



Housing Authority of the Town of Portland 9 Chatham Court, Portland, CT 06480

Executive Officer
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Board of Commissioners
Susan Malecky, Chair
Deborah Hallas, Vice Chair
Matthew Pegolo, Treasurer
Daniel Weeden, Commissioner
Cynthia Ferraro, Tenant Commissioner

Chair S. Malecky called the Regular Board Meeting of the Portland Housing Authority to order on March 20, 2023, at 5:04 p.m. at the Chatham Court community room.

1. CALL TO ORDER/ ROLL CALL PRESENT: Chair Susan Malecky, Vice Chairperson Deborah Hallas, Commissioner Matt Pegolo, Commissioner Dan Weeden and Tenant Commissioner Cynthia Ferraro.

STAFF: Allen Harrison Executive Director, and Carol Diaz Administrative Housing Assistant.

2. ACCEPTANCE OF THE AGENDA

Chair S. Malecky made a motion to amend agenda and add number 9 to review/take action on resolution 23-3-1 to approve Nonstock corporation, Portland Communities Inc and switching Adjournment to number 10 on the agenda. It was then moved by Commissioner D. Hallas and seconded by Commissioner C. Ferraro to approve. There being no further discussion. Vote was unanimously approved and accepted.

3. PUBLIC PARTICIPATION: None

4. APPROVAL OF THE PUBLIC MEETING MINUTES HELD February 21, 2023.

Chairperson S. Malecky requested a motion to approve Public Meeting Minutes held February 21, 2023. It was then moved by Commissioner D. Weeden and seconded by Commissioner M. Pegolo to approve. There being no further discussion. Vote was unanimously approved and accepted.

5. REVIEW AND TAKE ACTION OF February 2023 FINANCIAL REPORTS- PREPARED BY Teresa Ewald, CPA.

Commissioner M. Pegolo brought up that balance sheet for Quarry Heights regarding the STIFF account, the interest was not updated. There being no further discussion.

Chairperson S. Malecky made a motion to approve February 2023 financial reports prepared by Teresa Ewald, it was seconded by commissioner C. Ferraro. There being no further discussion. Vote was unanimously approved and accepted.

6. COMMUNICATION/CORRESPONDENCE

Allen Harrison provided a general overview of the discussion between him and Jessy Revicki regarding programs he would like to bring to Chatham Court in the near future and some potential updates to the community room.

7. EXECUTIVE DIRECTORS REPORT: Chatham Court, Quarry Heights, and Section Office Report: Tar's ending numbers for the month February 2023.

CC-active tenant's balance: \$1,694.20
CC-move out balance: \$0

QH-active tenant's balance: \$ 1094.84
QH-move out balance \$ 1314.77

The PHA currently has 48 regular housing vouchers leased, 19 families looking for units, 2 families that ported out and 25 Project Based Voucher.

8. OLD BUSINESS/ NEW BUSINESS

a) Face 2 Environmental:

Allen Harrison reported he has not received the detailed report regarding phase 2 of the ground water test but will update as soon as the report is received.

b) The PHA Asset Manager from CHFA for the State property had a suggestion to increase the base rents for Quarry Heights, Allen explained. He mentioned it would be something he would look into more but wanted to share with the board. The PHA also reached out to J. D 'Amelia to increase the base rent on the SRAP units at Quarry Heights, the increase will not affect any current tenants, but a request to DOH must be approved before anything changes.

c) Allen Harrison reported he was able to lock down rate a fixed rate for oil for the next year that's starts on July 1 until June 30.

9. REVIEW AND TAKE ACTION ON RESOLUTION 23-3-1

**RESOLUTION 23-3-1
WRITTEN RESOLUTION OF THE BOARD OF COMMISSIONERS
OF THE HOUSING AUTHORITY OF THE TOWN OF PORTLAND**

THE UNDERSIGNED, being members of the Board of Commissioners (the "Board") of The Housing Authority of the Town of Portland, a municipal corporation duly incorporated and operating according to the laws of the State of Connecticut ("PHA"), hereby affirm that the By-Laws of the corporation are in full force and effect and have not been modified, and consent to and adopt the following resolutions for and on behalf PHA:

WHEREAS, the Board has determined that it is in the best interest of PHA to form a not – for-profit, nonstock corporation which is an instrumentality of PHA named Portland Communities, Inc. ("PCI" or the "Corporation") and

WHEREAS, the Board has determined that it is in the best interest of PHA for PHA to act as PCI's Incorporator; and

WHEREAS, the Board has determined that it is in the best interest of PHA to adopt the proposed bylaws for PCI (attached hereto as Exhibit A) (the "PCI Bylaws"); and

WHEREAS, in accordance with the PCI Bylaws, the Corporation will be dedicated to and operated for nonprofit purposes and shall always operate in a manner consistent with Section 501(c)(3) of the Internal Revenue Code; and

WHEREAS, the Board has also determined it is in the best interest of PHA to apply to the Internal Revenue Service for recognition of PCI as a tax-exempt charitable organization pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986; and

WHEREAS the Board desires to demonstrate its commitment to its mission and provide guidance to its current and future officers, directors, and employees regarding avoiding conflicts of interest by adopting the proposed conflict of interest policy (the "Conflict of Interest Policy") attached hereto as Exhibit B and fully incorporated herein, in accordance with the Internal Revenue Service's requirements for not-for-profit corporations; and

WHEREAS, the Board has determined that Allen Harrison, Executive Director of PHA (ex officio), *Susan Malecky* Commissioner of PHA and *Dan Weeden*, Commissioner of PHA be selected as the Initial Board of Directors in accordance with the Bylaws.

NOW THEREFORE, it has been resolved as follows:

RESOLVED, that Portland Communities, Inc. shall be formed with the Connecticut Office of the Secretary of State as proposed above and in the Certification of Incorporation and Organization and First Report (attached as Exhibit C and D respectively and fully incorporated herein); and

RESOLVED, that the proposed Bylaws and Conflict of Interest Policy attached hereto as Exhibits A and B, respectively and fully incorporated herein, be adopted in their entirety, and

RESOLVED, that PHA shall apply to the Internal Revenue Service for recognition as a tax-exempt charitable organization pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, and

RESOLVED: That Allen Harrison, as PHA Executive Director, shall be and is hereby authorized for and on behalf of PHA, to enter into, execute, and deliver all instruments, agreements and other documents which are deemed necessary by PHA to accomplish the foregoing Resolutions, all with such changes, and in such form, as he may, in his reasonable discretion, approve, the execution and delivery of each such instrument, agreement or other document to be conclusive evidence of the approval of PHA, and

FURTHER RESOLVED: That, Allen Harrison as Executive Director of PHA, be and hereby is authorized to do and perform all such further acts and things as may be necessary or convenient in order to consummate the transactions authorized in the foregoing Resolutions, and any actions heretofore or hereafter taken by Allen Harrison, as Executive Director of PHA, for the purposes of these resolutions is hereby confirmed, approved and ratified in all respects.

THIS RESOLUTION may be executed in counterparts. Signatures transmitted by facsimile or electronic mail shall have the effect of original signatures.

It was moved by Commissioner *S. Malecky* and seconded by Commissioner *D. Weeden* to approve the above Resolution.

Upon roll call, the vote was: Ayes-5 Nays-0

Chairperson S. Malecky declared the motion passed unanimously and the resolution adopted.
Dated as of March 20, 2023

10. ADJOURNMENT

At 6:30pm, Chair S. Malecky made a motion to adjourn the meeting. There being no further discussion. Vote was unanimously, motion carried.

Respectfully Submitted

Allen Harrison

Allen Harrison
Executive Director