

Columbia



Community Housing Trust

Operated by the Columbia Housing Authority ♦ 201 Switzler Street, Columbia, MO 65203
Office: 573.443.2556 ♦ TTY Relay 800.735.2966 ♦ Fax: 573.443.0051 ♦ www.ColumbiaHA.com

Special Meeting Notice Columbia Community Housing Trust Board of Directors

Date: Monday, November 27, 2017

Time: 9:30 a.m.

Place: Columbia Housing Authority, 201 Switzler Street

* The meeting of the Columbia Community Housing Trust will begin following the adjournment of the meeting of the Columbia Housing Authority Board of Commissioners.

Dial In Number: (515) 739-1015 (Call the Dial In Number and then enter the Conference ID number followed by the # sign.)

Conference ID Number: 711-472-771#

- I. Call to Order/Introductions
- II. Roll Call
- III. Adoption of Agenda
- IV. **Resolution 55:** Resolution of the Housing Authority of the City Of Columbia, Missouri Authorizing Entering Into Transactions to Enter Into an Option Agreement With Columbia Community Housing Trust in Connection With the Bryant Walkway Project.
- V. **Resolution 56:** Resolution of the Housing Authority of the City of Columbia, Missouri Authorizing Entering Into Transactions to Enter Into an Option Agreement With Columbia Community Housing Trust In Connection With the Bryant Walkway II Project
- VI. Adjournment

If you wish to participate in the meeting and require specific accommodations or services related to disability, please contact Ms. LaShonda Wallace, Executive Assistant at (573) 443-2556, extension 1122, at least one working day prior to the meeting. (Email: www.columbiaha.com/contact ► Administration)

Media Contact: Phil Steinhaus, Executive Director
Phone: (573) 443-2556
E-mail: www.ColumbiaHA.com ► Contact Us ► Administration

A complete agenda packet is available for review at all CHA offices during regular business hours and posted on the CHA web site at: www.ColumbiaHA.com.

**RESOLUTION OF THE HOUSING AUTHORITY OF THE CITY OF COLUMBIA,
MISSOURI AUTHORIZING ENTERING INTO TRANSACTIONS TO ENTER INTO
AN OPTION AGREEMENT WITH COLUMBIA COMMUNITY HOUSING TRUST IN
CONNECTION WITH THE BRYANT WALKWAY PROJECT**

The undersigned on November ____, 2017, at a regular meeting of the Board of Directors (the “Board”) of the **Housing Authority of the City of Columbia, Missouri**, a Missouri municipal corporation (the “Housing Authority”) at which a quorum was in attendance, acting pursuant to its Bylaws and Chapter 99 of the Revised Statutes of Missouri (the “Act”), the following resolutions were adopted:

WHEREAS, the Housing Authority was received an allocation of low-income housing tax credit and additional financing by the Missouri Housing Development Commission (“MHDC”) to finance the Bryant Walkway Apartments project (the “Project”);

WHEREAS, the Project will be owned by Bryant Walkway Housing Development Group, LP, a Missouri limited partnership (the “Partnership”);

WHEREAS, the organizational structure of the Partnership will consist of Bryant Walkway Housing GP, LLC, a Missouri limited liability company (“Bryant Walkway GP” or “General Partner”) and the Columbia Community Housing Trust, a Missouri nonprofit corporation (the “Trust”) which will serve as the sole member of the General Partner;

WHEREAS, the Board of Trust has previously passed resolution authorizing the Trust to participate in the rehabilitation of a multifamily housing development project consisting of 54 units, located in Columbia, Missouri (the “Project”) and to take all steps necessary to do so;

NOW THEREFORE BE IT RESOLVED, that the Trust hereby authorizes, ratifies and confirms the actions previously taken in association with the Project.

RESOLVED FURTHER, that in connection with the Trust’s acquisition, construction and rehabilitation of Project, the Trust is authorized and directed to enter into an option agreement with Housing Authority for the Project.

RESOLVED FURTHER, that the Trust is authorized to serve as the guarantor of the Partnership and to guarantee the obligations of the General Partner and the Partnership.

RESOLVED FURTHER, that the Trust is authorized to execute the necessary guaranty agreement of the limited partners, MHDC and other required documents related to the guaranty agreements.

RESOLVED FURTHER, that the Trust is authorized to execute and deliver such documents and to take such actions as may be necessary as the Trust, and/or desirable in connection with all matters relating, directly or indirectly, to the development, construction and rehabilitation of the Project.

Resolution 55

RESOLVED FURTHER that the following officers of the Housing Authority are duly appointed and currently act as authorized signatories of the Housing Authority in the following capacity:

Philip Steinhaus Chief Executive Officer of the Housing Authority

Genie Rogers Chair of the Board of the Housing Authority

RESOLVED FURTHER, that Philip Steinhaus as the Chief Executive Officer or Genie Rogers as the Chair of the Board, are hereby authorized to sign for the Housing Authority and to take such other actions as he/she/they deem(s) necessary and/or desirable in connection with all matters relating, directly or indirectly, to the development or rehabilitation of the Project.

