orientation of an applicant for or occupant of HUD-assisted housing.*

(10) The TACOMA HOUSING AUTHORITY will comply with the Architectural Barriers Act of 1968 and 24 CFR Part 41, Policies and Procedures for the Enforcement of Standards and Requirements for Accessibility by the Physically Handicapped.

(11) The TACOMA HOUSING AUTHORITY will comply with the requirements of section 3 of the Housing and Urban Development Act of 1968, Employment Opportunities for Low-or Very-Low Income Persons, and with its implementing regulation at 24 CFR Part 135.

(12) The TACOMA HOUSING AUTHORITY will comply with requirements with regard to a drug free workplace required by 24 CFR Part 24, Subpart F.

(13) The TACOMA HOUSING AUTHORITY will comply with requirements with regard to compliance with restrictions on lobbying required by 24 CFR Part

87, together with disclosure forms if required by this Part, and with restrictions on payments to influence Federal Transactions, in accordance with the Byrd Amendment and implementing regulations at 49 CFR Part 24.

(14) The TACOMA HOUSING AUTHORITY will comply with acquisition and relocation requirements of the Uniform Relocation Assistance and Real Property Acquisition Policies Act of 1970 and implementing regulations at 49 CFR Part 24 as applicable.

(15) The TACOMA HOUSING AUTHORITY will take appropriate affirmative action to award contracts to minority and women's business enterprises under 24 CFR 5.105(a).

(16) The TACOMA HOUSING AUTHORITY will provide HUD or the responsible entity any documentation needed to carry out its review under the National Environmental Policy Act and other related authorities in accordance with 24 CFR Part 58. Regardless of who acts as the responsible entity, the TACOMA HOUSING AUTHORITY will maintain documentation that verifies compliance with environmental requirements pursuant to 24 Part 58 and 24 CFR Part 50 and will make this documentation available to HUD upon its request.

(17) With respect to public housing and applicable local, non-traditional development the TACOMA HOUSING AUTHORITY will comply with Davis-Bacon or HUD determined wage rate requirements under section 12 of the United States Housing Act of 1937 and the Contract Work Hours and Safety Standards Act.

(18) The TACOMA HOUSING AUTHORITY will keep records in accordance with 24 CFR 85.20 and facilitate an effective audit to determine compliance with program requirements.

(19) The TACOMA HOUSING AUTHORITY will comply with the Lead-Based Paint Poisoning Prevention Act and 24 CFR Part 35.

(20) The TACOMA HOUSING AUTHORITY will comply with the policies, guidelines, and requirements of OMB Circular No. A-87 (Cost Principles for State, Local and Indian Tribal Governments) and 24 CFR Part 200.

(21) The TACOMA HOUSING AUTHORITY will undertake only activities and programs covered by the Plan in a manner consistent with its Plan and will utilize covered grant funds only for activities that are approvable under the Moving to Work Agreement and Statement of Authorizations and included in its Plan.

(22) All attachments to the Plan have been and will continue to be available at all times and all locations that the Plan is available for public inspection. All

required supporting documents have been made available for public inspection along with the Plan and additional requirements at the primary business office of the PHA and at all other times and locations identified by the TACOMA HOUSING AUTHORITY in its Plan and will continue to be made available at least at the primary business office of the TACOMA HOUSING AUTHORITY.

Housing Authority of the City of Tacoma
PHA Name

WA005
PHA Number/HA Code

I hereby certify that all the information stated herein, as well as any information provided in the accompaniment herewith, is true and accurate. Warning: HUD will prosecute false claims and statements. Conviction may result in criminal and/or civil penalties. (18 U.S.C. 1001, 1010, 1012; 31 U.S.C. 3729, 3802)

Stanley Rumbaugh
Name of Authorized Official

Chair
Title

November 18, 2020

Signature

Date

*Must be signed by either the Chairman or Secretary of the Board of the PHA's legislative body. This certification cannot be signed by an employee unless authorized by the PHA Board to do so. If this document is not signed by the Chairman or Secretary, documentation such as the by-laws or authorizing board resolution must accompany this certification.

Commissioner Young motioned to approve the resolution. Commissioner Purter seconded the motion.

