

**RESOLUTION NO. 2109**

**A JOINT RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF RICHMOND AND THE MEMBERS OF THE RICHMOND CITY COUNCIL APPROVING THE AMENDED AND RESTATED BYLAWS OF THE EASTER HILL HOUSING CORPORATION.**

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**WHEREAS**, the Richmond Housing Authority (Housing Authority) and City of Richmond (City) formed the Easter Hill Housing Corporation, a California nonprofit corporation, pursuant to the Articles of Incorporation filed with State of California, Secretary of State, on January 28, 2004 (Corporation). The Corporation serves as a nonprofit affiliate for the Easter Hill HOPE VI Development and is controlled by the Board of Commissioners of the Housing Authority and the City Council; and

**WHEREAS**, the Bylaws of the Corporation were adopted on February 19, 2004 and originally specified the Housing Authority Executive Director, Housing Authority Finance Manager, Assistant City Manager, City Finance Director and one community resident as the Directors of the Corporation. The Housing Authority Executive Director, Assistant City Manager, City Finance Director and Housing Authority Finance Manager were also assigned the offices of President, Vice President, Secretary and Chief Financial Officer of the Corporation, respectively; and

**WHEREAS**, the originally specified Assistant City Manager and Housing Authority Finance Director positions are no longer filled and there are no “acting” persons filling those positions; and

**WHEREAS**, the Corporation is the subgrantee to the Housing Authority under the HOPE VI subgrant agreements and the lender of HOPE VI grant funds to the limited partnerships that own the buildings in the two phases of the Easter Hill development: Easter Hill Development, L.P. and Easter Hill Phase II, L.P. The Partnerships are between MBA Urban Development Co., RHA Housing Corporation and the respective tax credit investors, and are the ground lessees of the real property on which the Easter Hill HOPE VI Development is located. The Housing Authority owns the land and is the lessor to the Partnerships; and

**WHEREAS**, the Amended and Restated Bylaws (A/R Bylaws) clarify how Directors are appointed – by the Board of Commissioners of the Housing Authority and City Council as applicable or they may hold designated positions in a permanent or acting capacity subject to the Housing Authority Board of Commissioners or City Council’s right of removal – and appoint the City Manager, Housing Authority Executive Director, Housing Authority Assisted Housing Manager, and City Finance Director as Directors of the Corporation, positions that are currently filled in permanent capacities. One community resident selected by the Directors of the Corporation is also appointed; and

**WHEREAS**, the Directors are appointed as Officers of the Corporation as follows:

<b>Directors</b>	<b>Officers</b>
City Manager – Carlos Martinez	President
Housing Authority Executive Director – Nannette J. Beacham	Secretary
City Finance Director – Belinda Warner	Chief Financial Officer

**WHEREAS**, the Vice President position will not be filled; and

**WHEREAS**, in making this change, the Housing Authority and City of Richmond will maintain control of the Corporation and the Corporation will therefore remain an affiliate and instrumentality of the Housing Authority and City, consistent with its Articles of Incorporation; and

**WHEREAS**, the A/R Bylaws are attached to the Agenda Report in support of this Resolution.

**NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE HOUSING AUTHORITY OF THE CITY OF RICHMOND, AND THE MEMBERS OF THE RICHMOND CITY COUNCIL, COUNTY OF CONTRA COSTA, STATE OF CALIFORNIA, THAT:**

The Amended and Restated Bylaws of the Easter Hill Housing Corporation are hereby approved.

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I certify that the foregoing resolution was passed and adopted by the Richmond Housing Authority Board of Commissioners at a special joint meeting with the City Council held on July 23, 2019, by the following vote:

AYES: Commissioners Bates, Johnson, Martinez, Myrick, Willis, Vice Chairperson Choi, and Chairperson Butt.  
NOES: None.  
ABSTENTIONS: None.  
ABSENT: Housing Authority Tenant Commissioners Scott and Smith.

TOM BUTT  
Chairperson

[SEAL]

ATTEST:

PAMELA CHRISTIAN  
Secretary

Approved as to form:

BRUCE GOODMILLER  
Attorney

State of California }  
County of Contra Costa : ss.  
City of Richmond }

I certify that the foregoing is a true copy of **Resolution No. 2109**, finally passed and adopted at a special joint meeting with the City Council held on July 23, 2019.

  
CLERK OF THE HOUSING AUTHORITY