

RESOLUTIONS PASSED ON OCTOBER 3, 2018

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION ACCEPTING THE RESIGNATION OF AN OFFICER

We, the Members of the Homeless Housing and Assistance Corporation, a public benefit corporation organized and existing under the laws of the State of New York, do hereby consent to the adoption of the following resolution:

WHEREAS, Chapter 215 of the Laws of 1990 created and established the Homeless Housing and Assistance Corporation (hereinafter "Corporation"), as codified at Section 45-c of the Private Housing Finance Law, pursuant to which the Corporation is authorized to administer the Homeless Housing and Assistance Program (hereinafter "HHAP"); and

WHEREAS, the Corporation is authorized, pursuant to Section 45-c of the Private Finance Law to make and alter By-laws and to delegate to its officers such duties and powers as it may deem proper; and

WHEREAS, the Corporation has duly adopted its By-laws, which provide in Article III for the appointment and removal of certain officers by the Members in order to perform such duties as the Members may designate; now, therefore be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The Members hereby accept the resignation of Karen Martin as Treasurer, effective immediately and with a vote of gratitude for the service provided to the Corporation.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

**A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION
APPROVING THE APPOINTMENT OF OFFICERS**

WHEREAS, the Homeless Housing and Assistance Corporation (the "Corporation") is authorized, pursuant to Section 45-c of the Private Finance Law, to make and alter its by-laws and to appoint and delegate to its officers such duties and powers as it may deem proper; and

WHEREAS, the Corporation has duly adopted its by-laws which provide in Article III for the appointment of a President, Vice-President, Counsel, Secretary, Assistant Counsel, Assistant Secretary, Treasurer, Assistant Treasurer, Comptroller, Assistant Comptroller and such other officers as may be determined by the Members to perform such duties as the Members may designate; and

WHEREAS, the by-laws allow the Corporation to fill vacancies in any office by appointment made by the Members; and

WHEREAS, the offices of Treasurer and Assistant Treasurer are vacant at this time; now, therefore, be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The Members hereby appoint the following persons as officers of the Corporation:

Treasurer	Lee Ann Greenslade
Assistant Treasurer	Brian Mattiske

Section 2. This resolution shall take effect immediately.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION REVISING AUTHORIZED SIGNATORIES

We, the directors of the Homeless Housing and Assistance Corporation, a public benefit corporation organized and existing under the laws of the State of New York, do here by consent to the adoption of the following resolution of the directors of the Corporation:

WHEREAS, Chapter 215 of the Laws of 1990 created and established the Homeless Housing and Assistance Corporation (hereinafter “Corporation”), as codified at Section 45-c of the Private Housing Finance Law, pursuant to which the Corporation is authorized to administer the Homeless Housing and Assistance Program (hereinafter “HHAP”); and

WHEREAS, the Corporation is authorized, pursuant to Section 45-c of the Private Finance Law to make and alter By-laws and to delegate to its officers such duties and powers as it may deem just and proper; and

WHEREAS, pursuant to a RESOLUTION of the Homeless Housing and Assistance Corporation (the “Corporation”) adopted on December 13, 2010, the President of the Corporation is authorized to establish and maintain the Corporation’s “Homeless Housing and Assistance Account” (the “Account”) for the administration and disbursement of moneys made available to it for the purpose of the HHAP; and

WHEREAS, the Members of the Corporation wish to revise the authorized signatories for Account Warrants; now therefore be it hereby

RESOLVED, by the Members of the Corporation as follows:

Section 1. Warrants for the Account require both a “Finance” signature and a “Program” signature. Authorized “Finance” signatories are as follows: Chief Accountant: Michael Cody, Principal Accountant: Karen Martin, Treasurer: Lee Ann Greenslade, Assistant Treasurer: Brian Mattiske. Authorized “Program” signatories are as follows: President: Barbara Roff, Vice President: Dana Greenberg, Comptroller: Scott Kunkler.