AYES: 3
NAYS: None
Abstain: None
Absent: 2

Motion Approved: November 18, 2020

Stanley Rumbaugh, Chair

8.2 RESOLUTION 2020-11-18 (2)
(Approval of Revision to the Administrative Plan)

A RESOLUTION of the Board of Commissioners of the Housing Authority of the City of Tacoma

WHEREAS, The purpose of the Administrative Plan is to establish policies for carrying our programs in a manner consistent with HUD requirements and local goals and objectives contained in THA's Moving to Work Plan; and

WHEREAS, Changes to the Administrative Plan must be approved by THA Board of Commissioners; now therefore, be it

Resolved by the Board of Commissioners of the Housing Authority of the City of Tacoma, Washington as follows:

THA's Executive Director is authorized to revise THA's Administrative Plan Chapter 4 related to the selection process for special program admissions from THA's waitlist.

Commissioner Young motioned to approve the resolution. Commissioner Purter seconded the motion.

Upon roll call, the vote was as follows:

AYES:	3
NAYS:	None
Abstain:	None
Absent:	2

Motion Approved: November 18, 2020

Stanley Rumbaugh, Chair

8.3 RESOLUTION 2020-11-18 (3)

A RESOLUTION of the Board of Commissioners of the Housing Authority of the City of Tacoma authorizing the issuance of two notes of the Authority to finance the acquisition of the Pine Tree South Apartments and Redwood Juniper Apartments; authorizing expenditure of Authority funds, including to pay the costs of acquiring the Conifer South Apartments; and determining related matters.

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

Section 1. The Board of Commissioners (the "Board") of the Housing Authority of the City of Tacoma (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) "acquire . . . and operate housing projects" (RCW 35.82.070(2)); (ii) "make and execute contracts and other instruments"

(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 purpose (RCW 35.82.020(11) and RCW 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) The Authority is the Administrative Managing Member of Conifer South Tacoma Apartments, LLC (the "Conifer LLC"), pursuant to that certain Second Amended and Restated Operating Agreement dated as of March 16, 2005 (the "Conifer Operating Agreement"), among Conifer South Management, LLC, the Authority, and Key Community Development (the "Investor Member"). The Conifer LLC owns the Conifer South Apartments (the "Conifer Project") located at 5235 South Warner Street, Tacoma, Washington. Section 8.7 of the Conifer Operating Agreement grants the Authority a right of first refusal to acquire the Conifer Project.

(c) The Authority is the Administrative Managing Member of Pine Tree Harbor Tacoma Apartments, LLC (the "Pine Tree LLC"), pursuant to that certain Second Amended and Restated Operating Agreement dated as of March 16, 2005 (the "Pine Tree Operating Agreement"), among Pine Tree Harbor Management, LLC, the Authority, and the Investor Member. The Pine Tree LLC owns the Pine Tree South Apartments (the "Pine Tree Project") located at 2501 South G Street, Tacoma, Washington. Section 8.7 of the Pine Tree Operating Agreement grants the Authority a right of first refusal to acquire the Pine Tree Project.

(d) The Authority is the Administrative Managing Member of Redwood Juniper Tacoma Apartments, LLC (the "Redwood LLC"), pursuant to that certain Second Amended and Restated Operating Agreement dated as of March 16, 2005 (the "Redwood Operating Agreement"), among Redwood Harbor Management, LLC, the Authority, and the Investor Member. The Redwood LLC owns the Redwood Juniper Apartments (the "Redwood Project," collectively with the Conifer Project and the Pine Tree Project, the "Projects" and each, a "Project") located at 3015 North Pearl Street, Tacoma, Washington. Section 8.7 of the Redwood Operating Agreement grants the Authority a right of first refusal to acquire the Redwood Project.

(e) At a meeting held on July 7, 2020, the Board approved a motion authorizing the Authority to exercise the rights of first refusal to acquire the Conifer Project, the Pine Tree Project, and the Redwood Project, and authorized the Authority's Executive Director to do all things necessary or desirable on the Authority's behalf to exercise such rights of first refusal. At a meeting held on July 22, 2020, the Board adopted Resolution No. 2020-07-22(1), authorizing the Authority to obtain each of the Projects and to assume the responsibilities of the

Conifer LLC, the Pine Tree LLC, and the Redwood LLC pertaining to the federal-low income housing tax credit program administered by the Washington State Housing Finance Commission.