RESOLVED FURTHER, that Philip Steinhaus as the Chief Executive Officer or Genie Rogers as the Chair of the Board, are hereby authorized, on behalf of the Housing Authority, to enter into, execute and deliver all documents, instruments, agreements and notices necessary or appropriate to evidence, effectuate and consummate certain transactions undertaken for the purpose of acquiring, constructing, developing, securing the financing and maintaining of the Project.

RESOLVED FURTHER, that these Resolutions have not been amended, repealed or modified.

Resolution 55

IN WITNESS WHEREOF, we have hereunto set out hands and the seal of the Housing Authority of the City of Columbia, Missouri as of November ____, 2017.

**HOUSING AUTHORITY OF THE
CITY OF COLUMBIA, MISSOURI,**
a Missouri municipal corporation

By: _____

_____, Chair of the Board

By: _____

_____, Secretary

**RESOLUTION OF THE HOUSING AUTHORITY OF THE CITY OF COLUMBIA,
MISSOURI AUTHORIZING ENTERING INTO TRANSACTIONS TO ENTER INTO
AN OPTION AGREEMENT WITH COLUMBIA COMMUNITY HOUSING TRUST IN
CONNECTINON WITH THE BRYANT WALKWAY II PROJECT**

The undersigned on November ____, 2017, at a regular meeting of the Board of Directors (the “Board”) of the **Housing Authority of the City of Columbia, Missouri**, a Missouri municipal corporation (the “Housing Authority”) at which a quorum was in attendance, acting pursuant to its Bylaws and Chapter 99 of the Revised Statutes of Missouri (the “Act”), the following resolutions were adopted:

WHEREAS, the Housing Authority was received an allocation of low-income housing tax credit and additional financing by the Missouri Housing Development Commission (“MHDC”) to finance the Bryant Walkway II Apartments project (the “Project”);

WHEREAS, the Project will be owned by Bryant Walkway II Housing Development Group, LP, a Missouri limited partnership (the “Partnership”);

WHEREAS, the organizational structure of the Partnership will consist of Bryant Walkway Housing GP, LLC, a Missouri limited liability company (“Bryant Walkway II GP” or “General Partner”) and the Columbia Community Housing Trust, a Missouri nonprofit corporation (the “Trust”) which will serve as the sole member of the General Partner;

WHEREAS, the Board of Trust has previously passed resolution authorizing the Trust to participate in the rehabilitation of a multifamily housing development project located in Columbia, Missouri (the “Project”) and to take all steps necessary to do so;

NOW THEREFORE BE IT RESOLVED, that the Trust hereby authorizes, ratifies and confirms the actions previously taken in association with the Project.

RESOLVED FURTHER, that in connection with the Trust’s acquisition, construction and rehabilitation of Project, the Trust is authorized and directed to enter into an option agreement with Housing Authority for the Project.

RESOLVED FURTHER, that the Trust is authorized to serve as the guarantor of the Partnership and to guarantee the obligations of the General Partner and the Partnership.

RESOLVED FURTHER, that the Trust is authorized to execute the necessary guaranty agreement of the limited partners, MHDC and other required documents related to the guaranty agreements.

RESOLVED FURTHER, that the Trust is authorized to execute and deliver such documents and to take such actions as may be necessary as the Trust, and/or desirable in connection with all matters relating, directly or indirectly, to the development, construction and rehabilitation of the Project.

Resolution 56

RESOLVED FURTHER that the following officers of the Housing Authority are duly appointed and currently act as authorized signatories of the Housing Authority in the following capacity:

Philip Steinhaus Chief Executive Officer of the Housing Authority

Genie Rogers Chair of the Board of the Housing Authority

RESOLVED FURTHER, that Philip Steinhaus as the Chief Executive Officer or Genie Rogers as the Chair of the Board, are hereby authorized to sign for the Housing Authority and to take such other actions as he/she/they deem(s) necessary and/or desirable in connection with all matters relating, directly or indirectly, to the development or rehabilitation of the Project.

RESOLVED FURTHER, that Philip Steinhaus as the Chief Executive Officer or Genie Rogers as the Chair of the Board, are hereby authorized, on behalf of the Housing Authority, to enter into, execute and deliver all documents, instruments, agreements and notices necessary or appropriate to evidence, effectuate and consummate certain transactions undertaken for the purpose of acquiring, constructing, developing, securing the financing and maintaining of the Project.

RESOLVED FURTHER, that these Resolutions have not been amended, repealed or modified.

Resolution 56

IN WITNESS WHEREOF, we have hereunto set out hands and the seal of the Housing Authority of the City of Columbia, Missouri as of November ____, 2017.

**HOUSING AUTHORITY OF THE
CITY OF COLUMBIA, MISSOURI,**
a Missouri municipal corporation

By: _____

_____, Chair of the Board

By: _____

_____, Secretary