

Missoula Housing Authority Board

Special Board Meeting
Wednesday, October 7, 2015

-MINUTES-

Members Present: Monique Casbeer, Collin Bangs, Fred Simpson, Heidi DeArment, Jamie Hoffman

Members Absent: David Warren

Staff Present: Lori Davidson

Guests Present: Keithi Worthington

- I. Call to Order: The meeting was called to order at 12:04pm.
- II. Attendance: See Above.
- III. Commissioner Comments/Conflict of Interest Disclosure
None
- IV. Public Comments on Items not on the Agenda (limited to 3 minutes a piece)
None
- V. Action Items:
 - a. Resolution 1036: Approving refinancing of EPC loan:

Worthington: This is a resolution that the board has to adopt. It is a resolution regarding approving the energy performance contract. This is the agreement with JCI for all Public Housing units. The majority of it went into Vantage Villa. The board had approved the agreement in January 2014. The original agreement was in 2010. We entered into a new extension of that agreement for 17 years. You guys have already approved MHA to enter into that agreement. We needed financing for that. First Security Bank provided the financing for that, most of which was at Vantage Villa. It was in the form of a construction loan. First Security Bank is calling it a refinance, but we believe it's rolling a construction loan into a permanent loan. The board adopted the resolution for that in 2014 because we assumed Vantage Villa would be done in 2014. Now it's 2015. Nick Jones from First Security Bank states their bonding company says we need to enter into a new resolution.

DeArment: This is just affirming a prior agreement upon resolution?

Worthington: This isn't anything new. It does confirm the loan amount. JCI is who we contracted with for the energy performance contract. It is cost saving measures that pay for the cost of the improvements over time.

Worthington reads the resolution

Simpson: Are we voting on this without reviewing the loan documents yet?

Worthington: I don't think there will be substantial changes to the loan documents. We entered into loan documents for construction for last year. There were some changes to the loan documents. We've made changes to make them consistent with the loan documents that the board approved last year. Nick Jones is working on that, but we haven't seen them yet. I believe that we can come to terms with the loan agreement document since we have the loan agreement documents in place from last year. I don't see a problem with coming to terms with acceptable refinancing agreement.

The regular meeting was adjourned to a closed session at 12:15pm.

The regular meeting was reopened at 12:31pm.

Simpson: Since there's not a final loan sale document, I'd like some stipulation that you've approved them.

Worthington: I really thought Nick Jones was going to get them to me yesterday.

Hoffmann: Is it appropriate to authorize staff along with Keithi to approve the loan documents?

Simpson: Is there a reason we can't do this at the regular meeting?

Davidson: That was my question and they said we needed it ASAP.

Worthington: You can wait to do this at a later meeting or you can do an amendment to paragraph 5: "Whereas final approval for the loan is subject to the approval of the loan refinance documents by executive director, Lori Davidson, and the Housing Authority's attorney".

Simpson: I'm more worried about that we're approving what you've signed off on as the final approval loan document.

DeArment: What they really need is a resolution that Lori can authorize a loan agreement with the legal counsel. That's what First Security Bank wants.

Simpson: Have you ever seen a paragraph like #9 in a resolution before?

Davidson: No.

Worthington: I haven't either and I debated keeping it in there but they have those provisions in any ordinance. I don't see how the law would be any different.

Davidson: Are we amending or deleting that 5th clause?


Worthington: I recommend that you delete it. We could add a sentence that states we'll approve the loan documents upon approval of from the Housing Authority's attorney. The motion will be to remove paragraph #5 and amend paragraph #1 to add that sentence.

Casbeer: 1st

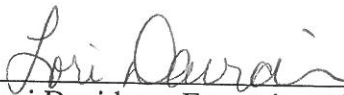
DeArment: 2nd

None opposed, motion passes.

VI. Adjournment: The regular meeting was adjourned at 12:38pm.



Jamie Hoffmann, Board Chair
Collin Bangs, Vice-chair



Lori Davidson, Executive Director