(f) Banner Bank (the “Bank”) has proposed to extend financing evidenced by two notes issued by the Authority on the terms set forth in this resolution, to provide money for the purpose of financing a portion of the costs of acquiring the Pine Tree Project and Redwood Project, as described in a proposal letter dated September 2, 2020, and amended October 2, 2020 (as it may be further amended and supplemented, and any commitment letter issued pursuant or supplemental thereto the “Bank Proposal Letter”).

(g) The Board determines that it is necessary and advisable and in the best interest of the Authority to issue two promissory notes in the combined principal amount not to exceed \$14,000,000 to the Bank, each to evidence a loan to finance a portion of the costs of acquiring the Pine Tree Project and the Redwood Project.

(h) The Board determines that it is necessary and advisable and in the best interest of the Authority to pay the purchase price of the Conifer Project from funds of the Authority available therefor.

(h) Adoption of this resolution, and authorizing Authority action relating to the acquisition and financing of housing projects, and to the Projects specifically, are part of the routine business of the Board transacted at open public meetings.

Section 2. The Board declares each Project to be a “housing project” of the Authority for purposes of the Housing Authorities Law.

Section 3. The Authority shall issue two promissory notes (together, the “Notes” and each, a “Note”), in the combined principal amount of not to exceed \$14,000,000 for the purpose of financing a portion of the costs of acquiring the Pine Tree Project and the Redwood Project. One Note shall be secured by a deed of trust encumbering the Pine Tree Project, and the other Note shall be secured by a deed of trust encumbering the Redwood Project. The Notes shall bear interest payable on such dates and at the rate described in the Bank Proposal Letter, shall mature at such time, shall have such prepayment or redemption provisions and shall have such other provisions consistent with the purposes of this resolution as are set forth in the Bank Proposal Letter. The Authority finds that the fixing of the interest rate described in the Proposal Letter is in the best interest of the Authority. The interest rate on the Notes shall be subject to adjustment upon the occurrence of an event of default as described in the Notes and the Loan Documents (as hereinafter defined). If a Note is not paid when properly presented at its maturity date, the Authority shall be obligated to pay interest on such Note at then-applicable default rate of interest thereon from

and after the maturity date until such Note, both principal and interest, is paid in full.

The Authority's Executive Director, the Chair of the Board, and their respective designees (each, an "Authorized Officer" and, collectively, the "Authorized Officers"), and each of them acting alone, are authorized to determine and approve the final terms of the Notes. The execution of the Notes, or any instrument delivered in connection therewith, by any Authorized Officer shall be conclusive evidence of approval of the terms set forth therein on behalf of the Authority.

The Authorized Officers, and each of them acting alone, are authorized on behalf of the Authority to negotiate, execute, deliver and file (or cause to be executed, delivered and filed) the following agreements in connection with the Notes (collectively, the "Loan Documents"):

- Two Term Loan Agreements, each between the Authority and the Bank;
- The Notes, each issued by the Authority payable to the Bank;
- A Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing, from the Authority in favor of the Bank, encumbering the Pine Tree Project;
- A Deed of Trust, Assignment of Leases and Rents, Security Agreement and Fixture Filing, from the Authority in favor of the Bank, encumbering the Redwood Project;
- Two Indemnity Agreements, each from the Authority in favor of the Bank;
- Two Replacement Reserve Agreements, each between the Authority and the Bank;
- Two Notices of Final Agreement, each executed by the Authority and the Bank;
- Two Assignments of Housing Assistance Payment Contract, from the Authority in favor of the Bank, together with consents to such assignments;
- One or more priority and subordination agreement, if required by the Bank; and
- Two Borrower Consents and Authorizations, each made by the Authority.

The Authorized Officers (and each of them acting alone) are further authorized and directed to take any other action and to execute such other documents as may be required to be taken or executed by the Authority, under the provisions of or as necessary to carry out the transactions contemplated by the Loan Documents (including the amendment of any such documents if necessary to further the purposes thereof or resolve ambiguities therein).

It is anticipated that the Bank will offer to purchase each Note at a price of par under the terms and conditions contained in the Bank Proposal Letter and this resolution, including payment of certain closing costs enumerated in the Bank Proposal Letter. The Board finds that such offer is in the best interest of the

Authority, and hereby authorizes the Authorized Officers (and each of them acting alone) to accept such offer on behalf of the Authority.