Section 2. This resolution shall take effect immediately.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION AUTHORIZING TECHNICAL ASSISTANCE AWARDS

WHEREAS, Sections 41-44 of the Social Services Law, established the Homeless Housing and Assistance Program (“HHAP”) to provide State financial assistance to fund capital programs sponsored by not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities (“Project Sponsors”), for the purpose of expanding and improving the supply of shelter and other housing arrangements for homeless persons; and

WHEREAS, Section 45-c of the Private Housing Finance Law created and established the Homeless Housing and Assistance Corporation (“Corporation”), and authorized it to administer the HHAP; and

WHEREAS, the Corporation is authorized under such laws to enter into contracts with not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities, to provide such State financial assistance for costs attributable to the establishment and operation of homeless projects, including the provision of technical assistance in support of project development and operation, in accordance with Section 42 and 43 of the Social Services Law of the State of New York; and

WHEREAS, the Corporation is authorized under such laws to engage the services and contract with private firms and corporations for the provision of necessary professional services relating to the activities of the Corporation; and

WHEREAS, certain eligible individuals and organizations applied to the Corporation to provide such technical assistance to the Corporation and to Project Sponsors, in accordance with the terms of a Request for Qualifications issued by the Corporation; and

WHEREAS, staff of the Corporation reviewed the applications received in response to said Request for Qualifications and have recommended that contracts be awarded for the provision of technical assistance for the eligible providers as described in the annexed list; now, therefore be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The President, or other officer of the Corporation designated by the President or other person designated by the Members, is hereby authorized, upon satisfactory compliance with any pre-contract conditions as are required by statute or regulation, to enter into agreements for the provision of technical assistance to the Corporation or to Project Sponsors in support of project development and operation, and to select appropriate technical assistance providers from the annexed list of providers, said agreements not to exceed a term of five years.

Section 2. This resolution shall take effect immediately.

Contractors to be added to Approved List of Technical Assistance Providers

Contractor Name	Services Provided	Geographical Regions	Hourly/ Daily Rates	MWBE Status
Realty Performance Group Inc.	Organizational Capacity	1,2,3,4,5	\$453.20 daily rate \$56.65 hourly rate	
	Monitoring	1,2,3,4,5	\$453.20 daily rate \$56.65 hourly rate	
Dansa, D'Arata, Soucia LLP	Accounting/Audit Services	1,2,3,4,5	\$2,000 daily rate \$250 hourly rate	MBE

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION AUTHORIZING REIMBURSEMENT FOR CERTAIN SERVICES

WHEREAS, Section 45-c of the Private Housing Finance Law created and established the Homeless Housing and Assistance Corporation (hereinafter "Corporation") to administer the Homeless Housing and Assistance Program (hereinafter "HHAP"); and

WHEREAS, Subsection 9 of Section 45-c of the Private Housing Finance Law provides that all other state officers, departments, boards, divisions, commissions, public authorities and public benefit corporations may render such services to the Corporation as it may request; and

WHEREAS, the Corporation has requested that the Dormitory Authority of the State of New York (hereinafter "DASNY") provide services, including advice and technical assistance, to the Corporation relating to design, construction costs, and construction monitoring for certain homeless housing projects under HHAP; and

WHEREAS, HHAC and DASNY agree that HHAC will reimburse DASNY for the cost of services rendered now, therefore, be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The President, Vice President, or other officer of the Corporation designated by either, is hereby authorized, to request services and reimburse DASNY for services to the Corporation relating to design, construction costs, and construction monitoring for HHAP projects for the period October 1, 2018 through September 30, 2023.

Section 2. This resolution shall take effect immediately.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION REGARDING AWARDS FOR APPLICATIONS FOR LIMITED FUNDING FOR EMERGENCY SHELTER REPAIRS

WHEREAS, Title 1 of Article 2-A of the Social Services Law established the Homeless Housing and Assistance Program (“HHAP”) to provide State financial assistance to fund capital programs sponsored by not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities, for the purpose of expanding and improving the supply of shelter and other housing arrangements for homeless persons; and

WHEREAS, Section 45-c of the Private Housing Finance Law created and established the Homeless Housing and Assistance Corporation (“Corporation”), and authorized it to administer the HHAP; and

WHEREAS, Pursuant to Chapter 54 of the Laws of 2018, the Corporation is authorized to use up to \$1,000,000 of its budget appropriation for necessary health and safety improvements to existing emergency shelters in certain districts, to be disbursed pursuant to contracts made in accordance with the terms and conditions as established by the Corporation; and

WHEREAS, the Corporation has issued a competitive procurement that includes separate criteria, application, evaluation and award for proposals seeking funding under the necessary health and safety repairs for existing emergency shelters, as well as the terms and conditions for contracts to eligible applicants under such procurement; and