Section 4. The Authorized Officers (and each of them acting alone) are authorized and directed to take any other action and to execute such other documents as may be required to be taken or executed by the Authority in connection with the assignment of the project-based Section 8 rental assistance for each Project to the Authority.

Section 5. The Authorized Officers, and each of them acting alone, are authorized on behalf of the Authority to: (i) determine that any document authorized by this resolution is, at the time such document otherwise would be executed, no longer necessary or desirable and, based on such determination, cause the Authority not to execute or deliver such document; (ii) execute and deliver and, if applicable, file (or cause to be delivered and/or filed) any government forms, affidavits, certificates, letters, documents, agreements and instruments that such officer determines to be necessary or advisable to give effect to this resolution and to consummate the transactions contemplated herein and/or further the acquisition, development, financing, construction, and leasing of the Projects; (iii) cause the Authority to pay the purchase price for each Project that is not financed with proceeds of the Notes (including, without limitation, the full purchase price for the Conifer Project) from funds of the Authority available therefor; and (iv) cause the Authority to expend such funds as are necessary to pay for all filing fees, application fees, registration fees and other costs relating to the actions authorized by this resolution.

Section 6. While the titles of and parties to the Loan Documents may change, no change to such titles or parties shall affect the authority conferred by this resolution to execute, deliver, file (if required), enforce and perform the documents in their final form.

Section 7. The Board authorizes and directs the Authority's Executive Director to cause the Authority to fulfill the Authority's duties and obligations under the Loan Documents.

Section 8. 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 9. This resolution shall be in full force and effect from and after its adoption and approval.

Approved: November 18, 2018

Stanley Rumbaugh, Chair

CERTIFICATE

I, the undersigned, the duly chosen, qualified and acting Executive Director of the Housing Authority of the City of Tacoma (the "Authority"), and keeper of the records of the Authority, CERTIFY:

1. That the attached Resolution No. 2020-11-18(3) (the "Resolution") is a true and correct copy of the resolution of the Board of Commissioners of the Authority as adopted at a meeting of the Authority held on November 18, 2020 (the "Meeting"), and duly recorded in the minute books of the Authority;

2. That in accordance with RCW 43.06.220, and the Proclamations of the Governor of the State of Washington, as extended by the leadership of the Washington State Senate and House of Representatives (a) the Meeting was not conducted in person, (b) one or more options were provided for the public to attend the Meeting remotely, including by telephone access, which mean(s) of access provided the ability for all persons attending the Meeting remotely to hear each other at the same time, and (c) adoption of the Resolution is necessary and routine action of the Board of Commissioners of the Authority;

3. The public was notified of access options for remote participation in the Meeting via the Authority's website and email to stakeholders; and

4. The Meeting was duly convened and held in all respects in accordance with law, and to the extent required by law, due and proper notice of the Meeting was given; that a quorum was present throughout the Meeting through telephonic and/or internet means of remote access, and a majority of the members of the Board of Commissioners of the Authority present at the Meeting voted in the proper manner for the adoption of the Resolution; that all other requirements and proceedings incident to the proper adoption of the Resolution have been duly fulfilled, carried out and otherwise observed; and that I am authorized to execute this Certificate.

IN WITNESS WHEREOF, I have hereunto set my hand this 18th day of November, 2020.

Michael Mirra, Executive Director of the Authority

Commissioner Young motioned to approve the resolution. Commissioner Purter seconded the motion.

Upon roll call, the vote was as follows:

AYES: 3
NAYS: None
Abstain: None
Absent: 2

Motion Approved: November 18, 2020

Stanley Rumbaugh, Chair

9. COMMENTS FROM COMMISSIONERS

Commissioner Purter thanked Vice Chair Smith and everyone for their hard work during the pandemic and wishes all a blessed Thanksgiving

10. EXECUTIVE SESSION

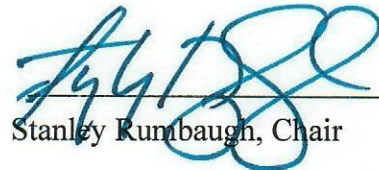
None.

11. ADJOURNMENT

There being no further business to conduct, the meeting ended at 6:23 PM.

APPROVED AS CORRECT

Adopted: December 9, 2020


Stanley Rumbaugh, Chair