WHEREAS, the Corporation finds that it is in the best interests of the homeless residents of the applicant shelters, as well as the people of the State, to quickly facilitate critical health and safety repairs to applicant shelters; now, therefore, be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The President or Vice President of the Corporation, or other Officer of the Corporation designated by either, is hereby authorized, upon satisfactory compliance with any conditions as required by statute, regulation or otherwise, to enter into final award agreements and any and all other documents the Corporation may require, for eligible applications by emergency shelters for necessary health and safety repairs up to \$100,000 per facility, pursuant to the current procurement; and

Section 2. The President or Vice President of the Corporation is further directed and authorized to review all information pertaining to disclosures of potential conflicts of interest for each of the eligible sponsors receiving an award pursuant to this Resolution. The President or Vice President of the Corporation shall consult with HHAC Counsel or his/her designee to determine, in accordance with New York Codes Rules and Regulations (NYCRR) Part 800.10 (“HHAP Regulations”), whether an individual's position or relationship as an officer, director and/or employee of a sponsor organization, or the position or relationship of any member of his or her immediate family, or other category of persons described in the HHAP Regulations, constitutes a conflict of interest with respect to his or her involvement with the HHAP project. The President or Vice President of the Corporation is further authorized to determine whether to approve or require additional information and/or actions to mitigate the potential conflict of

interest created by the position or relationship consistent with the Policy adopted by the Board in February 2006; and

Section 3. The President or Vice President of the Corporation shall report to the Corporation on all agreements entered into pursuant to this Resolution at the next Board meeting following execution of each agreement; and

Section 4. This resolution shall take effect immediately.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION ADOPTING A POLICY REGARDING EMERGENCY REPAIRS TO PROJECTS UNDER CONTRACT WITH THE CORPORATION

WHEREAS, Title 1 of Article 2-A of the Social Services Law established the Homeless Housing and Assistance Program (“HHAP”) to provide State financial assistance to fund capital projects sponsored by not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities, for the purpose of expanding and improving the supply of shelter and other housing arrangements for homeless persons; and

WHEREAS, Section 45-c of the Private Housing Finance Law created and established the Homeless Housing and Assistance Corporation (“Corporation” or “HHAC”), and authorized it to administer the HHAP; and

WHEREAS, the Corporation desires to formally adopt a policy to quickly address urgent health and safety repairs to projects already under contract with the Corporation that do not have available reserves and/or other readily available financial resources; and

WHEREAS, the Corporation authorizes, after review and approval by Corporation staff of a written request by an existing project sponsor, funds to be disbursed pursuant to contract amendment in an amount not to exceed Two Hundred Fifty Thousand Dollars (\$250,000) per project; and

WHEREAS, the Corporation finds that it is in the best interests of the formerly homeless residents of these facilities, as well as the people of the State, to facilitate a quick response to urgent health and safety repairs to projects already under contract with the Corporation; now, therefore, be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The President or Vice President of the Corporation, or other Officer of the Corporation designated by either, is hereby authorized, upon satisfactory compliance with the conditions of this Resolution and any other conditions as required by statute, regulation or otherwise, to enter into an amendment of an existing final award agreement or final loan agreement, and any and all other documents the Corporation may require, to quickly address urgent health and safety repairs of up to \$250,000 per operational HHAC project; and

Section 2. The President or Vice President of the Corporation shall report to the Corporation on all amendments entered into pursuant to this Resolution at the next Board meeting following execution of each amendment; and

Section 3. This resolution shall take effect immediately.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION REGARDING PROJECT AND DATABASE MANAGEMENT

WHEREAS, Title 1 of Article 2-A of the Social Services Law established the Homeless Housing and Assistance Program (“HHAP”) to provide State financial assistance to fund capital programs sponsored by not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities, for the purpose of expanding and improving the supply of shelter and other housing arrangements for homeless persons; and

WHEREAS, Section 45-c of the Private Housing Finance Law created and established the Homeless Housing and Assistance Corporation (“Corporation”), and authorized it to administer the HHAP; and

WHEREAS, pursuant to Section 45-c(7)(d) of the Private Housing Finance Law, the Corporation is authorized to make and execute contracts and all other instruments necessary or convenient for the exercise of its powers and functions; and

WHEREAS, the Corporation’s project management and recordkeeping currently relies on a database that was developed by an HHAP project manager in 2000 and maintained by her until her retirement in 2015; this database, while functional from a data reliability standpoint, is difficult to modify or upgrade, was built and maintained on Access 2007 (which is no longer supported by Microsoft), and is unable to produce certain reports and perform other desired functions as needed by the Corporation; and

WHEREAS, the Corporation finds the following to be necessary components of any successor or replacement database, to wit: a single integrated data management system including information from application, construction and operational phases of a project; an integrated award, funding, construction and contract management application; an application for management of operational phase oversight and inspection functions and reporting; and an ability to generate routine and custom reports as needed to perform all of the Corporation’s functions and necessary oversight; and

WHEREAS, when the foregoing business requirements were presented to it, OITS estimated that a solution created and implemented by OITS would cost over \$2.3 million, whereas a software application also used by the New York State Housing Finance Agency (HFA) that automates the lending, asset management and supportive services processes (ProLink) includes all of the features necessary to the Corporation; and

WHEREAS, ProLink is a web-based software application only available from ProLink Solutions, Inc. that automates the processes and provides the Corporation with the information tools to support efficient operations, including workflow management and generation of timely and accurate analytical data and assessment reports; and

WHEREAS, ProLink will automate processes and support the Corporation’s need for integration with internal systems, data entry, storage and retrieval, processing, mobile technology for field inspections, and reporting, support regulatory compliance requirements and provide for future growth and ability to manage the Corporation’s metrics and activities in origination, tax credit allocation, construction management, asset management and compliance in one database; and

WHEREAS, for a cost of \$550,000 over an initial five (5) year contract term, subject to reasonable escalation provisions, ProLink Solutions, Inc. will provide to the Corporation, in addition the ProLink system, all services necessary to the planning, configuration, implementation, testing, training and knowledge transfer, as well as the ongoing maintenance and operations support for five (5) years; now, therefore, be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The President or Vice President of the Corporation, or other Officer of the Corporation designated by either, is hereby authorized, upon satisfactory compliance with any conditions as required by statute, regulation or otherwise, to enter into contract with ProLink Solutions, Inc. for the ProLink software application and related services as more fully described above, for an initial contract period of five (5) years and for any subsequent renewals for ongoing maintenance and operations support related thereto; and

Section 2. This resolution shall take effect immediately.

STATE OF NEW YORK HOMELESS HOUSING AND ASSISTANCE CORPORATION

A RESOLUTION OF THE HOMELESS HOUSING AND ASSISTANCE CORPORATION AUTHORIZING AWARDS

WHEREAS, Title 1 of Article 2-A of the Social Services Law, established the Homeless Housing and Assistance Program (“HHAP”) to provide State financial assistance to fund capital programs sponsored by not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities, for the purpose of expanding and improving the supply of shelter and other housing arrangements for homeless persons; and

WHEREAS, Section 45-c of the Private Housing Finance Law created and established the Homeless Housing and Assistance Corporation (“Corporation”), and authorized it to administer the HHAP; and

WHEREAS, the Corporation is authorized under such laws to enter into contracts with not-for-profit corporations, charitable organizations or wholly owned subsidiaries thereof, public corporations and municipalities, to provide such State financial assistance for costs attributable to the establishment and operation of homeless projects as defined at Section 42 of the Social Services Law of the State of New York; and

WHEREAS, eligible sponsors have applied for awards under HHAP to establish and operate homeless housing projects for homeless persons; and

WHEREAS, the Corporation staff has reviewed the required documentation and has recommended that awards be made and agreements be authorized for said eligible sponsors; now, therefore, be it

RESOLVED, by the Members of the Corporation, as follows:

Section 1. The President or Vice President of the Corporation, or other Officer of the Corporation designated by either, is hereby authorized, upon satisfactory compliance with any pre-contract conditions and other conditions as are required by statute, regulation or otherwise, to enter into preconstruction agreements, final award agreements and any and all other documents HHAC may require with the attached listed applicants.

Section 2. This resolution shall take effect immediately.

Section 3. The President or Vice President of the Corporation is further directed and authorized to review all information pertaining to disclosures of potential conflicts of interest for each of the eligible sponsors receiving an award pursuant to this Resolution. The President or Vice President of the Corporation shall consult with HHAC Counsel or his/her designee to determine, in accordance with New York Codes Rules and Regulations (NYCRR) Part 800.10 (“HHAP Regulations”), whether an individual's position or relationship as an officer, director and/or employee of a sponsor organization, or the position or relationship of any member of his or her immediate family, or other category of persons described in the HHAP Regulations, constitutes a conflict of interest with respect to his or her involvement with the HHAP project. The President or Vice President of the Corporation is further authorized to determine whether to approve or require additional information and/or actions to mitigate the potential conflict of interest created by the position or relationship consistent with the Policy adopted by the Board in February 2006.